



— Beautiful Life —

Date: 28th August, 2023

To,
Corporate Relations Department
BSE Limited
2nd floor, P.J. Tower,
Dalal Street,
Mumbai – 400 001
Company Code: 532888

To
Corporate Relations Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G-Block
Bandra Kurla Complex, Bandra (E),
Mumbai- 400 051
Company Code: ASIANTILES

Dear Sir/ Madam,

Subject: Submission of Annual Report for the Financial Year 2022-23 under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

With reference to the captioned subject, we hereby inform you that 28th Annual General Meeting of the Company shall be held on Wednesday, 20th September, 2023 at 11.00 a.m. through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”), in accordance with the applicable circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

Pursuant to regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) 2015, we enclose herewith Annual Report for the Financial Year 2022-23 along with the Notice convening 28th Annual General Meeting and the said reports are being sent through electronic mode to the Members and have been uploaded on the “investor relations” section of the website of the Company www.aglasiangranito.com.

We would further like to inform that the Company has fixed Wednesday, 13th September, 2023 as the cut-off date for ascertaining the names of the members holding shares either in physical form or in dematerialised form, who will be entitled to cast their votes electronically in respect of the businesses to be transacted as per the Notice of the AGM and to attend the AGM.

Request you to take the same on record.

Thanking You.

Yours faithfully,

For Asian Granito India Limited

Dhruti Trivedi
Company Secretary and Compliance Officer

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CIN : L17110GJ1995PLC027025

TILES | MARBLE | QUARTZ | BATHWARE



Asian Granito India Ltd.

Together for a

Stronger Tomorrow



Tiles · Marble · Quartz · Bathware



Annual Report 2022-23

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Together for a
**Stronger
Tomorrow**

IN OUR PURSUIT OF A STRONGER FUTURE, WE ARE PROPELLED BY THE CONVICTION THAT ROBUST RELATIONSHIPS EMPOWER PROGRESS. HAND IN HAND WITH OUR STAKEHOLDERS, WE TRANSCEND LIMITS AND UNLOCK NEW POSSIBILITIES.

By introducing innovative products, we have bolstered our portfolio, positioning us at the forefront of meeting the evolving aspirations of today's discerning customers. Our robust manufacturing capabilities empower us to address burgeoning demand while enhancing quality and margins through internal production. With a nurturing work environment and a commitment to employee growth, we are fostering a more closely-knit organization.

Our global customer engagement initiatives have broadened our business horizons. In India, we have immersed ourselves deeply in the world of our trade customers, gaining profound insights into their needs and devising new initiatives that meet their requirements. Through close collaboration, we are confident that our focused endeavors will usher in a future of unwavering strength and shared success.

At AGL, we aspire to be the architects not only of a stronger company but also of a better tomorrow for all. Through an unwavering commitment to enduring relationships, we stand poised to transform our vision into a resounding reality.





Company Overview

Growing stronger by Continually Evolving

Established in 2000, Asian Granito India Limited is a new-age luxury surfaces and bathware company offering integrated solutions under a single umbrella. Underpinned by our extensive expertise in building materials, we manufacture and market a diverse range of Tiles, Engineered Marble and Quartz, Sanitaryware and Faucets.

Over the years, we have consistently invested in expanding our production capabilities, product portfolio, distribution network and global reach. This dedication has propelled us on a path of continuous growth, positioning us among the leading ceramic tiles companies in India.

Our unwavering focus on customer-centric innovation drives us to redefine and transform spaces, creating an impact on homes and buildings worldwide. We remain committed to delivering excellence for our customers and all stakeholders as we continue to evolve and grow.

Our Company is headquartered in Ahmedabad, Gujarat.

VISION

- Aspire to beautify world by attaining global leadership through innovative ceramic products, customer delight and satisfying all stakeholders
- Remain undisputed leader in Marble & Quartz in India

MISSION

- Growing profitably across the AGL Group
- To be pioneer in bringing latest technology and provide best quality products
- Create competitive advantage in market and lead the industry by innovations
- To create healthy & productive work environment for all employees and associates
- To empower communities for working towards safe, clean and green environment

OUR CORE VALUES



Integrity



Innovation



Quality and Customer Focus



Discipline



Transparency



Continuous Improvement



Teamwork



Numbers that Define our Strength

4th Largest

Listed Ceramic Tiles
Company in India

14

Plants*

54.5 Mn Sq. Mtrs.

Installed Capacity

100+

Export Countries

6,500+

Touchpoints
across India

2,700+

Distributors, dealers and
sub-dealers in India

235

Exclusive Franchise

11

Company Owned
Display Centers

35

States and Union
Territories Reached

6,000+

Employees

₹ 1,562.7 Crores

Revenue in FY 2023

8%

Sales CAGR
(FY 2013 - FY 2023)

*Total 14 units operating under 11 facilities including those owned by Subsidiaries and Associates



Business Differentiators

Stronger for tomorrow by Enhancing our Edge

Our journey has been remarkable, transforming from a ₹ 0.88 Crore business in FY 2000 to a ₹ 1,562.7 Crores company today. This extraordinary pace of growth is driven by our wide array of strengths. We remain focused on sharpening our business differentiators for an even stronger tomorrow.



State-of-the-art manufacturing

At the core of our success lies our state-of-the-art manufacturing units equipped with advanced technology, high-end machinery, and cutting-edge testing equipment from Italy, China, India and beyond. Our facilities are multi-purpose, providing us with the flexibility to manufacture various product sizes and customize our portfolio to meet evolving customer demands without substantial capital investments.

Tech-enabled operations

Our operations are driven by a range of advanced technologies, including water jet cutting, online vitrification, digital color printing machines and waste heat utilization plants, among others. Embracing these innovative technologies enhances our manufacturing capabilities, ensuring precision and the delivery of high-quality products. These cutting-edge solutions also optimize human involvement, reducing manual errors and promoting cost efficiencies.



Comprehensive portfolio

Leveraging our profound expertise in building materials, we offer a comprehensive range of solutions for every space – from flooring to walls, countertops, and bathware. Our large portfolio, crafted to redefine luxury, caters to diverse customer needs across regions, categories and price points. It is backed by robust in-house research & development facilities led by competent and qualified professionals.

Extensive customer outreach

With an expansive presence, our customer outreach spans over 6,500+ touchpoints across 35 states and union territories in India. This encompasses 2,700+ distributors and dealers, 235 exclusive franchise stores, and 11 Company-owned display centers. Our ongoing efforts involve appointing dealer/distributors in untapped regions and expanding exclusive showrooms, deepening our customer connections and fueling sales growth.

Robust sales and dealer relationships

At the core of our value proposition lies our robust sales and dealer partnerships. Our focus is on enhancing each dealer's sales, nurturing shared growth and strengthened connections. Our in-house sales and marketing team maintains regular engagement with dealers, soliciting customer insights, addressing market needs, refining designs and advancing new product development. Moreover, our concerted efforts to provide favorable pricing and delivery terms contribute to our enduring dealer relationships, supporting robust customer retention.

Strong quality focus

With a focus on growth and expansion into new markets, our products embody the highest standards of quality. Our ISO 9001:2015 and ISO 14001:2015 certified Plant I and Plant III, along with other units, boast state-of-the-art quality control facilities. Through each stage of manufacturing, our dedicated Quality Control department ensures adherence to international standards, guaranteeing top-notch products that meet industry-recognized benchmarks.

Innovation culture

Through continuous product development efforts, we consistently introduce new designs that align with customer requirements and evolving market trends. As a key player in the Indian ceramic industry, our focus remains on offering innovative and value-added products. By staying attuned to our valued customers and the market, we aim to capture a higher market share and also strengthen our industry position.

Global reach

Our relentless commitment to internal quality controls and adherence to international standards have propelled our expansion into 100 countries worldwide. We continue to stay abreast of evolving market and consumer trends and foster strong partnerships with our global customers to ensure the success of our products and strengthen our market reach.

Operational efficiency

Our strategically located plants in Gujarat provide convenient access to essential raw materials from neighboring Rajasthan quarries, facilitating seamless and cost-effective procurement. This geographical advantage enhances our operational efficiency by enabling efficient raw material management and streamlining logistics. Additionally, we diligently monitor operations using Management Information Systems (MIS) and rely on our skilled team's dedication to excellence to continually optimize resource utilization, further boosting operational efficiency.

Diversified client base

Our diversified client base, which includes marquee corporates, institutions, government agencies, project customers and overseas customers along with dealers and distributors, provides us with more avenues to grow our sales. This broad clientele also shields our revenue streams during sector-specific downturns, making us a strong and adaptable industry player.

People strength

We have a passionate and talented team of employees who are steered by the experience and vision of our senior leadership and promoters. Investing in our human resources is paramount. Our focus rests on nurturing and enhancing the capabilities of our employees, empowering them with essential proficiencies to excel in their positions and advance within the Company. Our organizational ethos cultivates an environment of openness and transparency, facilitating our people to deliver their best performance.

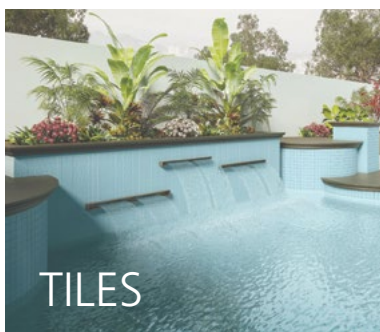


Product Portfolio

Shaping the spaces of Tomorrow

From the very foundation of flooring to the embracing walls, and from elegant countertops to luxurious bathware, AGL crafts transformative solutions that infuse life into every space. Our creations transcend mere utility, embodying the pulse of evolving aspirations and lifestyles to shape tomorrow's world today.

Harnessing our profound expertise in building materials, we have expanded our horizons, emerging as a unified brand delivering comprehensive solutions. Presently, AGL boasts a diverse array of offerings encompassing Floor Tiles, Wall Tiles, Parking Tiles, Glazed Vitrified Tiles (GVT), Polished Vitrified Tiles (PVT), Double Charge (DC) Tiles, Countertops, Quartz Surfaces, Marble Surfaces, Sanitaryware, Bathware, CP Fittings, Faucets and Construction Chemicals. Each category boasts an extensive assortment, inviting our customers to embark on a journey of choice and elegance.



4,333 SKUs

- ❑ Vitrified and ceramic, including polished, double charged, glazed, unglazed, rustic, matt, homogenous and non-homogenous body, etc.
- ❑ Catering to consumer needs across price points
- ❑ Ceramic floor & parking tiles – 950 SKUs
- ❑ Wall tiles – 2,361 SKUs
- ❑ Polished vitrified tiles & DC tiles – 116 SKUs
- ❑ Glazed vitrified tiles – 906 SKUs



97 SKUs

- ❑ Varied thickness, design, shape and color range
- ❑ Catering to the middle to upper-middle segment
- ❑ Quartz – 55 SKUs across 7 Series
- ❑ Composite Marble – 42 SKUs across 9 Series



1,100 SKUs

- ❑ Faucets and sanitaryware such as wash basins, urinals, one piece and wall hung water closets, among others
- ❑ Features like anti-bacterial, twin flushing technology, scratch, chemical and stain resistant, etc.
- ❑ Sanitaryware & Bathware – 300+ SKUs
- ❑ Faucets & CP Fittings – 800+ SKUs



Our Clientele

Stronger with a distinguished Client Base

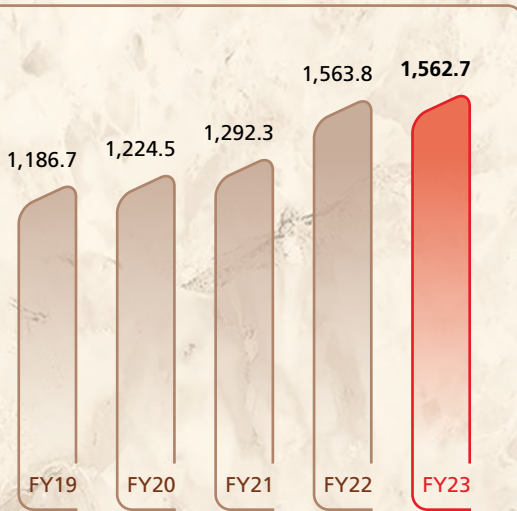




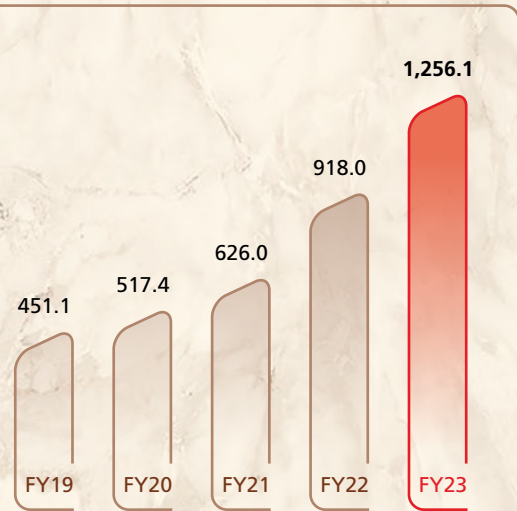
Financial Performance

Committed to
growth and value creation

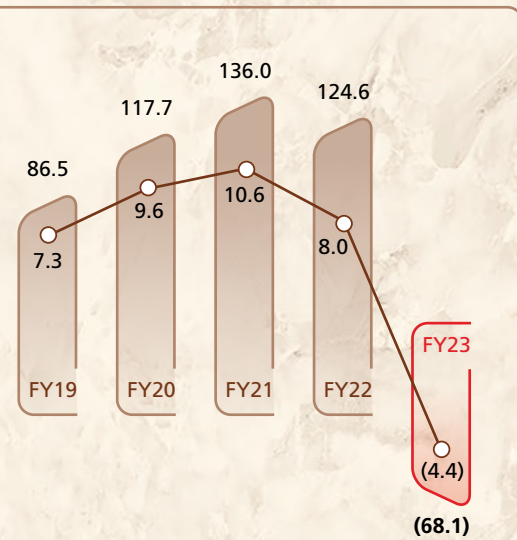
Net Revenue (₹ in Crores)



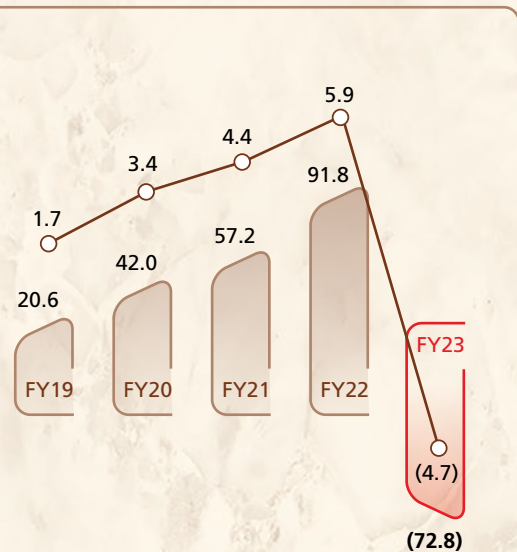
Net Worth (₹ in Crores)



EBITDA & EBITDA Margin



PAT & PAT Margin



EBITDA (₹ in Crores) —○— EBITDA Margin (in %)

PAT (₹ in Crores) —○— PAT Margin (in %)



Awards and Recognition



Achievements of trusted and innovative brand in the ceramic industry

Today, AGL has been performed the best to give excellent product and services across the globe and in result, AGL has been recognized by top media houses like Readers' Digest, The Economic Times and Fortune India. AGL is certified with ISO 9001:2015 and ISO 14001:2015 for its quality management and environmental management system and also products are certified with CE standards.



Recognised as one of the Best Brand by The Economic Times -2022



Chairman's Statement

Delivering for all our stakeholders

YOUR COMPANY'S AIM IS TO BUILD A SUSTAINABLE BUSINESS THAT DELIVERS LONG-TERM VALUE AND GROWTH FOR ALL STAKEHOLDERS. WHAT IS GRATIFYING IS THAT, EVEN IN THE FACE OF SEVERAL CHALLENGES, A RENEWED DETERMINATION HAS DRIVEN YOUR COMPANY TOWARDS ITS VISION.



Dear Shareholders,

It is my pleasure to present the Annual Report of Asian Granito India Limited (AGL) for the financial year 2022-23. In a year characterized by several headwinds, the Company's resilience to fight back has been remarkable. While the challenges did dampen the financial performance, the collective impact of focused efforts has enabled the Company to emerge stronger and paved the way for higher growth in the coming years.

A significant challenge encountered during the year was the sharp increase in gas prices in the domestic markets, attributed to the volatility in international markets stemming from the Russia-Ukraine conflict. Cost inflation in other critical inputs, coupled with the constraint of passing on cost pressures to

end customers, adversely affected your Company's margins. Furthermore, exports experienced a slowdown in the first quarter due to the surge in freight costs.

Internal challenges compounded the complexities of the year. Lower plant capacity utilizations were a result of product changeovers in your Company's subsidiaries, Amazoone Ceramics Ltd. and Crystal Ceramics Industries Ltd., which had an impact on business turnover. Additionally, our margins were impacted due to the write-off of old receivables.

Your Company's aim is to build a sustainable business that delivers long-term value and growth for all stakeholders. What



is gratifying is that, even in the face of several challenges, a renewed determination has driven your Company towards its vision. This resilient spirit has facilitated successful progress on operational goals and the fortification of relationships with stakeholders. With these committed efforts, the Company has planted the seeds for accelerated growth.

Performance highlights

In my previous communications, it was shared that your Company was embarking on mega expansion plans, establishing two manufacturing facilities at Morbi, Gujarat, dedicated to Value-Added Luxury Surfaces & Bathware Segments. These state-of-the-art plants are being developed by your Company's subsidiaries, Future Ceramics Pvt. Ltd., and AGL Sanitaryware Pvt. Ltd., with the specific purpose of manufacturing GVT Tiles and Sanitaryware, respectively.

I am delighted to announce that these expansion plans have progressed as scheduled. The facilities under Future Ceramics Pvt. Ltd. and AGL Sanitaryware Pvt. Ltd. are poised to commence commercial production in the first quarter of FY 2023-24.

With the successful implementation of these plans, AGL is expected to strengthen its position as an integrated luxury surfaces and bathware solutions brand. The expansion plans also bring your Company closer to achieving its vision of reaching ₹ 6,000 Crores turnover in the medium to long term. Additionally, these plants have sufficient capacity to cater to market demand for the next three years, eliminating the need for significant fresh capital investments.

Another significant achievement for the year was the strategic streamlining of product portfolio. Your Company has introduced innovative and value-added products, while discontinuing those that were no longer attracting demand due to changes in technology. This proactive approach has strengthened your Company's position in the market and optimized the offerings to better meet customer preferences.

As part of your Company's unwavering commitment to drive sustained growth, enhancing performance in international markets remains a key focus area. Throughout the year, the Company actively participated in several leading international exhibitions. The showcasing of your Company's products, cutting-edge designs, and innovative technologies at these renowned commercial platforms has generated significant interest among international customers, presenting promising new growth opportunities.

Your Company highly values its trade customers, including dealers, distributors, builders, architects, and interior

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designers, as they form the front-end of its retail business. Strengthening and nurturing enduring relationships with these essential partners remain a central focus area. To actively support their growth, your Company has implemented various initiatives, including offering them innovative products, competitive pricing, expedited service and comprehensive support.

During the year, your Company organized 'AGL Master Stroke 2022' at the prestigious Jio World Centre, Mumbai, as part of its efforts to foster deeper trade relationships. This two-day event, showcasing your Company's exquisite products, witnessed the participation of over 900 dealers and distributors from across the country. It was the biggest product launch event conducted by your Company to date. Your Company is also setting up one of India's largest Display Center at Ahmedabad.

Market opportunities

Exports have resumed a path of normalcy, buoyed by strong demand across various geographies and notable improvements in container availability and reduced freight costs. India holds the esteemed position of being the world's second largest exporter of ceramic tiles globally after China. As Indian manufacturers prioritize quality and embrace the latest technologies to meet global export demands, the shift from Chinese imports to Indian imports continues to solidify. This positioning sets the stage for India's ceramic tiles industry to grow at an exceptional pace on the global stage.

Opportunities for growth are equally robust within the domestic market. The surge in urbanization, growing demand for commercial real estate, and increased disposable income have amplified the need for elevated standards



of living, contributing to the overall industry growth. In tandem with rising domestic demand, the rapid adoption of innovation and technology, coupled with a special focus on industry clusters, the government's drive towards Smart Cities, Affordable Housing, and 'Make in India', serve as catalysts propelling India's ceramic industry towards a promising future.

Business sustainability

Maintaining the trust of channel partners, customers, employees, investors, and other stakeholders is paramount in an ever-evolving landscape of growing expectations and regulations. Your Company, has established a clear governance framework and operates with utmost integrity in all its endeavors.

Your Company firmly believes that the well-being and success of employees are key to driving higher business performance. To foster employee growth, investments in employee learning and development were continued. Incentivizing outstanding performance through excellent rewards and recognition has created an empowering environment that encourages them to reach their full potential. Additionally, the ESOP Scheme 2023 was introduced for employees, to enable them to benefit from your Company's growth and success.

Your Company's manufacturing units uphold the highest standards of quality and environmental responsibility, adhering to ISO 9001 and ISO 14001 certifications. Furthermore, all the plants prioritize energy efficiency and operate on natural gas, in alignment with the National Green Tribunal's ban on coal use in the ceramic industry in Gujarat.

As a forward-thinking organization, your Company has been an early adopter of environment-friendly systems, processes, and policies, well before ESG auditing became a mandate in India. Demonstrating responsible practices, your Company is proud to be a zero-waste organization and remains dedicated to water conservation through the development of ponds and water harvesting facilities within its manufacturing units. Furthermore, your Company is actively increasing the use of renewable energy across operations.

Closing thoughts

The path ahead unveils exciting opportunities, and the burgeoning strength of your Company positions it adeptly to seize these emerging prospects. The ongoing Enhanced Strategic Integration Programme (ESIP) remains steadfast, concentrating on critical aspects such as multi-material portfolio expansion, high-margin in-house manufacturing, innovation and value-added products, global go-to-market expansion, and brand visibility enhancement. These initiatives will bolster your Company's performance,

Demonstrating responsible practices, your Company is proud to be a zero-waste organization and remains dedicated to water conservation through the development of ponds and water harvesting facilities within its manufacturing units.

elevating its position among luxury surfaces and bathware solutions players.

Finally, your Company has diligently prioritized building robust relationships with all stakeholders through targeted initiatives tailored to each group. The belief is firm that these relationships will be mutually advantageous, empowering stakeholders to achieve their goals while propelling your Company's high-growth ambition.

On behalf of the Board, I would like to thank all stakeholders for their continued trust and investment in AGL. Your Company approaches the year ahead with renewed confidence to accelerate growth and deliver greater value for all.

Regards,

Kamleshkumar B. Patel
Chairman and Managing Director



Managing Director's Message

Gearing up to emerge stronger

AGAINST THIS TOUGH BACKDROP, WE REPORTED NET SALES OF ₹ 1,562.7 CRORES FOR FY 2022-23, WHICH WERE NEARLY SIMILAR TO THE PREVIOUS YEAR'S FIGURES OF ₹ 1,563.8 CRORES.



Dear Shareholders,

In what has been a challenging year for our Company on many fronts, the business has shown great resilience. While our financial performance fell short of the expectations we had set at the beginning of the year, we are confident that the disciplined execution of our ongoing Enhanced Strategic Integration Program, focused on multi-material portfolio expansion, high-margin in-house manufacturing, product innovation, global go-to-market expansion and brand visibility enhancement, will drive a higher growth trajectory and increased stakeholder value in the coming years.

Reviewing our financial performance

The Indian ceramic industry continued to face extraordinary cost pressures during the year under review. Notably, the sharp rise in gas prices in the domestic market, driven by volatility in international markets due to the Russia-Ukraine conflict, was a major concern.

Export markets remained sluggish, particularly in the first quarter, due to high shipping freight costs and elevated container expenses. Supply chain disruptions, unprecedented inflation in advanced economies, and the imposition of anti-dumping duties on ceramic tiles from India also posed as headwinds. Demand for tiles in the domestic market was a mixed bag due to inflationary pressure on both retail and institutional customers; however, government spending on low-cost housing and construction continued to drive demand for ceramic products.

Against this tough backdrop, we reported net sales of ₹ 1,562.7 Crores for FY 2022-23, which were nearly similar to the previous year's figures of ₹ 1,563.8 Crores. In addition to the external challenges impacting our turnover, our capacity utilizations were affected by product changeovers



in our subsidiaries, Amazoone Ceramics Limited and Crystal Ceramic Industries Limited.

We experienced a significant decline in EBITDA, resulting in a loss of ₹ 68.1 Crores, compared to the positive earnings of ₹ 124.6 Crores in the previous year. Our net financial performance also suffered, with a reported net loss of ₹ 72.8 Crores, in contrast to a profit of ₹ 91.8 Crores in the previous year. The inflation in critical inputs, particularly gas prices, and limited ability to pass on cost pressure to end customers adversely impacted our margins. Our margins were also impacted on account of write-off of old receivables.

Despite the disappointing financial performance, there have been some positives for the year. The Company, along with its subsidiaries, has successfully completed a comprehensive product overhaul. Additionally, we are progressing as scheduled towards commencing commercial production from new plants that are currently in the pipeline in Morbi.

Utilization of rights issue proceeds

In May 2022, your Company successfully completed a rights issue of ₹ 441 Crores, which received an overwhelming support from our shareholders and investors. We extend our heartfelt gratitude to them for their participation. As per the stated objectives of the rights issue, we have judiciously utilized the proceeds to set up two new state-of-the-art manufacturing facilities at Morbi, Gujarat, dedicated to Value-Added Luxury Surfaces & Bathware Segments, including Glazed Vitrified Tiles (GVT), Sanitaryware. Additionally, we have allocated the funds to finance various other strategic initiatives.

The plants for the production of GVT and Sanitaryware have been set up under our subsidiaries Future Ceramics Pvt. Ltd. and AGL Sanitaryware Pvt. Ltd., respectively. These plants are scheduled to commence commercial production in the beginning of FY 2023-24. We are confident that these manufacturing capabilities will significantly enhance our position as an Integrated Luxury Surfaces and Bathware Solutions Brand, enabling us to provide complete solutions under a single umbrella.

The GVT plant, with an installed capacity of 5.94 million sq. mtrs. per annum, will enable us to capitalize on the strong demand for value-added large format glazed vitrified tiles. Our new sanitaryware plant, with an installed capacity of 0.66 million pieces per annum, will facilitate the shift from

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third-party sourcing to in-house manufacturing of bathware, thereby substantially improving our margins.

Streamlining and expansion of product portfolio

During the year, we successfully restructured our product portfolio, introducing a range of innovative and value-added offerings. Simultaneously, we made the strategic decision to phase out products that faced diminished demand due to technological advancements. This proactive approach has enabled us to align our product offerings with evolving market trends, positioning us to better serve our customers and maximize growth opportunities.

Strengthening our international presence

We actively participated in esteemed international exhibitions, including 'Coverings' in the USA and 'Mosbuild' in Russia. Our outstanding products, cutting-edge designs and innovative technologies showcased at these prestigious events garnered significant interest among international customers, opening doors to exciting new growth opportunities. Furthermore, we ventured into untapped vibrant markets like Portugal and Uzbekistan, exploring new possibilities.

As part of our strategic global go-to-market expansion, we aim to add new dealerships and distribution points in our established markets while establishing a strong presence in growing developed markets. To cater to this growth, we are focused on setting up subsidiaries and warehouses to enhance customer experience and responsiveness. Furthermore, we are exploring beneficial OEM partnerships with international importers, distributors and manufacturers



to leverage synergies and expand our market reach. These initiatives will strengthen our global foothold and unlock exciting growth opportunities.

Fostering stronger trade relationships

We take pride in our extensive marketing and distribution network, comprising 2,700+ direct dealers and 6,500+ touchpoints, reaching every state in the country. These valued partners, including dealers, distributors, builders, architects and interior designers, are instrumental in driving our retail business. Throughout the year, we implemented various initiatives across product, pricing and service to support their business growth.

We held our biggest-ever product launch event, 'AGL Master Stroke 2022', at the prestigious Jio World Centre in Mumbai. Over 900 dealers and distributors from across the country participated in the two-day event, showing tremendous interest in the new collection, features, and designs showcased. We also unveiled the 'AGL Tiles' Mobile Application, offering a seamless one-stop solution with a comprehensive product catalogue, the latest launches and convenient order and support services. During the event, we recognized and felicitated top performers within the 'AGL Family', including our dedicated dealer-distributors and employees. The event further strengthened our trade relationships, fostering our journey towards greater accomplishments together.

To maintain exceptional service to our valued trade customers, we enhanced our supply chain capability with rigorous quality control measures and improved packaging, striving for zero-defect deliveries from our plants. This reinforces our commitment to building trusted relationships with trade customers and end-users. Additionally, we introduced direct-to-customer deliveries to better serve end-customers, ensuring seamless and efficient service. Our sales employees are empowered with digital marketing tools to enhance support for our trade partners.

Moving forward, we will continue expanding exclusive showrooms through our franchise model. We are actively adding dealers and sub-dealers in areas with limited presence to strengthen our network. Moreover, we invest in large company-owned display centers, offering an enhanced product experience for retail customers. As part of our commitment to support our trade partners, we are establishing one of India's largest display centers in Morbi, providing easy access to our full range of products.

The way ahead

Looking ahead, the Indian ceramic tiles industry is poised for robust growth, with India projected to sustain a 6%-plus economic expansion in FY 2023-24 and beyond. This favorable economic climate will drive a surge in domestic demand for building solutions. Factors like rapid urbanization, increased demand for real estate, rising disposable incomes, and a growing preference for branded solutions further boost the organized building materials market in India.

Moreover, as Indian manufacturers focus on enhancing quality and adopting the latest technologies to meet global export demands, they are strategically positioned to benefit from the 'China plus One' opportunity over the medium term. With the ongoing shift from Chinese imports to Indian imports, the Indian ceramics industry is set to reap the rewards of capturing a larger share of the international market.

To capitalize on these favorable trends, our strategic approach will continue to revolve around manufacturing excellence, effective branding and agile go-to-market initiatives. With a strong customer-centric philosophy at our core, we remain steadfast in developing an exceptional portfolio of contemporary luxury products that resonate with the evolving aspirations of customers worldwide. The investments we have made in advanced infrastructure and technology will further enable us to capture emerging opportunities.

Lastly, fostering robust relationships remains a top priority for us. Through targeted initiatives, we will continue to strengthen engagement and collaboration with all stakeholders. We are firmly convinced that nurturing these connections will lead to mutual benefits, enabling stakeholders to accomplish their objectives while propelling our Company towards even greater heights of growth.

In conclusion, I take this opportunity to extend my sincere gratitude to our valued customers and stakeholders, including business partners and shareholders, for their unwavering trust in our Company. I would also like to express my appreciation to our dedicated employees for their hard work and commitment. At AGL, we recognize the vast opportunities before us. With a steadfast focus on our priorities, we are confident in the rewards that lie ahead, building a stronger future for all stakeholders.

Regards,

Mukesh Patel
Managing Director



Manufacturing Infrastructure

Stronger with Enhanced Capabilities

Our manufacturing capacity and capability has been consistently augmented to support our growing product portfolio and operations. As part of our mega expansion strategy, two new state-of-the-art manufacturing facilities are nearly complete at Morbi, Gujarat.





Multiple manufacturing plants added

GVT Plant

Future Ceramic Pvt. Ltd., our wholly-owned subsidiary, is nearing completion of a new manufacturing facility dedicated to producing high-value large-format glazed vitrified tiles (GVT). With a substantial investment of ₹ 174 Crores and a robust installed capacity of 5.94 million sq. mtrs. per annum, this facility positions us to capitalize on the escalating demand in the GVT segment. Anticipated to commence operations in the initial months of FY 2023-24, the plant marks a significant stride towards enhancing our production prowess.

Overall Strength

With these upcoming units, our manufacturing strength stands at a total of 14 units operating under 11 facilities including those owned by subsidiaries and associate.

Situated across Gujarat, all our facilities are state-of-the-art and supported by essential utilities, including water, power, and an effluent treatment plant. Our windmill in Kutch efficiently fulfills our power requirements, reducing our reliance on fossil fuels and lessening our carbon footprint. The strategic plant locations enable efficient sourcing of key raw materials from Rajasthan's quarries.

Moreover, Gujarat's excellent connectivity through various transportation mediums provides ease of product deliveries to our diverse touchpoints. Timely and cost-effective delivery enhances customer loyalty, facilitates expansion into new markets and drives favorable business margins.

Sanitaryware Plant

AGL Sanitaryware Pvt. Ltd., our wholly-owned subsidiary, is on the verge of completing a cutting-edge production facility for sanitaryware products. With an investment of ₹ 46 Crores and a robust installed capacity of 0.66 million pieces per annum, this strategic move transitions us from third-party sourcing to internal manufacturing of bathware and will significantly bolster our margins. The plant is poised to initiate operations at the outset of FY 2023-24.

Plant Capacity



Our manufacturing units

Plant	Location	Products Manufactured	Operated Under	Installed Capacity
Plant I (4 Units)	Dalpur, Himmatnagar	Ceramic Wall Tiles, Glazed Vitrified Tiles, Engineered Marble, Quartz Stone	Asian Granito India Limited	22,100 Sq. Mtrs. per day
Plant II	Dholka, Gujarat	Ceramic Wall Tiles	Asian Granito India Limited	7,000 Sq. Mtrs. per day
Plant III	Idar, Sabarkantha	Ceramic Floor Tiles	Asian Granito India Limited	8,600 Sq. Mtrs. per day
Plant IV	Mehsana, Gujarat	Glazed Vitrified Tiles	Material Subsidiary - Crystal Ceramic Industries Limited	36,000 Sq. Mtrs. per day
Plant V	Dalpur, Himmatnagar	Engineered Marble and Quartz Stone	Material WOS - Amazoone Ceramics Limited	2,000 Sq. Mtrs. per day
Plant VI	Morbi, Gujarat	Digital Wall Tiles	Subsidiary - Gresart Ceramica Pvt. Ltd.	34,020 Sq. Mtrs. per day
Plant VII	Morbi, Gujarat	Large Format GVT Tiles	WOS - Future Ceramic Pvt. Ltd.	18,000 Sq. Mtrs. per day
Plant VIII to X	Morbi, Gujarat	All Types of Tiles	Associate Companies	37,300 Sq. Mtrs. per day
Plant XI	Morbi, Gujarat	Sanitaryware & Bathware Items	WOS - AGL Sanitaryware Pvt. Ltd.	2,000 pieces per day



New Launches

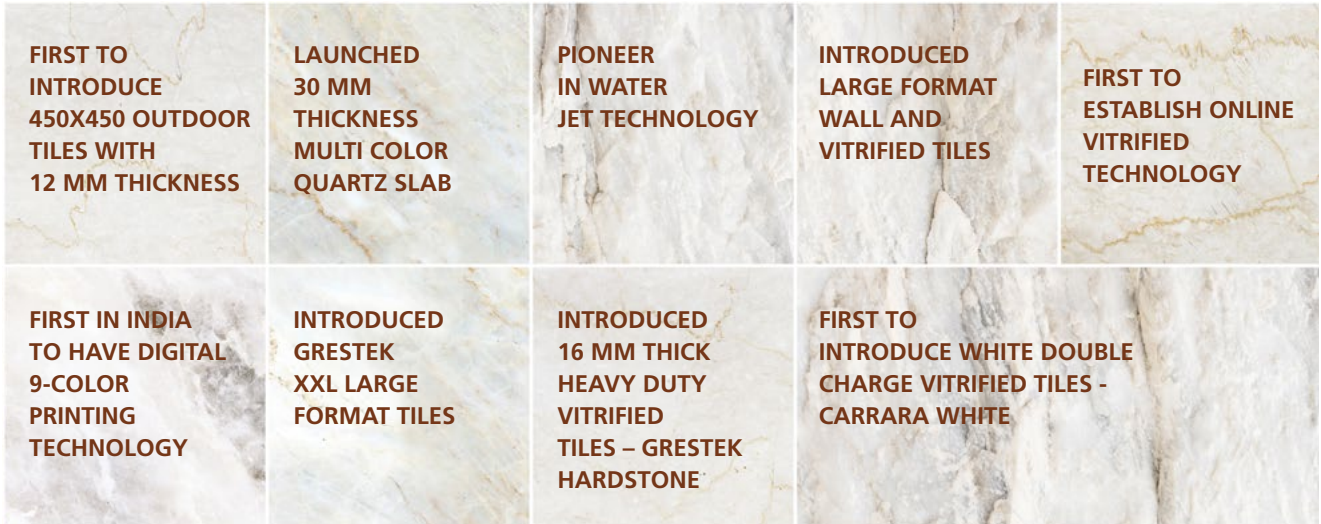
Stronger with More Innovation

We have a penchant for innovation, reflected in our various first-time products, solutions and other initiatives. Several new and value-added products were unveiled during the year, strengthening our portfolio and fulfilling evolving aspirations.





Our innovation thrust



New product launches

Company is consistently working on incorporating innovative and value-added products in its product portfolio to provide complete solutions under 'Brand AGL'.

1,400+

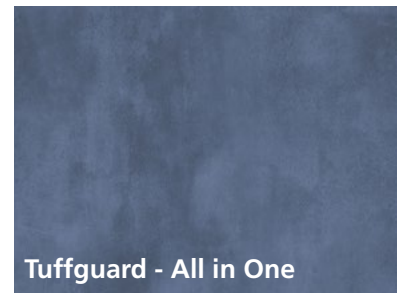
Innovative designs in various series and sizes



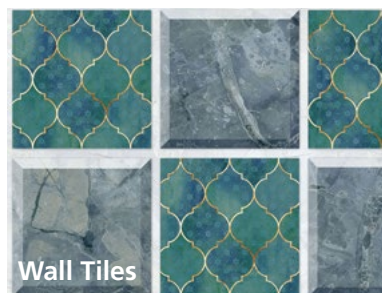
- 1200 x 2800 mm - 6 mm
- 800 x 2600 mm - 15 mm
- 1200 x 1600 mm - 15 mm
- 800 x 1200 mm



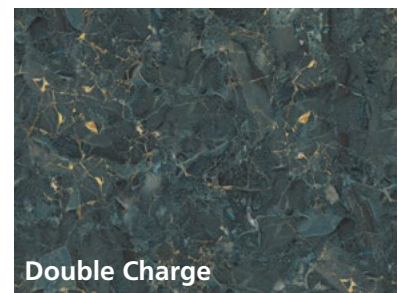
- 600 x 600 mm - 12 mm



- 600 x 1200 mm
- 600 x 600 mm



- 300 x 600 mm
- 300 x 450 mm



- 800 x 1600 mm
- 600 x 1200 mm
- 600 x 600 mm



Trade Customer Relationships

Together with Our Partners

Our success is intricately linked with that of our trade customers. We continually undertake measures to enhance their growth and performance, alongside building a more robust distribution network. These focused efforts are shaping a stronger tomorrow for everyone involved.





AGL Master Stroke 2022

We organized 'AGL Master Stroke 2022' at the esteemed Jio Centre in Mumbai, showcasing our exquisite and premium product range. The two-day extravaganza included a dealer-distributor meet, drawing over 900 participants from across the country. Spanning an impressive 75,000 sq. ft. area, the event unveiled our Company's largest-ever product launch.

The highlight of the event was our captivating collection of large slabs and mosaic tiles, garnering immense attention and admiration. Our valued trade partners, dealer-distributors, and stakeholders responded overwhelmingly to the new collection, innovative features and modern designs introduced.

Beyond the product showcase, the event featured a variety of entertainment and cultural performances, including celebrated Bollywood singers and international artists. The event also saw the felicitation of top achievers from the 'AGL Family', recognizing their dedication and contribution.

This event played a pivotal role in strengthening our bond with dealers and distributors. Providing them with an up-close encounter with our products and brand ethos, the engagement not only offered insights into their business needs but also facilitated a deeper understanding of end-customer requirements from their perspective.

1,800+
designs

900
panels

30
live mock-ups

250+
large slabs

200+
mosaic & subway tiles

120+
sanitaryware and
faucets collection

New Launches at AGL Master Stroke 2022



AGL ARTWARE
Designer faucets and sanitaryware
collection brand



FRESCO
An elegant range of mosaic &
subway tiles



'MENTECA' SERIES
Premium Italian marble range



Launch of 'AGL Tiles' Mobile Application

Amidst this remarkable event, we proudly unveiled the 'AGL Tiles' Mobile Application. This novel launch aims to offer our channel partners with a comprehensive one-stop solution, encompassing a product catalogue showcasing the latest releases, seamless order processing, and dedicated customer support services.



Other Initiatives for Channel Partners

We have adopted an effective blend of Distributor & Dealer Network, Exclusive Franchise Points and Own Display Centers to reach out to retail customers across India.

Distributor Network

67 Distributors across 14 states and union territories at strategic locations to ensure on-time delivery

Dealer Network

2,700+ Dealers and Sub-Dealers across 35 states and union territories representing our retail presence

Franchise Network

235 Exclusive AGL Franchise Partners across 24 states and union territories

Own Display Centers

11 Company Owned Display Centers across 7 states representing our retail presence

To enhance our service to valued trade customers and help them grow their business, the following initiatives have been taken:



Innovative Product Launches

Novel and value-added products were introduced to enable our trade customers to stay at the forefront of market trends.



Competitive Pricing

We have enhanced our focus on strategic pricing to enable our trade partners to optimize their profit margins and effectively compete in their markets.



Enhanced Quality Control

Reinforcing our commitment to achieving zero-defect deliveries, we have intensified our focus on quality measures across the value chain.



Empowered Sales Team

Our sales employees are equipped with advanced digital tools, allowing them to provide even better support to our trade partners.



Strengthened Supply Chain

Through the implementation of various measures, we have fortified our supply chain, ensuring swifter deliveries and reliable service.



State-of-the-Art Display Centers

We are in the process of establishing one of India's largest Display Centers in Ahmedabad. This initiative will provide seamless access to our full range of products, ensuring a more convenient experience for our customers.



Improved Packaging

Our packaging has been upgraded to guarantee the safety and quality of our products during transportation, further enhancing the reliability of our deliveries.

Strategy for expansion of domestic touchpoints

EXPAND EXCLUSIVE SHOWROOMS UNDER CURRENT FRANCHISE MODEL

INCREASE DEALERS AND SUB-DEALERS IN UNDERSERVED TERRITORIES

ESTABLISH NEW COMPANY OWNED DISPLAY CENTERS FOR ENHANCED CUSTOMER ENGAGEMENT



Brand Connect

Stronger with More Brand Engagement

Elevating brand visibility is a key focus area for driving long-term growth. We consistently channel investments into brand promotion endeavors, all with the intent of forging a robust and enduring brand recall for AGL and its diverse range of offerings, today and tomorrow.



 **1.4 Million**
Followers

 **45.4k**
Followers

 **5.5k**
Followers

Digital Marketing

In response to the growing presence of consumers and channel partners on diverse social media platforms, we are enhancing our online visibility. Our digital marketing strategy is strategically designed to optimize search engine visibility, effectively manage our website and foster active engagement with consumers and channel partners through targeted email and messaging campaigns.

Other Marketing Initiatives

We are implementing a diverse range of strategies to enhance product visibility and stimulate demand. Our initiatives involve engaging with builders, architects, interior designers and other influencers. Additionally, we actively participate in events and exhibitions, employ video marketing, and focus on targeted public relations coverage.

Direct-to-customer deliveries were launched during the year to better serve end-customers and redefine the brand experience.



International Business

Stronger with
Our Agile Go-to-Market Strategies

Elevating our brand prominence, fortifying channel alliances, exploring fresh horizons and reinforcing footholds in existing markets constitute our core tenets for building an even stronger international business.



**Global footprint across
100+ countries**

including China, Russia, Israel, USA, Germany, Spain, Italy, Korea, Turkey, Thailand, Myanmar, Taiwan, Canada, Indonesia, Australia, Bangladesh, Vietnam, Brazil, Dubai, Qatar, Oman, Sharjah, Kenya, South Africa, Belgium, Doha, Muscat, Kuwait, Addisababa, Mexico, Colombia, Amazonas, Nottingham, Miami, Baku, Male, Hanoi, Sri Lanka, Southampton, London, Saint Petersburg, Mombasa, Nairobi, Dakar, Durban, Senegal, Houston, Florida, Atlanta, California.

12.9% of total sales
Share of export business in FY 2022-23



Participation at international exhibitions

We participated in prominent international exhibitions, where our products, innovative designs, and advanced technologies captured the attention of global audiences. This vibrant presence has ignited strong interest among international customers, opening exciting new avenues for growth. Additionally, we ventured into emerging markets like Portugal and Uzbekistan, offering vast potential for future business expansion.

International Surface Event, USA

CERSAIE, Bologna Italy

COLOMBIA - Expo Constn, 2022

UZBUILD /UZBEKISTAN, 2023

RUSSIA - MOSBUILD, 2023

COVERINGS USA, April 2023

PORTUGAL Tektonica, May 2023

OMAN - Int Design Furn Expo, Muscat, May 2023

VIETBUILD, VIETNAM, June 2023

Strategy for global expansion

- In our existing mature markets, our focus is on adding new dealerships and expanding our distribution points, further solidifying our network.
- Simultaneously, we are pursuing an ambitious plan to establish substantial footprints in developed markets with growing demand. This involves the establishment of subsidiaries and warehouses, ensuring efficient and timely product supply to cater to evolving customer needs.
- Furthermore, we are exploring potential Original Equipment Manufacturer (OEM) partnerships. This entails collaborating with importers, distributors, and manufacturers abroad, allowing us to leverage their existing networks and expertise to expand our product reach and market presence.





Business Review

TILES

Innovation, reliability, adaptability, competitive pricing, and a commitment to quality serve as the cornerstones propelling our business growth in this segment. Our strategic emphasis is on building a differentiated portfolio with alluring designs that meet evolving customer preferences.





Our Products

CERAMIC TILES

(Wall & Floor)

Wall Tiles, Polished Porcelain, Tuff Guard Floor

POLISHED VITRIFIED TILES

(PVT) & Double Charge (DC)

Soluble Salt, Twin Charge, Double Charge, (Jumbo & Imperio)

GLAZED VITRIFIED TILES (GVT)

Grestek, Hardstone, MarbleX, Splendour Series, XXL Series, Slimgres, Marvel Series

OUTDOOR TILES

(Heavy duty Vitrified Tiles)

Grandura +, Eco Blanco Roof Tiles

100

countries of export

1,58,920 sq. mtrs.

Daily tile manufacturing capacity

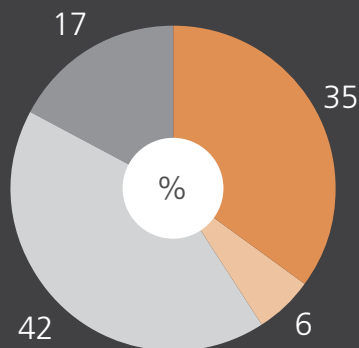
24.26 million sq. mtrs.

Total production in FY 2022-23

₹ 1,282 Crores

Consolidated revenue in FY 2022-23

Consolidated revenue break-up (FY 2022-23)



■ Ceramic
 ■ PVT
 ■ GVT
 ■ DC



Business Review

MARBLE AND QUARTZ

The exceptional durability and scratch resistance of our marble and quartz, surpassing that of granite, has given our products a unique edge. With a superior surface hardness and minimal porosity, our marble and quartz find high application in households, educational institutions and medical facilities, offering heightened resistance to bacterial growth. We are a leader in this segment within India and have a growing presence in the global market.





Our Products

MARBLE

Multi-colored Marble, Marble, Imported
Natural Marble, Onyx Marble

QUARTZ

Multi-colored Quartz, EStone

10

countries of export

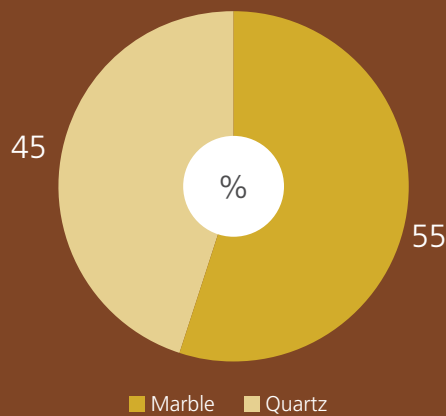
6,100 sq. mtrs.

Daily marble & quartz
manufacturing capacity

0.93 million sq. mtrs.

Total production in FY 2022-23

Consolidated revenue break-up
(FY 2022-23)



₹ 273 Crores

Consolidated revenue
in FY 2022-23

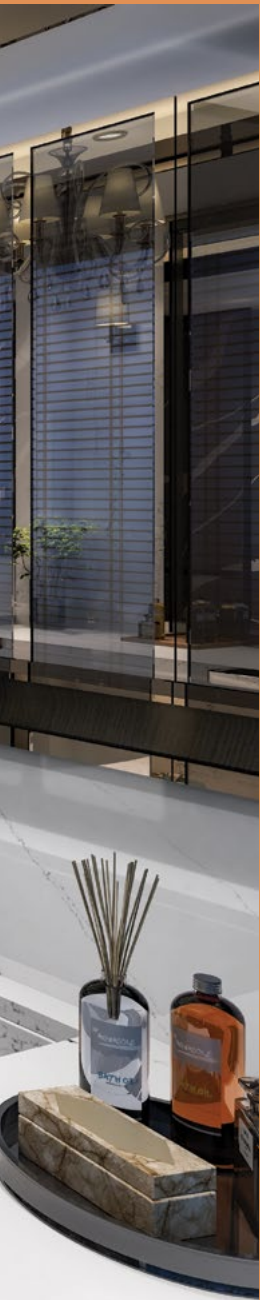


Business Review

BATHWARE

Our venture into the bathware industry in 2019 marked a strategic diversification of our product portfolio. Previously reliant on third-party vendors and contract manufacturing, the establishment of our new sanitaryware plant is propelling us towards self-sufficiency in bathware production, set to begin in FY 2023-24.





Our Products

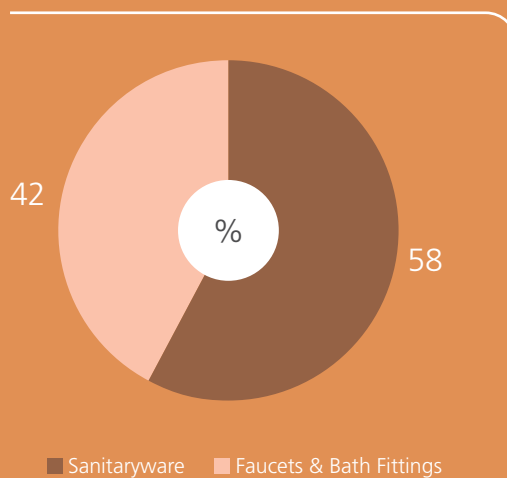
SANITARYWARE

Water Closets, Basins, Urinals, Cisterns,
Seat Covers

FAUCETS & BATH FITTINGS, TAPS

Bathroom Accessories, Showers,
Allied Items

Consolidated revenue break-up (FY 2022-23)





Board of Directors



Mr. Kamleshkumar B. Patel
Chairman and Managing Director



Mr. Mukeshbhai J. Patel
Managing Director



Mr. Suresh Patel
Executive Director



Mr. Bhavesh Patel
Executive Director



Mr. Bhogilal Patel
Executive Director

- Audit Committee
- Nomination & Remuneration Committee
- Stakeholders Relationship Committee
- Corporate Social Responsibility Committee
- Risk Management Committee

- C Chairman
- M Member



Mr. Hemendrakumar Shah
Independent Director

M



Mr. Mukesh Shah
Independent Director

C



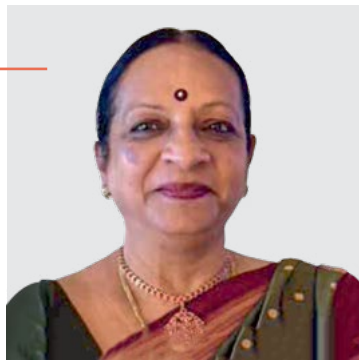
Mr. Kandarp Trivedi
Independent Director

C M M M



Mr. Maganlal Prajapati
Independent Director

M



Dr. Indira Nityanandam
Independent Director

C M

Note: All Committee details are as on 31 March, 2023



Management Discussion and Analysis

ECONOMIC OVERVIEW

Global Economic Overview

The global economy grappled with several challenges in CY 2022, like inflationary pressure, continued geo-political conflict, and a resurgence of Covid-19 in China. However, several economies, including the United States, the euro area, and many emerging markets and developing economies (EMDEs), saw some respite from the third quarter. The growth was led by domestic private consumption and investment, amidst strong fiscal support.

Global economic growth stood at 3.4% in CY 2022 and is expected to decline slightly to 2.8% in CY 2023 and 3% in CY 2024. Advanced economies posted 2.7% growth in CY 2022 with expectations of 1.3% growth in CY 2023 and 1.4% in CY 2024. EMDEs which grew 4% in CY 2022 are expected to continue to grow at 3.9% in CY 2023 and 4.2% in CY 2024.

Global headline inflation appears to have peaked in the third quarter of 2022. On the supply side, easing bottlenecks and declining transportation costs reduced pressures on input prices. Strict monetary policy stance adopted by several central banks is starting to cool demand and inflation. However, the full impact is unlikely to be realised before 2024. Prices of fuel and nonfuel commodities are declining. Core inflation, however, remains well above pre-pandemic levels in most economies. About 84% of countries are expected to have a lower headline inflation in CY 2023 than in CY 2022. Global inflation is set to fall from 8.8% in CY 2022 to 6.6% in CY 2023 and 4.3% in CY 2024.

The slower growth in CY 2023 as compared to CY 2022 is predominately attributable to the muted growth in advanced economies. Growth in EMDEs is estimated to have bottomed out in CY 2022. Growth is expected to pick up in China, with the full reopening in CY 2023. The expected pickup in CY 2024 in both advanced economies and EMDEs lies on the expectations of a gradual recovery from the effects of the war and subsiding inflation.

(Source: IMF April 2023 – World Economic Outlook)

Indian Economic Overview

The Indian economy exhibited strong resilience while the world economy continued to grapple with several challenges. The robust growth can be attributable to the large domestic consumption and fixed investment. According to the Provisional estimates of National Income 2022-23, the economy is expected to grow at 7.2% in FY 2022-23 as compared to 9.1% growth witnessed in FY 2021-22. Exports of goods and services accounted for 23.5% of GDP, the highest level since FY 2014-15. Private consumption hit the highest level since FY 2006-07 at 58.5%. In FY 2022-23, robust growth in the banking sector coupled with strong exports, aided in improvement in current account deficit. RBI's stringent monetary action played a crucial role in curbing inflationary pressure.

Prompt government action and moderation in oil prices aided control of inflation.

The government's strong intension of boosting economic growth amid mounting fears of recession were made clear in the Union Budget 2023-24. The Budget adopted seven priorities namely, inclusive, green growth, reaching the last mile, infrastructure and investment, unleashing the potential, youth power and focus on financial sector. Led by strong measures and huge allocation to capital expenditure, despite volatile global developments, the Indian economy remains resilient. The government is laying strong emphasis on making India the third largest global economy and a world-class manufacturing hub. The three primary assets to capitalise on this unique opportunity are the potential for significant domestic demand, the government's drive to encourage manufacturing, and a distinct demographic edge, including a considerable proportion of the young workforce. The government is investing in skill development through campaigns like PM Kaushal Vikas Yojna. In addition, PLI schemes adoption in 14 sectors will contribute positively towards manufacturing capabilities.

The Indian GDP growth is expected to clock 6.9% growth in FY 2022-23 and 6.6% growth in FY 2023-24, according to the World Bank. India is expected to become the fastest growing economy in FY 2023-24. The inflation trajectory in India is likely to be determined by extreme weather conditions like heatwaves and the possibility of an El Nino year, volatility in international commodity prices and pass-through of input costs to output prices.

Source: NSO, World Bank, PIB

INDUSTRY OVERVIEW

Global Tiles Industry

The pick up in world tile production and consumption that started in 2020, saw a sharp acceleration in recovery in 2021. World tile production in 2021 stood at 18,339 Mn square meters (sq. mtrs.), up 7.2% from the 17,101 Mn sq. mtrs. recorded in 2020. Asia Pacific continues to dominate the world production, with China and India being the biggest manufacturers of ceramic tiles in the world. Production in Asia grew by 4.9% to 13.6 Bn sq. mtrs., equivalent to 74% of global production. The growth was primarily driven by the increase in volumes produced in China, India and Indonesia, which offset the sharp contraction experienced in Vietnam. The European continent produced a total of 2.12 Bn sq. mtrs., constituting 11.6% of world production. Production in the European Union grew 18% to 1.39 Bn sq. mtrs. and in non-EU Europe grew 14.6% to 731 Mn sq. mtrs. driven by the sharp increase in Turkey. Production in the American continent grew strongly to 1.74 Bn sq. mtrs., with North America posting 17.4% growth, while Central and South America saw the biggest increase of 24.5%. The only area to experience a contraction in 2021 was Africa, where



production dropped 3.3% due to steep declines in Algeria and to a lesser extent Nigeria which outweighed the increases in all other countries on the continent.

There was a strong increase in tile demand in all geographical areas, which brought the world tile consumption growing to 18,209 Mn sq. mtrs., up 6.8% from 17,050 Mn sq. mtrs. In 2020. In Asia, constituting 72.3% of global consumption, demand grew 5.2%. In Europe consumption increased both in EU and in non-EU European markets by 14.2% and 15.3% respectively. The Americas saw growth in both Central and south America and North America growing by 16.4% and 11.5% respectively. Demand grew 1.5% in Africa.

In 2021, global imports/exports grew 8.7% to 3 Bn sq. mtrs., witnessing a broad-based recovery across geographies, approximately 242 Mn sq. mtrs. more than in 2020. Asia's exports, equivalent to 47% of the world total, grew to 1.41 Bn sq. mtrs., up 2%. The EU's exports rose sharply by 14.3% amounting to 35% of the global total. Non-EU European

countries reported 12.3% growth in exports, largely due to growth in Turkish exports. In Central and South America exports grew 36.3%, 10.7% in North America and 4.6% in Africa. EU remained the area with the highest export share in 2021 at 75.7% of its production. All the other areas lagged well behind. Non-EU Europe exported 31.6% of its output volumes, North America 11.9%, South America 13.4%, Asia 10.4% and Africa 9.6%. Spain regained the second place in the ranking of the world's largest exporting countries, surpassing India by a small margin.

The top ten largest importing countries imported a total of 1,155 Mn sq. mtrs., up 4.6% accounting for 38.3% of global import/export flows. The United States continued to be the world's largest tile importer. Barring Indonesia and Saudi Arabia, which imported 17.9% and 41.5% of national consumption, the other top 10 countries' imports covered for more than 70% of their domestic demand. This ratio was the highest at 98.1% in Iraq and between 90% and 95% in France, Germany, Israel and Great Britain.

WORLD MANUFACTURING AREAS

AREAS	2021 (Sq.mt Mill.)	% on world production	% var. 21/20
EUROPEAN UNION (27)	1,393	7.6%	18.1%
OTHER EUROPE (Turkey included)	731	4.0%	14.6%
NORTH AMERICA (Mexico included)	377	2.1%	17.4%
CENTRAL-SOUTH AMERICA	1,360	7.4%	24.5%
ASIA	13,585	74.1%	4.9%
AFRICA	888	4.8%	-3.3%
OCEANIA	5	0.0%	0.0%
TOTAL	18,339	100.0%	7.2%

WORLD CONSUMPTION AREAS

AREAS	2021 (Sq.mt Mill.)	% on world production	% var. 21/20
EUROPEAN UNION (27)	1,141	6.3%	14.2%
OTHER EUROPE (Turkey included)	649	3.6%	15.3%
NORTH AMERICA (Mexico included)	603	3.3%	11.5%
CENTRAL-SOUTH AMERICA	1,448	8.0%	16.4%
ASIA	13,166	72.3%	5.2%
AFRICA	1,148	6.3%	1.5%
OCEANIA	54	0.3%	-0.5%
TOTAL	18,209	100.0%	6.8%

TOP MANUFACTURING COUNTRIES

COUNTRY	2017 (Sq.m Mill.)	2018 (Sq.m Mill.)	2019 (Sq.m Mill.)	2020 (Sq.m Mill.)	2021 (Sq.m Mill.)	% on 2021 world production	% var. 21/20
1. CHINA	10,146	9,011	8,225	8,474	8,863	48.3%	4.6%
2. INDIA	1,897	2,011	2,223	2,318	2,550	13.9%	10.0%
3. BRAZIL	867	872	909	840	1,049	5.7%	24.9%
4. SPAIN	530	530	510	488	587	3.2%	20.3%
5. IRAN	373	383	398	449	458	2.5%	2.0%
6. TURKEY	355	335	296	370	438	2.4%	18.4%
7. ITALY	422	416	401	344	435	2.4%	26.5%
8. INDONESIA	307	383	347	304	410	2.2%	34.9%
9. VIETNAM	560	602	560	534	370	2.0%	-30.7%
10. EGYPT	300	300	300	285	310	1.7%	8.8%
TOTAL	15,757	14,843	14,169	14,406	15,470	84.4%	7.4%
TOTAL WORLD	18,208	17,430	16,803	17,101	18,339	100.0%	7.2%



TOP CONSUMPTION COUNTRIES

COUNTRY	2017 (Sq.m Mill.)	2018 (Sq.m Mill.)	2019 (Sq.m Mill.)	2020 (Sq.m Mill.)	2021 (Sq.m Mill.)	% on 2021 world consumption	% var. 21/20
1. CHINA	9,244	8,163	7,453	7,859	8,268	45.4%	5.2%
2. INDIA	1,678	1,742	1,867	1,884	2,069	11.4%	9.8%
3. BRAZIL	765	775	802	829	902	5.0%	8.8%
4. INDONESIA	336	450	413	357	478	2.6%	33.9%
5. VIETNAM	580	542	467	400	300	1.6%	-25.0%
6. TURKEY	251	236	185	241	291	1.6%	20.7%
7. USA	284	289	273	264	289	1.6%	9.5%
8. EGYPT	252	236	239	237	278	1.5%	17.3%
9. MEXICO	242	236	238	242	276	1.5%	14.0%
10. SAUDI ARABIA	210	206	223	284	252	1.4%	-11.3%
TOTAL	13,842	12,875	12,160	12,597	13,403	73.6%	6.4%
TOTAL WORLD	18,037	17,313	16,638	17,050	18,209	100.0%	6.8%

TOP EXPORTING COUNTRIES

COUNTRY	2018 (Sq.m Mill.)	2019 (Sq.m Mill.)	2020 (Sq.m Mill.)	2021 (Sq.m Mill.)	% on 2021 national	% on 2021 world exports	% var 21/20	value 2021 (million €)	average export price (€/sq.m)
1. CHINA	854	779	622	601	6.8%	19.9%	-3.5%	3.453	5.7
2. SPAIN	414	415	422	496	84.4%	16.5%	17.4%	3.668	7.4
3. INDIA	274	359	437	483	18.9%	16.0%	10.6%	1.486	3.1
4. ITALY	328	323	318	364	83.6%	12.1%	14.3%	5.199	14.3
5. IRAN	150	162	179	182	39.8%	6.1%	2.1%	198	1.1
6. TURKEY	99	112	132	154	35.2%	5.1%	17.1%	829	5.4
7. BRAZIL	106	101	96	128	12.2%	4.3%	33.8%	413	3.2
8. POLAND	43	50	58	62	55.9%	2.1%	7.1%	394	6.4
9. UNITED ARAB EMIRATES	43	45	52	48	57.1%	1.6%	-8.3%	184	3.9
10. MEXICO	46	41	37	41	14.1%	1.3%	9.8%	211	5.2
TOTAL	2,356	2,387	2,352	2,558	17.2%	84.9%	8.8%		
TOTAL WORLD	2,815	2,831	2,771	3,013	16.4%	100.0%	8.7%		

WORLD EXPORTING AREAS

AREAS	2021 (Sq.mt Mill.)	% on world production	% var. 21/20
EUROPEAN UNION (27)	1,055	35.0%	14.3%
OTHER EUROPE (Turkey included)	231	7.7%	12.3%
NORTH AMERICA (Mexico included)	45	1.5%	10.7%
CENTRAL-SOUTH AMERICA	183	6.1%	36.3%
ASIA	1,414	46.9%	2.0%
AFRICA	85	2.8%	4.6%
OCEANIA	-	0.0%	0.0%
TOTAL	3,013	100.0%	8.7%

TOP IMPORTING COUNTRIES

COUNTRY	2017 (Sq.m Mill.)	2018 (Sq.m Mill.)	2019 (Sq.m Mill.)	2020 (Sq.m Mill.)	2021 (Sq.m Mill.)	% on 2021 national consumption	% on 2021 world imports	% var. 21/20
1. USA	202	210	204	197	215	74.5%	7.1%	9.5%
2. IRAQ	129	125	138	161	168	98.1%	5.6%	4.0%
3. FRANCE	111	111	113	114	134	92.1%	4.4%	17.0%
4. GERMANY	109	107	111	123	126	93.5%	4.2%	2.4%
5. PHILIPPINES	82	91	86	77	116	75.1%	3.8%	50.8%
6. SAUDI ARABIA	132	116	126	167	105	41.5%	3.5%	-37.3%
7. INDONESIA	64	77	72	73	85	17.9%	2.8%	17.4%
8. SOUTH KOREA	78	76	68	69	76	72.2%	2.5%	10.0%
9. GREAT BRITAIN	52	51	59	60	66	92.0%	2.2%	9.7%
10. ISRAEL	58	61	61	63	64	94.5%	2.1%	2.6%
TOTAL	1,016	1,025	1,037	1,103	1,155	61.8%	38.3%	4.6%
TOTAL WORLD	2,785	2,815	2,831	2,771	3,013	16.5%	100.0%	8.7%

Source / Fonte: Mecis / Acimac Research dept. "World production and consumption of ceramic tiles", 10th edition 2022



Indian Tiles Industry

India remains one of the fastest-growing ceramic tile markets at the global level. India is Asia's second largest ceramic tile producing country as well as the world's second largest consumer and third largest exporter of ceramic tiles. India's strong economic and social growth are key catalysts for large growth margins in public and private construction and infrastructure. Consequently, these factors are resulting in the increased consumption of building materials, including ceramic tiles. The government's has strong ambitions to transform India into the world's manufacturing powerhouse in most production sectors, including ceramics, within a decade. This in turn will enable India to rapidly scale the rankings of leading tile exporter countries in the world.

The strong position is attributable to the growing real estate sector coupled with strong Government support for infrastructure and housing sectors. The Government schemes such as Pradhan Mantri Awas Yojana' and Smart Cities, among others, are likely to provide a further impetus to the real estate market in India. In addition, rising disposable incomes and growing number of dual income households is resulting in increased desires for beautification of living and working spaces. These factors are significantly contributing to the growing demand for ceramic tiles in the country. Demand for products like the new touchless and other hygiene-centric products in bath ware and the germ-free tiles is expected to take centre-stage. The demand for tiles is not only high in new projects but is also increasing in application of tiles in replacement and renovation projects.

Nearly 60% of the industry continues to be dominated by unorganised players. The Morbi district in Gujarat, is the world's second largest ceramic cluster and home to 95% of India's ceramic tile producers. However, with time the share of organised players is gradually rising. Several leading tile manufacturers are entering into JVs with smaller unorganised players or outsourcing to them. These JVs or associate concern partners will eventually enter the organised space, benefiting the entire industry in the future.

In terms of segmentation, the Indian tiles industry is mainly classified into two broad product segments, namely ceramic tiles and vitrified tiles. In terms of application, the floor tile segment dominates with about half of the share. Wall tile, floor tile, and vitrified and porcelain tile segments account for 40%, 48% and 12%. The growing demand for floor tiles has increased the competitive intensity in the market. This can be attributed to its significance in various infrastructures such as residential, hospitals, educational, transport, commercial, institutional etc. Based on the consumers, the market is segmented into residential, commercial and others with the residential sector dominating the market.

In 2021, India maintained its position as the world's second largest tile producer and consumer country. The total production in India grew by 10% from 2,318 Mn Sq. mtrs. in CY 2020 to 2,550 Mn Sq. mtrs, accounting for nearly 14% of total world's production. Domestic consumption saw a similar increase of around 9.8% to 2,069 Mn Sq. mtrs., accounting for nearly 11.4% of total world's consumption. The growing consumption

is mainly driven by a surge in construction work following the slowdown in activity caused by the pandemic.

Despite a 10.6% increase in exports to 483 Mn Sq. mtrs., India dropped to third place in the ranking of the world's largest exporters after being overtaken by Spain. India's exports now account for 16% of the world total and 19% of its domestic production. In value terms, exports reached €1,486 Mn, equivalent to an average selling price of € 3.1 per Sq. mtr., which remains one of the lowest values of any major exporter country.

Saudi Arabia retained its position as the Indian tile industry's largest export market, despite the fact that import duties on Indian tiles introduced in the GCC countries caused sales to plummet by 50.5% from 91 Mn Sq. mtrs. to 45 Mn Sq. mtrs. This contrasted with a growth in sales in all the other main export markets like exports to Kuwait grew 96%, to Iraq grew 13.5%, to United Arab Emirates grew 12.5%, 46% to Nepal, 8.6% to the United States and 7.5% to Mexico. Amongst the biggest increases were the two-fold growth in exports to Russia, ~1,000% surge in exports to the Philippines from less 1 Mn Sq. mtrs. to 10. Mn Sq. mtrs., and a 427% rise in exports to Jordan. Overall, the Asian continent absorbed 57% of India's exports, Africa 16%, North America (NAFTA) 8.7%, Europe (EU + non-EU) 13% and South America 5%.

Outlook

The Indian tile industry has doubled in size since 2012, maintaining 8.6% CAGR. In CY 2022, growth is estimated to have slowed slightly due to soaring energy costs, which forced several Gujarat producers to turn off their kilns for several months. However, the industry has more than 900 increasingly large and efficient production lines. This huge number, supports the growth in the tiles market with expectations that India will reach a production volume of more than 3.7 Bn sq. mtrs. by CY 2026, according to MECS research. Domestic demand absorbs about 70% of the total output, while exports are set to exceed 1 Bn sq. mtrs. by CY 2026.

Source:

India Ceramic Tiles Market Size and Overview 2021, Industry (openpr.com)

Indian Ceramics Asia 2023 - The Tiles of India

Tiles Sector in India 2022 | Indian Tile Industry - IndianCompanies.in

India Ceramic Tiles Market Size & Share Analysis - Industry Research Report - Growth Trends (mordorintelligence.com)

India Ceramic Tile Market - Industry analysis and Forecast (2022-2027) (maximizemarketresearch.com)

India Ceramic Tiles Market Size, Share Report 2023-2028 (imarcgroup.com)

GROWTH DRIVERS

Make in India and other Government Schemes

The Government of India has launched several programs which are helping tile industry to grow and flourish. Building of toilets to eliminate the open defecation in the country, under the Swachh Bharat Mission in urban and rural areas has successfully boost the ceramic tile industry with high growth in demand of small size tiles. The implementation of government programs such as cluster development program (MSE-CDP) has also boosted the



ceramic tile industry growth. In addition, under the MSE-CDP scheme, the government offers aid for infrastructure expansion and development of other technological and backup service. Similarly, under the Credit Linked Capital Subsidy Scheme (CLCSS), the Government of India provides around 15% capital subsidy for development of plant and installation of machinery aiding demand for ceramic tiles. Other schemes significantly contributing to growth in demand of ceramic tiles include Make in India, push for housing and infrastructure development, the Pradhan Mantri Awas Yojana (Urban and Gramin) and vocal for local.

Urbanisation

Rapid urbanisation is the main key factor that will drive the growth of the tile manufacturing industry in India. The cities are continuously expanding with significant investments being made in housing, shopping malls, hospitality, and other sectors. Moreover, the introduction of smart city projects by the Indian Government will propel the growth rate in future markets.

Housing Shortage

Despite several schemes launched by the government, there continues to be a severe shortage of houses in India due to ever increasing population. With steps being taken to address this housing shortage, the ceramic tile industry is expected to receive huge traction.

Low per Capita Consumption

Per capita consumption of tiles in India is 0.6 sq. mtrs. This is significantly lower as compared to 4.0 sq. in China and 3.4 sq. mtrs in Brazil. India's per capita tile consumption is less than half of the world average of 1.4 sq. mtrs. This is indicative of huge scope of growth for the Indian tile industry.

Home Extension and Home Improvement Needs

There is a significant need for bigger and better homes in India as ~41% of households live in smaller than one-room homes and only 53% households are in a good condition. This huge scope for home extension and home improvement in turn presents significant growth opportunities for the ceramic tiles and sanitaryware industry.

Hotel and Commercial Sector Demand

The Hospitality Industry in India is estimated at USD 23.50 Bn in 2023 and is expected to reach USD 29.61 Bn by 2028, growing at 8% CAGR. Being rich in culture and diversity, India has been attracting a large number of tourists from all over the globe. India has also been recognised as a destination for spiritual tourism for international and domestic tourists. This bodes well for the ceramic tile and sanitaryware market as hotels will invest in refurbishment and extensions to maintain the aesthetics.

Similarly, India's commercial real estate sector is projected to be accelerated by large-scale investments by institutional investors in the coming years. The retail real estate sector has been dramatically boosted by government initiatives, such as Make in India, and other reforms in the realty sector, such as the introduction of the Real Estate Regulatory Authority (RERA) and

GST. The growth in commercial real estate works in favour of growth in demand for the ceramic tile and sanitaryware market.

Hospitality Industry In India Market Size & Share Analysis – Industry Research Report – Growth Trends (mordorintelligence.com)

Evolution of Large Format Tiles and Slabs

Globally, consumer preference is shifting from Double Charge tiles to large format GVT and Porcelain slabs. The same trend is gradually gaining traction in India. Several players are launching new format tiles with modern designs and thicknesses, inspired by innovation of glazing and digital printing technologies. These products are aimed at capturing export market as well cater to the slowly growing domestic demand for these novel products. Large format tiles and slabs are increasingly being used as countertops, kitchen tops, floorings, facades, wall cladding, etc.

Emergence of new trends

Emerging tile trends will boost the growth of the tile manufacturing industry in India like printed ceramic tiles, germ-free tiles, 3D tiles, and visually stimulating mosaic tiles. Digitally printed tiles are becoming a popular choice of consumers because they provide ways to improve the aesthetic appeal of a house or office space. Similarly, customers are becoming hygiene conscious and they prefer germ-free tiles.

Anti-China Sentiment

The central government has imposed a definitive anti-dumping duty of USD 2.05 per sq. mtr. on luxury vinyl tiles imports from China and USD 1.44 per sq. mtr. on imports from Taiwan based on the recommendations of the Commerce Ministry to benefit the local tile manufacturers. The anti-dumping duty would be valid for five years.

Source: Anti-Dumping Duty: Finance ministry imposes anti-dumping duty on luxury vinyl tiles from China, Taiwan - The Economic Times (indiatimes.com)

COMPANY OVERVIEW

Incorporated in 1995 as Karnavati Fincap Private Limited, Asian Granito India Limited (AGL) commenced tiles operations in 2001. Headquartered in Ahmedabad, AGL has emerged as India's leading Luxury Surfaces and Bathware Solutions brand in a short span of two decades. Ranked amongst the top ceramic tile companies in India, AGL has achieved nearly 40 times growth in its production capacity, from 2,500 sq. mtrs. per day in 2000 to over 1,65,000 sq. mtrs. per day (including capacity of JVs). AGL is also the only tiles company to be acknowledged in the Vibrant Gujarat Summit 2015 for achieving phenomenal growth.

The Company manufactures and markets a wide range of products viz. floor tiles, wall tiles, parking tiles, glazed vitrified tiles (GVT), polished vitrified tiles (PVT), double charge tiles, countertops, quartz surfaces, marble surfaces, sanitaryware, bathware, CP fittings, faucets and construction chemicals. Our thorough expertise and knowledge of building materials, has enabled us to evolve as a brand providing integrated solutions under a single umbrella. AGL products are synonymous with



reliability, adaptability, innovation, quality consciousness and the Company has created a strong brand identity, well recognised globally and loyal customer base across segments.

The Company has 14 state-of-the-art manufacturing units under 11 facilities spread across Gujarat and 235 exclusive franchise, 11 company-owned display centers across India. Currently the installed capacity is around 54.46 Mn sq. mtrs. We leverage the strategic location of our plants to procure key raw materials from the quarries in Rajasthan at competitive prices.

Further, the Company has an extensive marketing and one of the largest distribution network pan India. Its presence is spread across the length and breadth of the country and globe with 6,500+ touch points and 2,700+ distributors, dealers and sub-dealers spread across 35 states and Union Territories. The Company has a strong presence in 100 export markets. We offer solutions for every surface and bathroom need across India.

Globally our products are used by designers, architects, construction companies and homeowners. The Company looks to strengthen its identity as the leader in the Indian ceramic industry by consistently introducing innovative and value-added products in the market to keep pace with the demands and aspirations of its valued customers. We strive to become a complete solutions provider, encompassing quality assurance, packaging, and efficient supply chain management. We ensure strict compliance and abide by high standards of ethical norms in the industry. We are doing our part in making India a global manufacturing hub for tiles and sanitaryware.

OPERATIONAL PERFORMANCE

Performance of the Tiles Business Snapshot

- Manufacturing facilities: Dalpur-Himmatnagar, Mehsana, Morbi, Dholka and Idar
- Installed capacity: 1,58,920 sq. mtrs. daily (including 37,300 sq. mtrs. of contract manufacturing)
- Production in FY 2022-23: 24.27 Mn sq. mtrs.
- Total Consolidated Sales in FY 2022-23: ₹ 1,281 Crores
- Capacity utilisation: 49%
- Sales growth over FY 2022-23: Stable
- Contribution of Tiles in total revenue: 82%

Business Overview

We manufacture tiles under four verticals, namely, ceramic, polished vitrified, glazed vitrified and double charged. The tile revenue almost remained constant at ₹ 1,280.80 Crores in FY 2022-23 as compared to ₹ 1,282.20 Crores in FY 2021-22. Exports stood at ₹ 223 Crores, contributing 17% to total sales.

Operational Strength

We offer an array of products in different sizes, polishes and finishes. Led by our strong and widespread distribution network, superior production capacity, technologically advanced manufacturing units, we have established a strong dominance in the Indian ceramic tiles industry. We remain focussed on

developing innovative and value-added products catering to the ever-evolving needs of our domestic and global customers.

Retail Strength

Our strong franchise base comprises of 235 exclusive franchisee-owned and franchise-operated Outlets and 11 Company-Owned display centers. In addition, a 15,000 sq. ft. 'AGL Export House' at Morbi has been established to boost exports. We aim to expand our network to over 10,000 touchpoints and 500 exclusive brand showrooms.

Performance of the Marble and Quartz Business Snapshot

- Manufacturing facilities: Dalpur
- Installed capacity: 4,100 sq. mtrs. daily
- Capacity utilisation: 69%
- Consolidated sales in FY 2022-23: ₹ 272.7 Crores
- Contribution to the total revenue FY 2022-23: 17%

Operational Strength

The Company boasts of decade long experience in the business leading to better consumer connect due to deep understanding of the consumer needs. We are thus able to offer unique and innovative products led by strong R&D capabilities. Our product range includes multi-color quartz with 99.9% silica content against the standard offering having 97% silica concentration. Our Quartz products range includes multiple products with thickness of 20 mm and 30 mm against standard 15 mm thickness products available in the market. Such differentiated and superior products help us earn high dividends from satisfied customers.

Performance of the Sanitaryware Business

Established in 2019, AGL Bathware offers 30+ SKUs of faucets, showers and bathware accessories in addition to our previously launched sanitaryware and CP fittings range. Under this business segment, we offer complete bathroom solutions. Our aim is to establish a strong presence in the domestic bathware market, leveraging our widespread distribution network and strong brand equity. We also plan to build a standalone network of 500+ touchpoints through more than 100 distributors for faucets and sanitaryware over the next 12-18 months. We also plan to come up with own manufacturing facility of around 2000 pieces per day which is expected to commission by Mid-2023.

SWOT

Strengths:

- Strong demand in both domestic and overseas markets
- Growing preference for value-added products by youth, millennials and working women
- Ample availability of low-cost skilled labour
- Technologically advanced state-of-the-art manufacturing facilities
- Strategic plant location, enabling ample raw material availability at competitive rates



- Rapid expansion of premium, value-added and aesthetic product

Weakness:

- Regulatory hurdles
- Strong competition from imports from China
- Steep rise in prices of key raw material and fuel
- Volatility in forex

Opportunity:

- Several Government led initiatives like PMAY, Make in India, Vocal for Local, Smart Cities Mission, AMRUT, etc. providing growth opportunities for the industry
- Rapid urbanisation
- Strong growth in commercial sector
- Strong growth in hospitality sector
- Growing disposable incomes
- Rise in dual income households
- Improving standards of living

Threat:

- Rise in import duty on key input materials and energy
- Inconsistencies in quality and pricing of raw material
- Widespread unorganised market

OUR COMPETITIVE STRENGTHS

Advanced Manufacturing Facilities with Strong Focus on Design, R&D and Quality

We have state-of-the-art manufacturing units which are completely integrated and capable of handling the entire process from raw material handling to finished goods and warehousing processes. These units are capable of handling various sizes of products with minimum human intervention as they are laden with high-end technology/machinery, such as kiln, spray dryer, press, digital printing, glazing line, robots etc. Technological prowess also helps us in achieving cost efficiencies. All machines whether imported or domestically procured, adhere to international quality standards. Our in-house R&D team allows us to develop innovative products, and carry out different tests and analysis of various products. We are able to cater to evolving customer needs and customise our offerings, with minimal future capital investments. This flexibility in operation is possible as our facilities are multi-purpose. We continuously strive to enhance our technological systems and processes to improve productivity, operating efficiencies and market position.

Wide Product Portfolio of 1,400+ Unique Designs

Once a pure play wall tiles player, we have emerged as India's leading Luxury Surfaces and Bathware Solutions brand. Our extensive product portfolio comprises of ceramic floor tiles, glazed vitrified tiles, polished vitrified tiles, engineered marble & quartz stone, and bathware solutions. We offer 1,400+ unique designs built by our R&D team post thorough interaction with

network partners like dealers, distributors and customers. This makes our offering very relevant and are able to achieve utmost customer satisfaction as sizes and material meet customer aspirations. We keep a close control on quality and design with the help of our in-house laboratory.

Widespread Sales and Dealers Network of 2,700+ Backed by 235 exclusive franchise

We cater to different needs of all our customers – retail, government and private players, led by our well-established dealer-distributor network spread across the length and breadth of the country. Globally, we have 6,500+ touch points with 2,700+ registered dealers, including sub dealers, 235 exclusive franchise and 11 company-owned display centers. Our strong relationship with our dealers enables us to achieve high customer retention. To ensure market competitiveness, our in-house sales and marketing team strives to liaise with the dealers regularly for customer inputs, market demands, design improvements, new product development, and product positioning.

Experienced Management and Dedicated Employee Base

Our esteemed promoters and directors have been an integral part of our Company since inception. They possess multi decade experience in the tiles industry. In addition, our adept management team also has a rich industry experience, with execution capabilities in technical, operational and business development domains. With immense talent and experience at our disposal, we are in a strong position to address market trends, manage and grow our operations, and maintain and leverage customer relationships. Several key areas of activities allied to operations are taken care of by our technical and support staff.

Strategic Proximity and well connected to Raw Material Sources and Customer Locations

All our manufacturing units are strategically located near Rajasthan, key source of raw materials used in tile production. Thus, we have easy access by road to large quantities of raw materials. This provides us operating leverage leading to cost efficiency and need for lower inventories. Also, Gujarat is well connected through multiple transportation mediums, providing ease of mobility for products to reach customer touchpoints on time.

Efficiency of Production Processes

Our technologically advanced manufacturing plants, conform to international standards. We strive to constantly upgrade all our major processes. Process improvement is an ongoing activity. Our trained and experienced staff strives to improve the production process to deliver maximum efficiency through optimum utilisation of resources. We are committed to ensure effective management of labour and productivity related issues. For optimum operational efficiency, we make use of Management Information Systems (MIS) tools. Our business operations run smoothly, led by our employee-centric HR policies which have resulted in strong relationships with all our employees.



BUSINESS STRATEGY

Demand for tiles in domestic market is likely to remain a mixed bag on account of inflationary pressure on retail as well as institutional customers. However, we believe that government will continue to spend on low-cost housing and construction, which will drive demand for ceramic products. Margin will continue to remain under pressure in the short term on account of inflationary pressure in input costs and limited ability to pass on the cost pressure to customers.

Export market continue to remain slightly sluggish. However, new avenue for companies continue to open resulting in good growth in the future. Export have started to return to normalcy on account of good demand across geographies and improvement in availability of containers and reduction in freight cost. As this play becomes more interesting going forward, Indian manufacturers like AGL, having right kind of technologies, product focus and innovation and broad portfolio of offerings are bound to emerge as leaders in this lucrative market. We expect the challenges of containers shortage, freight escalation, etc. to be short-lived and in the long term, Indian Ceramic Tiles Industry is expected to lead the world at First Position.

We have embarked on a journey of enhanced strategic integration programme (ESIP) to achieve our long-term vision of achieving a total revenue of ₹ 6,000 Crores. For this strategic growth acceleration, we aim to achieve:

- Expansion of multi-material portfolio including establishing India's largest single roof wall tile plant at Morbi, one of largest display centre of 1.5 lakh sq. ft. at Ahmedabad, new quartz surfaces plant at Morbi, new mega slab plant at Morbi, new manufacturing plant for large format GVT tiles at Morbi, expansion of quartz surfaces capacity
- Brand visibility enhancement by induction of a renowned and respected celebrity icon as brand ambassador, and expand and leverage social media presence and following through campaigns and influencer marketing.
- Global go-to-market expansion by increasing domestic touch points through addition of exclusive showrooms presence under current franchise model, dealers and sub-dealer additions in the territories with existing low presence, and addition of large company-owned display centres to improve engagement with retail customers.
- Expand international presence by adding new dealerships and distribution points in the our existing developed markets, build large presence in developed markets with growing demand through opening up of Subsidiaries and Warehouses to supply products in real time and explore OEM partnerships with importers, distributors and manufacturers abroad
- High margin in-house manufacturing of bathware
- Enhanced focus on innovation and value-added products through manufacturing of large format slab,

FINANCIAL REVIEW

Profit and Loss Account Analysis

- Consolidated Revenue from Operations: Total revenue from operations remained stable at ₹ 1,562.7 Crores in FY 2022-23 as compared to ₹ 1,563.8 Crores in FY 2021-22. Capacity utilisation for FY 2021-22 stood at around 73%. Export revenues at ₹ 226 Crores with growth of around 12% as compared to ₹ 202 Crores in FY 2021-22.
- Consolidated EBITDA Profit: The Company clocked an operating loss of ₹ 51.3 Crores as compared to an operating profit of ₹ 169.5 Crores in FY 2021-22. The decline is attributable to high input costs of gas, coal, freights and other inputs.
- Consolidated Finance Costs: Consolidated finance cost increased marginally to ₹ 27.0 Crores from ₹ 25.6 Crores in FY 2021-22.
- Total Comprehensive Income: The Company reported consolidated net loss of ₹ 72.8 Crores as compared to consolidated net profit of ₹ 91.8 Crores in FY 2021-22. There was an exceptional income of ₹ 38.1 Crores in FY 2021-22.

Balance Sheet Analysis

- Consolidated Net Worth: As on 31 March, 2023, our consolidated net worth stood at ₹ 1,256 Crores as compared to ₹ 918 Crores as on 31 March, 2022.
- Consolidated Loan Profile: Our total long-term debt for FY 2022-23 stood at ₹ 214 Crores as compared to ₹ 189 Crores in FY 2021-22.

RISKS, CONCERNS AND MITIGATION

Our strategic risk management framework is adequately designed to keep a close watch on both internal and external risks which may impact the normal course of business. The risk management framework comprises of various strategies which ensure mitigation of existing risks as well as identifying and managing new and emerging business risks.

Competitive Risk

The tile market continues to be dominated by the unorganised segment, leading to fierce competition. Given the lucrative growth opportunities in both domestic and global markets competitive intensity is high in the industry, especially in terms of pricing.

Mitigating measures: We have unwavering commitment to develop innovative, technologically advanced products with superior quality. Intense market research and focus on R&D enables us to deliver first-time right products giving us a competitive edge. Our moat is further strengthened by our cost-efficient processes, unmatched distribution strength and state-of-the-art manufacturing facilities.



Product Risk

Our business growth faces the risk of our products becoming obsolete and undesirable, or unable to meet market expectations.

Mitigating measures: Our focus on extensive market research coupled with strong R&D capabilities, enable us to launch innovative specialised products with unique features. We have been the torch bearers for innovating several forms of tiles in our industry. We constantly strive to innovate and renovate our product offering to be able to match the pulse of the market. This helps us to strengthen brand equity and connect with our customers.

Brand Reputation Risk

Brand strength is imperative to command premium and ensure strong profit growth.

Mitigating measures: The Company leaves no stone unturned to ensure strong brand equity amongst all stakeholders. Our innovative products are aimed at meeting customer needs. In addition, we ensure strong dealer engagement through various campaigns. This ensures we remain a preferred partner for both customers and dealers.

Substitution Risk

Every product runs the risk of being substituted by a new product category, making the current offering obsolete or redundant. This may severely impact financial performance and business continuity.

Mitigating measures: Our ongoing market research and constant engagement with various market participants enables us to understand the ever-evolving needs of the consumer. Accordingly, we constantly strive to innovate and renovate our offerings to remain relevant in the market. Our innovations are technologically driven, ensuring the robustness of our portfolio.

Operational Risk

Unpredictable, external or internal events may result in unfavourable developments for the business operations. This may impact financial performance and business continuity.

Mitigating measures: All our operational and financial operations are controlled by our carefully designed comprehensive internal control system. We ensure strict adherence to these controls through regular and periodic reviews and audits. Deviations, if any, are immediately reported and met with appropriate action.

Distribution Risk

Being a product driven business, our distribution strength is a key pillar of organisational success. Any negative impact on any of our touch points may result in diminished business performance, hamper brand equity and reduce profit margins.

Mitigating measures: We have created an unmatched distribution network spread across the length and breadth of

the country and globe with 6,500+ touch points and 2,700+ distributors, dealers and sub-dealers spread across 35 states and Union Territories. We also have a dedicated sales and support team to support our distribution network, to ensure robustness of our distribution capabilities.

Geographical Risk

In the event that our revenue is over-dependent on a particular geography, any unfavorable events in that geography may impact margins.

Mitigating measures: Our strong distribution network ensures that our product portfolio reaches across the length and breadth of the country. We earn 14%, 31%, 28% and 27% of domestic revenues from East, West, North, and South markets respectively. Exports contribute 12.9% of our revenues. Thus, our revenue flow is not concentrated in any particular geography.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Our internal control systems are devised keeping in mind the size, nature and complexity of our business operations. Our internal control systems properly document all processes related to all our operational and financial functions. The systems ensure adequate safeguard of assets against unauthorised use, efficient productivity at all levels and strict compliance to applicable rules and regulations. The systems help us in securing sensitive data, conduct the audit process smoothly, ensure adequate accounting of records, reliable financial reporting, monitoring operations, conservation of assets, preventing frauds and errors, executing authorised transactions and ensuring compliance with corporate policies. The aptness of the internal control framework and strict compliance, is reviewed by our internal audit team on a periodic basis. The team reports any deviations or observations to the Management and the Audit Committee. Any recommended measures and suggestions for improvement are duly considered. As majority of the branches are electronically integrated with the Head Office, we have a strong control on our internal control systems and compliance.

INFORMATION TECHNOLOGY

We have adopted high level of automation across our business, including production, market research, product development and distribution network. This has helped us in increasing operational efficiency and productivity. Our use of technically advanced programs has led to significant cost reduction as it helps eliminates redundancies and improve employee efficiency.

QUALITY CULTURE

We tirelessly strive to ensure customer satisfaction by developing innovative products with superior quality and latest technology. Catering to the needs of both our institutional and retail customers, we ensure strict adherence to international quality standards. We are well-known for launching first-time superior products given our strong focus on innovation, technology and R&D. Our deep dedication has enabled us to create unmatched



brand equity in both Indian and international markets, keeping us ahead of competition. We have been able to add new customers and command a premium in the market led by our strong quality culture. It has also resulted in better organisation growth and creating long-term shareholder value.

HUMAN RESOURCES

We consider human capital to be an imperative pillar of organisational growth. Significant part of our business success is attributable to our talented and dedicated employee base. For the well being of our employees, and to create high level of positivity and motivation, we have devised a comprehensive HR policy framework. This enables us to foster a safe, conducive, equitable and productive work environment. To keep our employees in sync with current business environment and to provide developmental opportunities, we conduct regular skill upgradation and personal development trainings for all our employees. Such employee-friendly policies enable us to ensure good productivity, employee satisfaction and high retention ratio. Our HR policy, thus, plays a crucial role in business growth. We have adopted an open-door policy and a transparent work culture. Open communication has helped develop a bond between the management and the employees, contributing positively to the work environment and employee morale. To ensure merit-based growth opportunities we have performance-based rewards and recognition. With such a people centric approach we have succeeded in creating strong loyalty and unity among employees, and attract new talent. As on 31 March, 2023, our total employee strength was 6,000+.

CAUTIONARY STATEMENT

Statements made in the Management Discussion and Analysis section describe the Company's objectives, projections, expectations and estimations, which may be forward-looking in nature. These statements are made within the meaning of applicable securities laws and regulations. Past performance of the Company is not necessarily indicative of its future results, and actual results could differ materially from those expressed and implied. Important factors that could make a difference to the Company's operations include, among others, economic conditions affecting demand/supply and price conditions, variation in prices of raw materials, changes in Government regulations, tax regimes, economic developments and other incidental factors. The Company assumes no responsibility to publicly amend, modify or revise any forwardlooking statements based on any subsequent development, information or events.

NOTE

Except stated otherwise, all figures, percentages, analysis, views and opinions are on consolidated financial statements of Asian Granito India Limited and its wholly owned subsidiaries (jointly referred as AGL or Company, hereinafter). Financial information presented in various sections of the Management Discussion and Analysis is classified under suitable heads, which may be different from the classification reported under the Consolidated Financial Statements. Some additional financial information is also included in this section, which may not be readily available from the Consolidated Financial Statements. Previous year's figures have been regrouped, wherever necessary, to make it comparable with the current year.

DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS AND RETURN ON NET WORTH

During FY 2022-23, the significant changes in the financial ratios of the Company and change in Return on Net worth as compared to that of the previous year (i.e. change of 25% or more as compared to the immediately previous financial year) are summarised below:

Financial Ratio	FY 2022-23	FY 2021-22	Change %	Reason for change
Inventory Turnover	6.25	4.99	25.26%	Due to increase in input cost of material and liquidation of slow moving inventory during the year
Interest Coverage Ratio	(2.97)	16.50	(118.01%)	Due to loss incurred during the year
Debt Equity Ratio	0.06	0.01	776.47%	Due to increase in working capital requirement
Operating Profit Margin (%)	(0.56)	9.82	(105.66%)	Due to loss incurred during the year
Net Profit Margin (%)	(1.95)	6.52	(129.89%)	Due to loss incurred during the year
Return on Net Worth	(2.16)	10.51	(120.56%)	Due to loss incurred during the year

For and on behalf of the Board of Directors

Place: Ahmedabad
Date: 12 August, 2023

Kamleshkumar B. Patel
Chairman and Managing Director
DIN: 00229700



Directors Report

To,
The Shareholders,

Your Directors have the pleasure of presenting the 28th Annual Report of your Company together with the Audited Financial Statements for the year ended 31 March, 2023.

FINANCIAL RESULTS

The Company's financial performance for the year ended on 31 March, 2023 is summarised below:

(₹ in Crores except per share data)

Particulars	Standalone		Consolidated	
	2022-23	2021-22	2022-23	2021-22
Revenue from Operation	1,353.74	1,349.10	1,562.72	1,563.82
Profit/(Loss) before Interest and Depreciation	(7.53)	132.48	(51.35)	169.50
Less: Interest	(8.94)	(6.95)	(26.95)	(25.57)
Profit/(Loss) Before Depreciation	(16.47)	125.54	(78.30)	143.93
Less: Depreciation	(19.04)	(17.86)	(34.14)	(30.07)
Profit/(Loss) Before Tax	(35.50)	107.68	(112.44)	113.86
Less: Provision for taxation	(9.13)	19.75	(25.53)	21.77
Profit/(Loss) After Tax	(26.37)	87.93	(86.91)	92.09
Transfer from Comprehensive Income	(0.37)	(0.03)	(0.11)	(0.12)
Dividend Paid	(8.87)	(1.71)	(8.87)	(1.71)
Balance carried forward	(35.61)	86.19	(95.89)	72.37
Balance brought forward from previous year	424.88	338.69	474.12	401.75
Balance carried to Balance Sheet	389.27	424.88	378.23	474.12
Earnings per Share	(2.23)	19.73	(6.14)	20.63

CONSOLIDATED OPERATING RESULTS

The consolidated sales and operating income remained stagnant to ₹ 1,563 Crores during the year under review as against ₹ 1,564 Crores in the previous year. The consolidated EBT margin for the year was negative at ₹ 112.44 Crores as against ₹ 113.86 Crores in previous year. The consolidated net loss during the year 2022-23 was at ₹ 87 Crores compared to consolidated net profit of ₹ 92 Crores in previous year.

THE STATE OF COMPANY'S AFFAIRS

The Company is engaged in the business of manufacturing and trading of Tiles (Wall/Vitrified/Ceramics), Marble, Quartz and Bathware.

MANAGEMENT DISCUSSION AND ANALYSIS (MDA)

The details of operating performance of the Company for the year, the state of affairs and the key changes in the operating environment have been analysed in the Management Discussion and Analysis section which forms a part of the Annual Report. Further, the Company is not in the top 1,000 Companies list

based on the Market Capitalisation as on 31 March, 2022 and 31 March, 2023, the Business Responsibility and Sustainability Report (BRSR) may not be applicable to the Company.

APPROPRIATIONS

A. Dividend

Your Directors do not recommend any dividend for the financial year ended 31 March, 2023, due to Loss reported during the financial year 2022-23.

The Dividend Distribution Policy of the Company, in terms of Regulation 43A of SEBI (LODR) Regulations, 2015 (as amended) is available on the website <https://www.aglasiangranito.com/policies/Dividend-distribution-Policy.pdf>.

B. Transfer to Reserves

The Board of Directors of the Company has decided not to transfer any amount to the Reserves for the year under review.



RIGHTS ISSUE 2022-23 AND ALTERATION IN ITS OBJECTS FOR UTILISATION OF FUNDS

During the year 2022-23, your Company has come out with Right Issue vide letter of Offer dated 06 April, 2022, of 6,99,93,682 fully paid up equity shares of face value of ₹ 10/- each (the "rights equity shares") for cash at a price of ₹ 63/- per rights equity share (including a premium of ₹ 53/- per rights equity share) not exceeding ₹ 440.96 Crores on a Rights basis to the existing eligible equity shareholders in the ratio of 37 Rights equity shares for every 31 fully paid-up equity shares held by the eligible equity shareholders on the record date, i.e. on 12 April, 2022 (the "issue"). The Rights Issue opened on 25 April, 2022 and closed on 10 May, 2022. The issue was oversubscribed and the Company received bids for 8,88,24,321 number of Rights Equity shares. On 16 May, 2022, the Board of Directors of the Company has approved the allotment of 6,99,93,682

equity shares of face value ₹ 10/- each to the eligible equity shareholders as fully paid up. Your Company has received Listing Approvals and Trading Approvals from the exchanges. The numbers of issued shares of the company increased from 5,67,51,634 equity shares to 12,67,45,316 equity shares post allotment of the rights issue equity shares. Thus your Company has raised funds of ₹ 440.96 Crores through a said rights issue.

In furtherance to that, your Company has obtained approval of the Shareholders for alteration of the objects for utilisation of funds out of the net proceeds of the Rights Issue of Equity Shares of the Company and changed the Objects of Issue as stated in the Letter of Offer dated 06 April, 2022, by way of passing Special Resolution vide Postal Ballot Notice dated 02 February, 2023 and the same was approved by requisite majority of the Shareholders of the Company as on 30 March, 2023. The summary of alteration in the object of issue are as under:

Sr. No.	Objects of the Issue as per Letter of Offer	Amount to be funded from the Net proceeds (₹ in Crores)	Revised Objects	Amount to be funded from the Net proceeds (₹ in Crores)
1.	Setting up a New Manufacturing Unit under AGL Surfaces Pvt. Ltd. (ASFPL) to manufacture Stone Plastic Composite (SPC) flooring at Morbi (including Working Capital requirement)	41.57	Setting up of Display Centre cum office at Ahmedabad, Gujarat under Asian Granito India Limited to showcase our entire range of products and capabilities	73.80
2.	Setting up of a Largest Display Center in Morbi to showcase our entire range of products and capabilities	37.23	Setting up of a Stock point for carrying out Trading Business of various building construction materials under Asian Granito India Limited	5.00
Total		78.80		78.80

HUMAN RESOURCES

Your Company values its employees and believes that the Company's success is a result of the Team Work of all of its employees. The Human Resource Development team strives to create a positive work environment that influences employees' ability, motivation and creates opportunities for them to perform. Our safe, secure and harassment free work environment encourages high performance work culture with focus on employee health / safety, welfare, engagement, development, diversity, productivity, Cost and Quality. Comprehensive policies of the Company cover the entire spectrum of the life cycle of an employee from recruitment to retention. We are committed to hiring, nurturing and developing exceptionally talented human resources. Company's unique culture and robust People Practices and Policies, inspire and ensure that every employee aspires to grow in the organization.

On the Industrial front, the Company continued to foster cordial Industrial Relations with its workforce during the year.

The Company has a diverse workforce of 1568 employees as on 31 March, 2023 vis-a-vis 1616 employees as on 31 March, 2022. Going forward, the Company will continue to focus on nurturing the right talent to achieve the business goal.

SHARE CAPITAL

A. Authorised Share Capital

- As on 01 April, 2022, the Authorised Share Capital of the Company is ₹ 1,27,00,00,000/- consisting 12,70,00,000 Equity shares of ₹ 10/- Each.
- The Authorised Share Capital of the Company was increased from ₹ 1,27,00,00,000/- to ₹ 1,40,00,00,000/- vide Ordinary Resolution passed at 27th Annual General Meeting of the Members of the Company held on 16 September, 2022.
- As on 31 March, 2023, the Authorised Share Capital of the Company is ₹ 1,40,00,00,000/- consisting 14,00,00,000 Equity shares of ₹ 10/- Each.
- Further, the Authorised Share Capital of the Company was increased from ₹ 1,40,00,00,000/- to ₹ 1,50,00,00,000/- vide Ordinary Resolution passed through postal ballot by the Members of the Company on 25 May, 2023.

B. Paid Up Share Capital

- As on 01 April, 2022 the paid up share capital of the Company was ₹ 56,75,16,340/- consisting 5,67,51,634 Equity shares of ₹ 10/- Each.



- As on date 16 May, 2022, the paid up share capital of the Company was increased from Rs. 56,75,16,340/- consisting 5,67,51,634 Equity shares to Rs. 1,26,74,53,160/- consisting 12,67,45,316 Equity shares on account of allotment of 6,99,93,682 Equity Shares on Rights basis.
- As on 31 March, 2023 the paid up share capital of the Company was ₹ 1,26,74,53,160/- consisting 12,67,45,316 Equity shares of ₹ 10/- Each.

BORROWINGS:

The Company has long-term borrowings outstanding amounting to ₹ 68.42 Crores as on 31 March, 2023.

DEPOSITS

Your Company has neither accepted nor renewed any deposits from the public within the meaning of Section 73 and 74 of the Companies Act, 2013 and read together with the Companies (Acceptance of Deposits) Rules, 2014 (including any statutory modification(s) or re-enactment(s) for the time being in force) for the year ended on 31 March, 2023. None of the deposits earlier accepted by the Company remained outstanding, unpaid or unclaimed as on 31 March, 2023.

PARTICULARS OF LOANS, GUARANTEE OR INVESTMENTS

Details of Loans and advance granted, Investments made and Guarantees given during the year by the Company under review, covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

INTERNAL CONTROL SYSTEMS WITH RESPECT TO FINANCIAL STATEMENTS

The Company has adequate Internal Financial Control ('IFC') procedures commensurate with its size and nature of business in alignment with the requirement of Companies Act, 2013 and has also laid down specific responsibilities on the Board, Audit Committee, Independent Directors and Statutory Auditors with regard to IFC.

The Company has appointed inhouse Internal Auditors who periodically audit the adequacy and effectiveness of the internal controls laid down by the management and suggest improvements.

The Audit Committee of the Board of Directors approves the annual internal audit plan and periodically reviews the progress of audits as per approved audit plans along with critical internal audit findings presented by internal auditors, status of implementation of audit recommendations, if any, and adequacy of internal controls.

The Board reviews the effectiveness of controls documented as part of IFC framework, and take necessary corrective and preventive actions wherever lapses are found on the basis of such reviews. No significant events had been identified during the year that have materially affected, or are reasonably likely to materially affect our IFC. The Statutory Auditors of the Company has audited the IFC with reference to Financial Reporting and

their Audit Reports is annexed to the Independent Auditors' Report under Standalone Financial Statements and Consolidated Financial Statements respectively.

RELATED PARTY TRANSACTIONS

All Related Party Transactions, which were entered into during the Financial Year under review, were on an arm's length basis, and in the ordinary course of business and are in compliance with the applicable provisions of the Act and the SEBI Listing Regulations. All Related Party Transactions are placed before the Audit Committee. There were no materially significant Related Party Transactions made by the Company during the year that required shareholders' approval under Regulation 23 of the SEBI Listing Regulations. Therefore, the disclosure in Form AOC-2 pursuant to compliance of Section 134(3)(h) of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014 is not required. The disclosures as required are provided in IND-AS in relation to transactions with related parties which are given in the notes to the Financial Statements.

The Related Party Transactions Policy as approved by the Board is hosted on the Company's website i.e. https://www.aglasiangranito.com/policies/policy_on_materiality_of_related_party_transactions_and_dealing_with_related_party_transactions.pdf

MATERIAL CHANGES AND COMMITMENT – IF ANY, AFFECTING FINANCIAL POSITION OF THE COMPANY FROM THE END OF THE FINANCIAL YEAR TILL THE DATE OF THIS REPORT

There has been no material change and commitment, affecting the financial performance of the Company which occurred between the end of the Financial Year of the Company to which the financial statements relate and the date of this Report.

VIGIL MECHANISM

Pursuant to the provisions of section 177(9) and (10) of the Companies Act, 2013 and Regulation 22 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Vigil Mechanism or 'Whistle Blower Policy' for directors, employees and other stakeholders to report genuine concerns has been established. The Company has built a reputation for doing business with honesty and integrity over the years, and has shown zero tolerance for any sort of unethical behaviour or wrongdoing. The Audit Committee reviews the functioning of the Whistle Blower mechanism on a quarterly basis. During the year under review, no instance has been reported under this policy. Whistle-blower Policy and Code of Business Conduct have been hosted on the website of the Company https://www.aglasiangranito.com/policies/policy_on_vigil_mechanism_2020.pdf

SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company is an equal opportunity Company and has zero tolerance for sexual harassment at workplace. It has adopted a policy against sexual harassment in line with the provisions of Sexual Harassment of Women at Workplace (Prevention,



Prohibition and Redressal) Act, 2013 and the rules framed thereunder. In this regard, the Company has organized a number of interactive awareness workshops for its employees. During the year, no complaints were received under this policy.

RISK MANAGEMENT

Risk Management is an integral part of our strategy for stakeholders' value enhancement and is embedded in to governance and decision-making process across the Organisation. The Company has in place the Risk Management Policy to ensure effective responses to strategic, operational, financial and compliance risks faced by the Organisation.

As per Risk Management Policy all the risks are discussed in detail with the functional heads to identify, evaluate, monitor and minimize the identifiable business risk in the Organization. The Risk Management Committee meets periodically to assess and deliberate on the key risks and adequacy of mitigation plan. Inputs from risk assessment are also embedded into annual internal audit programme. Key risks and mitigation measures are summarised in Management Discussion and Analysis section of the Annual Report.

CORPORATE SOCIAL RESPONSIBILITY

During the year, the Company was required to spend ₹ 1.11 Crores (2% of the average net profit of the past three financial years and net profit as computed pursuant to section 198 of the Act). The total amount spent during the year was ₹ 1.11 Crores. The CSR Activities undertaken by the Company were under the thrust areas of Community Healthcare, Sanitation and Hygiene, Education and Knowledge Enhancement and Social Care and Concern. The Annual report on CSR Activities is annexed herewith as "Annexure-A" forming part of this Annual Report.

The CSR policy of the Company is hosted on the website at https://www.aglasiangranito.com/policies/CSR_policy.pdf.

ENVIRONMENT, HEALTH AND SAFETY (EHS)

We believe that Environment, Health and Safety (EHS) are essential and paramount pillars for sustainable growth of our business.

We have developed policies and guidelines which take our EHS compliance beyond the regulatory requirements. The policies also ensure consistent and continuous implementation of the EHS requirements throughout the Company.

Our sincere and focused endeavours in EHS domain has substantially helped to lead to safe and healthy working environment for our work force at large.

Our workplace environment is designed to make our employees feel valued, respected, empowered and inspired to achieve our EHS goals.

A responsibility towards the environment is part of our mandate. We continuously endeavour to minimize adverse environmental impact and demonstrate our commitment to protect the environment.

During the year, all our manufacturing plants remained compliant with applicable EHS regulations.

HOLDING, SUBSIDIARIES, ASSOCIATE, JOINT VENTURE COMPANIES AND THEIR PERFORMANCE

The Company has Thirteen (13) Subsidiaries as on 31 March, 2023, out of which Two (2) are step down subsidiaries and there are 5 (Five) Subsidiaries incorporated during the year which are yet to commence their operations and further, one of Wholly Owned Subsidiary of AGL Global Trade Private Limited has filed application for removing its name from Register of Companies during the year. There are no joint venture companies. There has been no material change in the nature of the business of the subsidiaries.

The highlights of performance of major subsidiaries of the Company have been discussed and disclosed under the Management Discussion and Analysis section of the Annual Report. The contribution of each of the subsidiaries in terms of the revenue and profit is provided in Form AOC-1 as "Annexure-B", which forms part of this Annual Report.

The Annual Accounts of the Subsidiary Companies will be made available to any Member of the Company seeking such information at any point of time and are also available for inspection by any Member of the Company at the Registered Office of the Company on any working day during business hours up to the date of the Annual General Meeting. The Annual Accounts of the Subsidiary Companies are also available on the website of the Company at <https://www.aglasiangranito.com/financial-results>.

INSURANCE

The Company's plant, property, equipments and stocks are adequately insured against major risks. The Company also has appropriate liability insurance covers particularly for product liability. The Company has also taken Directors' and Officers' Liability Policy to provide coverage against the liabilities arising on them.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

i) Board of Directors:

Your Company has well constituted Board, in accordance with the provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Articles of Association of the Company.

Declaration from Independent Directors of the Company

All Independent Directors (IDs) have given declaration that they meet the criteria of independence as laid down under section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, during the year under review, the Company did not have any pecuniary relationship or transactions with any of its Directors, other than payment of remuneration / Incentive to the Executive Directors and payment of sitting fees, commission to Non-executive Directors and reimbursement of expenses incurred by them for the purpose of attending meetings of the Board / Committees of the Company.



The details terms of appointment of IDs are disclosed on the company's website with following link https://www.aglasiangranito.com/policies/Terms_Conditions_of_Independent_Directors.pdf.

Resignation of Directors:

Mrs. Dipti Mehta, Independent Director has resigned from the Board w.e.f 08 August, 2022 due to her pre-occupation and paucity of time. Mr. Kanubhai Patel has also resigned from the position of Executive Director w.e.f. 07 November, 2022 due to his personal reasons.

Re-appointment of Directors

As per the provisions of the Companies Act, 2013, Mr. Bhaveshkumar Patel (DIN: 03382527) will retire by rotation at the 28th Annual General Meeting and being eligible offers himself for re-appointment.

The tenure of Mr. Kamleshkumar B. Patel (DIN: 00229700), as Chairman and Managing Director of the Company will expire on 31 December, 2023. The Nomination and Remuneration Committee and the Board of Directors at their meeting held on 12 August, 2023 recommended and approved the re-appointment of and payment of remuneration to Mr. Kamleshkumar B. Patel as a Chairman and Managing Director for a further period of 3 (Three) years w.e.f. 01 January, 2024 subject to approval of Members at the 28th Annual General Meeting.

The tenure of Mr. Mukeshbhai J. Patel (DIN: 00406744), as Managing Director of the Company will expire on 31 March, 2024. The Nomination and Remuneration Committee and the Board of Directors at their meetings held on 12 August, 2023 recommended and approved the re-appointment of and payment of remuneration to Mr. Mukeshbhai J. Patel, as Managing Director of the Company for a further period of 3 (Three) years w.e.f. 01 April, 2024 subject to approval of Members at the 28th Annual General Meeting.

Terms and conditions of re-appointment of Mr. Kamleshkumar B. Patel and Mr. Mukeshbhai J. Patel are contained in the Explanatory Statement forming part of the Notice of this 28th Annual General Meeting.

Mr. Mukesh M. Shah (DIN: 00084402) is completing his first term of five (5) years of his appointment as an Independent Director on 13 November, 2023 and is eligible for re-appointment for another term of five (5) consecutive years subject to approval of the Members by Special Resolution. Based on the performance evaluation of the Independent Directors, the Nomination and Remuneration Committee has recommended and the Board of Directors has approved his re-appointment as an Independent Director for a second term of five (5) consecutive years commencing from 14 November, 2023 to 13 November, 2028, subject to approval of Members at the 28th Annual General Meeting.

Appointment of Director

The Board of Directors on recommendation of the Nomination and Remuneration Committee appointed Dr. Yashree Dixit as an Additional Non-Executive Independent Director with effect from 12 August, 2023 for a period of Five (5) years. In terms of Section 161 of the Act, she holds office up to the date of this Annual General Meeting. Accordingly, the Board recommends the resolution in relation to the appointment of Dr. Yashree Dixit as an Independent Director, for a first term of five (5) consecutive years commencing from 12 August, 2023 to 11 August, 2028 for the approval of the Shareholders of the Company at the 28th Annual General Meeting.

The brief resume and other relevant information of the aforesaid Director(s) being appointed / re-appointed are given in the explanatory statement to the Notice convening the AGM, for your perusal.

In the opinion of the Board, the Directors appointed / re-appointed during the year possess requisite expertise, integrity and experience (including proficiency) for appointment / reappointment as Independent Directors of the Company.

ii) Meetings of Board of Directors

During the year, 5 (Five) Board Meetings and one Independent Directors' Meeting were held, the details of which are given in Corporate Governance Report. The provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 were adhered to while considering the time gap between two meetings. Detailed information on the meetings of the Board is included in the Corporate Governance Report which forms part of the Annual Report.

iii) Committees to the Board

In compliance with the requirement of applicable laws and as part of best governance practices, the Company has following Committees of the Board as on 31 March, 2023:

- a) Audit Committee
- b) Stakeholders Relationship Committee
- c) Risk Management Committee
- d) Nomination and Remuneration Committee
- e) Corporate Social Responsibility Committee
- f) Administrative Committee

The details with respect to the aforesaid Committees forms part of the Corporate Governance Report.

The Board has accepted all the recommendations made by the Audit Committee and all other committee.

Note:

Rights Issue Committee was constituted in Board Meeting dated 04 February, 2022 for Rights Issue 2022-23, which was temporary in nature, which met on 06 April, 2022, 16 May, 2022 and 20 May, 2022 which gets dissolved once the Rights issue's fund will be utilized.

**iv) Familiarization Programme of Independent Directors**

The Independent Directors have been updated with their roles, rights and responsibilities in the Company by specifying them in their appointment letter along with necessary documents, reports and internal policies to enable them to familiarise with the Company's procedures and practices. The Company endeavours, through presentations at regular intervals to familiarize the Independent Directors with the strategy, operations and functioning of the Company. Site visits to various plant locations were organized during the year under review for the Directors to enable them to understand the operations of the Company.

The Independent Directors also met with senior management team of the Company in formal/ informal gatherings.

The details of such familiarization programmes for Independent Directors in terms of provisions of Regulation 46(2)(i) of the Listing Regulations are posted on the website of the Company and can be accessed at <https://www.aglasiangranito.com/familiarisation-programmes>.

v) Board Performance Evaluation

Pursuant to the provisions of companies Act, 2013 and SEBI Listing Regulations, the Board has carried out annual performance evaluation of its own performance, its Committees and the Directors including Chairman. The evaluation manner has been carried out and has been explained in the Corporate Governance Report.

vi) Key Managerial Personnel

During the year under review, Mr. Amarendra Kumar Gupta, Chief Financial Officer resigned w.e.f. 09 June, 2022 and CA Mehl Shah has been appointed as Chief Financial Officer w.e.f. 10 June, 2022.

DIRECTORS' RESPONSIBILITY STATEMENT

In accordance with the provisions of section 134(3)(c) of the Act, 2013, in relation to financial statements of the Company for the year ended 31 March, 2023, the Board of Directors state that:

- i) In the preparation of the annual accounts for the year ended on 31 March, 2023, the applicable accounting standards had been followed and that no material departures have been made from the same;
- ii) Appropriate accounting policies had been selected and applied consistently and judgements and estimates made are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as on 31 March, 2023 and the loss of the Company for the year ended 31 March, 2023;
- iii) Proper and sufficient care had 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;

- iv) The Financial Statements had been prepared on a going concern basis;
- v) The Company is following up the proper Internal financial controls and such internal financial controls are adequate and are operating effectively; and
- vi) The Company had devised proper system to ensure the Compliance with the provisions of all the applicable laws and that such systems are adequate and operating effectively.

NOMINATION AND REMUNERATION POLICY

The Board has, on the recommendation of the Nomination and Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration. Details of Remuneration under Section 197(12) of the Companies Act, 2013 and details required under Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are also stated in "Annexure-C" which forms part of this Annual Report. Remuneration policy can be assessed at https://www.aglasiangranito.com/policies/Nomination_and_Remuneration_policy.pdf.

PARTICULARS OF EMPLOYEES

Your Company does not have any employee drawing remuneration exceeding limits of Section 197 (12) read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 during the year under review.

AUDITORS**i) Statutory Auditors**

M/s. R R S and Associates, Chartered Accountants (FRN: 118336W) were appointed by Board on 31 August, 2019 as Statutory Auditors of the Company, which has been approved by shareholders in 24th Annual General meeting held on 30 September, 2019 for the period of five years i.e. upto conclusion of 29th Annual General Meeting of the Company to be held in the year 2024.

M/s. R R S and Associates, Chartered Accountants have carried out the Statutory Audit of the Company for the Financial Year 2022-23 and the Report of the Statutory Auditor forms part of the Annual Report. The Statutory Auditors have not raised any qualification, observations or adverse remarks in their report.

ii) Secretarial Auditor

The Board, pursuant to Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 had appointed M/s. RPAP and Co., Practising Company Secretary as the Secretarial Auditors of the Company to conduct the Secretarial Audit as per the provisions of the Companies Act, 2013 for the year 2022-23.



M/s. RPAP and Co., Practicing Company Secretary have carried out the Secretarial Audit and the Report of Secretarial Auditors in Form MR-3 is annexed with this Report as **"Annexure-D"**.

During the year 2022-23, the Company has complied with all the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

REPORTING OF FRAUDS

There was no instance of fraud during the year under review, which required the Statutory Auditors to report to the Audit Committee and / or to the Board as required under Section 143(12) of the Act and the rules made thereunder.

CORPORATE GOVERNANCE

The Company is committed to good corporate governance practices. As required by Regulation 34 read with Schedule V of the SEBI Listing Regulations, a separate Report on Corporate Governance forms part of the Annual Report. The Report on Corporate Governance also contains certain disclosures required under the Companies Act, 2013. A certificate from M/s. RPAP and Co., Practicing Company Secretary, confirming compliance with the conditions of corporate governance as stipulated under Clause E of Schedule V of the Listing Regulations forms part of the Corporate Governance Report.

ANNUAL RETURN

In terms of Section 92(3) of the Companies Act, 2013 and Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return of the Company is available on the website of the Company at the link https://www.aglasiangranito.com/AnnualReturn/annual_return_2022_23.pdf.

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The statement containing information on Conservation of energy, Technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is annexed herewith as **"Annexure-E"** to this Report.

NATURE OF BUSINESS

There has been no change in the nature of business of the Company.

LISTING OF SHARES

The Equity Shares of the Company are listed on the BSE Limited (BSE) with scrip code No. 532888 and on National Stock Exchange of India Limited (NSE) with scrip code of ASIANTILES. The Company confirms that the annual listing fees to both the stock exchanges for the Financial Year 2022-23 has been paid.

COST AUDITORS AND RECORDS

In terms of the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time, the Company is not required to maintain the Cost Records and Cost Accounts. Hence, the appointment of Cost Auditors is not applicable to the Company.

SIGNIFICANT / MATERIAL ORDERS PASSED BY THE REGULATORS

There are no significant material orders passed by the Regulators / Courts / Tribunals impacting the going concern status of the Company and its operations in future.

APPRECIATION AND ACKNOWLEDGEMENTS

Your Directors acknowledge with sincere gratitude for the trust reposed by all Stakeholders including Customers, Investors, Vendors, Bankers, Auditors, Consultants and Advisors and look forward to their continued patronage. The Directors are also grateful and pleased to place on record their appreciation for the excellent support, guidance and cooperation extended by the Government and State Government Bodies and Authorities, Financial Institutions and Banks. The Board also expresses its appreciation of the understanding and support extended by the shareholders and the continuing commitment and dedication shown by the employees of the Company.

For and on behalf of the Board of Directors

Kamleshkumar B. Patel

Place: Ahmedabad

Chairman and Managing Director

Date: 12 August, 2023

DIN: 00229700



ANNEXURE – A

REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

1. Brief outline on CSR Policy of the Company

“AGL has always been committed to the cause of social service and has consistently channelized a part of its resources and activities, such that it positively impacts the society socially, ethically and also environmentally.”

The Company has framed the Corporate Social Responsibility (CSR) Policy in terms of the provisions of Section 135 (1) of the Companies Act, 2013. The Company has taken up various CSR initiatives improving the quality of life of the communities and enhanced value creation in the society. The CSR policy of the Company focusses on three thrust areas in which CSR activities are planned – (a) Community Healthcare, Sanitation and Hygiene, (b) Education and Knowledge Enhancement, (c) Social Care and concern. CSR activities are implemented directly by the Company or indirectly by implementing agencies engaged in CSR activities. The CSR activities of the Company are aligned with the activities specified in Schedule VII of the Companies Act, 2013.

2. Composition of CSR Committee:

Sr. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Kamleshkumar B. Patel	Chairman, Chairman and Managing Director	4	4
2.	Mr. Mukeshbhai J. Patel	Member, Managing Director	4	4
3.	Dr. Indira Nityanandam	Member, Independent and Non-Executive Director	4	2

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the company:

- Composition of CSR Committee: <https://www.aglasiangranito.com/board-and-committees>
- CSR Policy: https://www.aglasiangranito.com/policies/CSR_policy.pdf
- CSR projects approved by the Board: <https://www.aglasiangranito.com/csr-investor>

4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable: Not applicable

- Average net profit of the Company as per sub-section (5) of section 135: ₹ 5,572.67 Lakhs
- Two percent of average net profit as per sub-section (5) of section 135: ₹ 111.45 Lakhs
- Surplus arising out of the CSR projects or programmes or activities of the previous financial years: Nil
- Amount required to be set off for the financial year, if any: Nil
- Total CSR obligation for the financial year [5(b)+5(c)-5(d)]: ₹ 111.45 Lakhs

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

- Ongoing Project: Nil
- Other than Ongoing Project:

Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project		Amount spent for the Project (₹ in Lakhs)	Mode of Implementation – Direct (Yes / No)	Mode of Implementation – Through Implementing Agency	
			State	District			Name	CSR Registration number
Contribution towards education activities	Clause (ii) Promoting Education	Yes	GJ*	Sabarkantha	₹ 107.93	No	Asian Institute of Technology, Wadali, Sabarkantha	CSR00010159
Contribution towards healthcare activities	Clause (i) Promoting healthcare	Yes	GJ*	Gandhinagar	₹ 3.60	No	The Akshaya Patra Foundation, Bangalore	CSR00000286
Contribution towards education activities	Clause (ii) Promoting Education	Yes	GJ*	Ahmedabad	₹ 0.51	No	Shri Harshadkumar Keshavlal Turst	CSR00044872

* GJ – Gujarat



- 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 [6(a)+6(b)+6(c)]: ₹ 112.04 Lakhs
- e) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135		
	Amount	Date of Transfer	Name of the Fund	Amount	Date of Transfer
₹ 112.04 Lakhs			Nil		

- f) Excess amount for set off, if any:

Sr. No.	Particular	₹ in Lakhs
i.	Two percent of average net profit of the company as per sub-section (5) of section 135	111.45 Lakhs
ii.	Total amount spent for the financial year	112.04 Lakhs
iii.	Excess amount spent for the financial year [(ii)-(i)]	0.59 Lakhs
iv.	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
v.	Amount available for set off in succeeding financial years [(iii)-(iv)]	0.59 Lakhs

7. Details of unspent CSR amount for the preceding three financial years:

Sr. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under sub-section (6) of section 135 (₹ in Lakhs)	Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (₹ in Lakhs)	Amount spent in the reporting Financial Year (₹ in Lakhs)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any		Amount remaining to be spent in succeeding financial years (₹ in Lakhs)	Deficiency, if any
					Amount (₹ in Lakhs)	Date of transfer		
1.	2019-20	Nil	Nil	68.22	NA	NA	Nil	NA
2.	2020-21	Nil	Nil	65.04	NA	NA	Nil	NA
3.	2021-22	Nil	Nil	76.02	NA	NA	Nil	NA

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: No
9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per sub-section (5) of section 135: Not Applicable

For and on behalf of the Board of Directors

Place: Ahmedabad
Date: 12 August, 2023

Kamleshkumar B. Patel
Chairman and Managing Director
and Chairman of CSR Committee
DIN: 00229700

Mukeshbhai J. Patel
Managing Director and Member of
CSR Committee
DIN: 00406744

ANNEXURE – B

FORM AOC-1

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

Statement containing salient features of the financial statements of subsidiaries / associate companies / joint ventures as included in the Consolidated Financial Statements

Part "A": Subsidiaries

		(₹ in Lakhs)							
		1.	2.	3.	4.	5.	6.	7.	8.
Name of the Subsidiaries		Crystal Ceramic Industries Limited (Subsidiary)	Amazoone Ceramics Limited (Subsidiary)	AGL Industries Limited (Wholly Owned Subsidiary)	Future Ceramic Private Limited (Wholly Owned Subsidiary)	AGL Sanitaryware Private Limited (Wholly Owned Subsidiary)	AGL Surfaces Private Limited (Wholly Owned Subsidiary)	Powergrace Industries Limited (Step Down Subsidiary)#	Gresart Ceramica Private Limited (Step Down Subsidiary)*
CIN		U26933GJ2008 PTC052576	U26933GJ2003 PLC042959	U24220GJ2013 PLC074983	U26999GJ2022 PTC129060	U26990GJ2022 PTC129159	U26999GJ2022 PTC128589	U24100GJ2013 PLC075582	U26999GJ2021 PTC126748
The date since when subsidiary was acquired		02-07-2016	02-07-2016						
Reporting currency					Since incorporation				
Share Capital	4,029.96	2,989.85	187.60	1.00	1.00	1.00	1.00	5.00	1,500.00
Reserves and Surplus	1,146.75	3,217.12	200.42	(32.46)	(11.24)	(35.72)	(35.72)	746.21	(302.08)
Total Assets	37,874.90	13,764.05	393.02	15,165.13	3,060.89	531.89	531.89	1,156.94	10,433.25
Total Liabilities	32,698.19	7,557.08	5.00	15,196.59	3,071.13	566.61	566.61	405.73	9,235.33
Investments	24.61	915.00	5.00	0	0	0	0	0	0
Turnover	18,851.47	2,359.07	0.00	0	0	0	0	1,964.92	5,931.80
Profit Before Taxation	(5,749.14)	(1,191.62)	17.93	(44.93)	(11.71)	(40.40)	(40.40)	234.48	(165.07)
Provision for Taxation	1484.15	336.53	(5.08)	13.82	1.86	6.30	6.30	61.16	(136.37)
Profit After Taxation	(4,264.99)	(855.09)	12.85	(31.11)	(9.85)	(34.10)	(34.10)	173.32	(301.44)
Proposed Dividend	0	0	0	0	0	0	0	0	0
% of shareholding	70.00	97.82	100.00	100.00	100.00	100.00	100.00	0.00*	0.00*

Powergrace Industries Limited is wholly owned subsidiary of AGL Industries Limited (wholly owned subsidiary company of Asian Granito India Limited), therefore Powergrace Industries Limited is Step Down Subsidiary of Asian Granito India Limited as on 31 March, 2023.

* Gresart Ceramica Private Limited is subsidiary of Amazoone Ceramic Limited (subsidiary company of Asian Granito India Limited) by holding 61% of equity shares, therefore Gresart Ceramica Private Limited is Step Down Subsidiary of Asian Granito India Limited as on 31 March, 2023.





Notes:

1. Reporting period of the Subsidiaries is the same as that of the Company.
2. During the year, there are following 5 (Five) subsidiaries incorporated which are yet to commence its operations.
 - a. AGL Surfaces INC, USA (CIN: 0804692091) incorporated on 18 August, 2022 with capital of 1,000 USD.
 - b. CRYSTAL VITRIFIED LIMITED (CIN: U23912GJ2023PLC139499) incorporated on 23 March, 2023 with capital of ₹ 1,00,000
 - c. AFFIL CERAMICS LIMITED (CIN: U23912GJ2023PLC139497) incorporated on 23 March, 2023 with capital of ₹ 1,00,000
 - d. IVANTA CERAMIC LIMITED (CIN: U23912GJ2023PLC139500) incorporated on 23 March, 2023 with capital of ₹ 1,00,000
 - e. ADICON CERAMICS LIMITED (CIN: U23912GJ2023PLC139539) incorporated on 24 March, 2023 with capital of ₹ 1,00,000
3. Further, the Company has incorporated Wholly Owned Subsidiary Company at Sharjah, UAE named HARMONY SURFACES MARBLES TR. L L C S.P on 11 May, 2023 having Registration No. 212224 which is yet to commence its operations.
4. On 2 August, 2023 Company has acquired 91,50,000 equity shares which amounts to 61% total equity share capital of 'Gresart Ceramica Private Limited', Step-down Subsidiary of the Company from Amazoone Ceramics Limited which is a Material Subsidiary of the Company. Accordingly, Gresart Ceramica Private Limited has become a Subsidiary of the Company w.e.f. 2 August, 2023.
5. On 10 August, 2023 Amazoone Ceramics Limited ('Amazoone'), Material Subsidiary of the Company has approved Buy Back of Shares from its Existing Shareholders today and has bought back 6,16,250 (Six Lakhs Sixteen Thousand Two Hundred and Fifty) fully paid - up equity shares at a price of ₹ 20.31/- (Rupees Twenty and Thirty One Paise Only) each, aggregating to ₹ 1,25,16,039/- (Rupees One Crores Twenty Five Lakhs Sixteen Thousand Thirty Nine Only) (being 2.06% which is less than 10% of the total paid-up equity share capital and free reserves of the Company as per Latest Audited Accounts of the company as on 31 March, 2023), from its Existing Shareholders of the Company who tendered their shares for Buy Back in accordance with the provisions of the Buyback contained in the Companies Act, 2013. Further, the Company has not tendered its shares for Buy Back in Amazoone. In result of said Buy Back completion on 10 August, 2023, the Company's stake in Amazoone would increase automatically from 97.83% to 99.89%.

Further, the Company has purchased remaining 33,000 equity shares of Amazoone, Material Subsidiary of the Company, from other Existing Shareholders, which would result in increase in Company's stake in Amazoone from 99.89% to 100%. Accordingly, Amazoone Ceramics Limited has become a Wholly Owned Material Subsidiary of the Company w.e.f. 10 August, 2023.
6. During the year, there is no subsidiary which has been liquidated or sold. AGL Global Trade Private Limited (CIN: U51909GJ2020 PTC113190), Wholly Owned Subsidiary of the Company has filled application to ROC for removing its name from Register of Companies during the year.
7. **Part B of the Annexure is not applicable as there are no Associate Companies / Joint ventures of the Company as on 31 March, 2023**

Note: The Company in its capacity of the Corporate Promoter has divested / sold its stake - 87,75,000 Equity Shares (18.87%) in Astron Paper and Board Mills Limited ('Astron') on 10 August, 2021 and made request to Astron for Reclassification of our Company from Promoter and Promoter Group category to Public category dated 11 February, 2022. In view of that Astron has received approval from BSE Limited and National Stock Exchange of India Limited on 14 March, 2023 under Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, hence the Company has ceased to be Corporate Promoter of the Company.
8. The amounts given in the table above are from the annual accounts made for the respective financial year end for each of the company.

For and on behalf of the Board of Directors

Kamleshkumar B. Patel
Chairman and Managing Director
DIN: 00229700

Mukeshbhai J. Patel
Managing Director
DIN: 00406744

CA Mehul Shah
Chief Financial Officer
Membership No. – 063510

Dr. Dhruvi Trivedi
Company Secretary
Membership No. – A31842

Place: Ahmedabad
Date: 12 August, 2023



ANNEXURE – C

STATEMENT OF DISCLOSURE OF REMUNERATION UNDER SECTION 197 OF THE COMPANIES ACT 2013 AND RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

- i. Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year and the percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer, Company Secretary, or Manager, if any, in the Financial Year:

(₹ Lakhs in PA)

Sr. No.	Name	Designation	Ratio of Remuneration of each director to median remuneration of employees	Percentage (%) increase in Remuneration in the year 2022-23
1.	Kamleshkumar B. Patel	Chairman and Managing Director	30.97	9%
2.	Mukeshbhai J. Patel	Managing Director	22.71	5%
3.	Sureshbhai Patel	Executive Director	21.85	12%
4.	Bhaveshbhai Patel	Executive Director	12.91	-41%
5.	Kanubhai Patel (upto 07.11.2022)	Executive Director	7.18	18%
6.	Bhogibhai Patel	Executive Director	9.82	15%
7.	Amarendra Kumar Gupta (upto 09.06.2022)	Chief Financial Officer	4.27	-
8.	CA Mehul Shah (w.e.f. 10.06.2022)	Chief Financial Officer	18.84	-
9.	Dr. Dhruvi Trivedi	Company Secretary	6.68	45%

Note:

- a) The Non-Executive Directors of the Company are entitled for sitting fees. The detail of remuneration of Non-Executive Directors is provided in the Report on Corporate Governance and is governed by the Nomination and Remuneration Policy, as stated herein below. The ratio of remuneration and percentage increase for Non-Executive Directors remuneration is therefore not considered for the purpose above.
- b) Dr. Yashree Dixit was appointed as Additional Independent Director on 12.08.2023 and hence no remuneration was paid during the year under review.

Sr. No.	Particulars	Details
1	% increase in the median remuneration of employees in the financial year 2022-23	12%
2	Total number of permanent employees on the rolls of the Company as on 31 March 2023 (on standalone basis)	1,568
3	The median remuneration of employees of the Company during the year under review	₹ 2.06 Lakhs
4	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration	The average percentile increase in the salaries of the employees other than the managerial personnel in the last financial year is 50.00% as against average percentile increase of 57.00% in the remuneration of Managerial Personnel as defined under the Act. The difference of average percentile increase in employees and Managerial was 7.00%. Annual increase in remuneration is based on different grades, industry pattern, qualifications & experience, responsibilities shouldered and individual performance of managerial personnel and other employees. There were no exceptional circumstances which warranted an increase in managerial remuneration which was not justified by the overall performance of the Company.

- iii. The Company affirms remuneration is as per the Remuneration Policy of the Company.

For and on behalf of the Board of Directors

Place: Ahmedabad
Date: 12 August, 2023

Kamleshkumar B. Patel
Chairman and Managing Director
DIN: 00229700



ANNEXURE – D

Form No. MR-3 SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31 March, 2023

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

To,
The Members,
Asian Granito India Limited
CIN: L17110GJ1995PLC027025
202, Dev Arc,
Opp. Iskon Temple,
Ahmedabad 380015.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **ASIAN GRANITO INDIA LIMITED** (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has during the audit period covering the financial year ended on **31 March, 2023** complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We further report that maintenance of proper and updated books, papers, Minutes Book, filing of forms and returns, with applicable statutory authority is responsibility of management of the company. Our responsibility is to verify the content of the documents produced before us, make objective evaluation of the content in respect of compliance and report thereon.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31 March, 2023, according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the Rules made there under, to the extent applicable during our Audit Period;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;

- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; - **Not Applicable during the Reporting Period.**
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - **Not Applicable during the Reporting Period.**
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **Not Applicable during the Reporting Period** and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018. **Not Applicable during the Reporting Period**
- (vi) As confirmed and certified by the management, there is no law specifically applicable to the Company based on the Sectors / Businesses.



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

- (i) Secretarial Standards 1 and 2 issued by The Institute of Company Secretaries of India under provisions of The Companies Act, 2013 w.e.f. 1 July, 2015 amended from time to time and,
- (ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.

We further report, that compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by Tax Auditor / Other designated professionals.

Based on the above said information provided by the company, we report that during the financial year under review, the company has generally complied with the applicable provisions of the above mentioned Acts including the applicable provisions of the Companies Act, 2013 and Rules, Regulations, Guidelines, Standards, etc. mentioned above:

We further report that:

- (a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors / Committee(s) that took place during the period under review were carried out in compliance with the provisions of the Act.
- (b) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance. 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 based on the representation made by the

company and its Officers. All decisions is carried through and that there were no dissenting member's views on any of the matter during the year that were required to be captured and recorded as part of the minutes.

- (c) Based on general review of compliance mechanisms established by the Company and on basis of management representations, there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines. As informed, the company has responded appropriately to notices received from any statutory/regulatory authorities including initiating actions for corrective measures, wherever found necessary.

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

We further report that during the audit period the Company has not conducted any actions / events which could have a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

For **RPAP & CO.**
Company Secretaries

Rajesh Parekh

Partner

Mem. No.: 8073

C.P No. : 2939

P/R No: 1305/2021

UDIN: A008073E000327733

Date: 24-05-2023

Place: Ahmedabad



To,
The Members,
ASIAN GRANITO INDIA LIMITED
CIN: L17110GJ1995PLC027025
202, Dev Arc,
Opp. Iskon Temple,
Ahmedabad 380 015

Our report of even date provided in Form MR-3 is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I follow provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedure on test basis, for the purpose of issuing Secretarial Audit Report.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **RPAP & CO.**
Company Secretaries

Rajesh Parekh
Partner

Mem. No.: 8073

C.P No. : 2939

P/R No: 1305/2021

UDIN: A008073E000327733

Date: 24-05-2023
Place: Ahmedabad



Form No. MR-3
SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31 March, 2023

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

To,
The Members,
Crystal Ceramic Industries Limited
CIN: U26933GJ2008PLC052576
F.F. 101,102, Elanza Vertex,
Nr. Zainobiya,
Sindhu Bhavan Road,
Bodakdev,
Ahmedabad 380059

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **CRYSTAL CERAMIC INDUSTRIES LIMITED** (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my opinion thereon.

Based on my verification of the **Company's** books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has during the audit period covering the financial year ended on **31 March, 2023** complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31 March, 2021, according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the Rules made thereunder ;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder **Not Applicable during the Reporting Period**
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder: The Company has dematerialized all its securities with CDSL except one certificate of 1,20,000 shares of Asian Granito India Limited which is in process of dematerialization and all the statutory registers including register of members, register of transfer are maintained by the Depository only.

- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **Not Applicable during the Reporting Period**
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **Not Applicable during the Reporting Period**
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; **Not Applicable during the Reporting Period**
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **Not Applicable during the Reporting Period**
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; - **Not Applicable during the Reporting Period**
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2018; - **Not Applicable during the Reporting Period**
 - (e) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; **Not Applicable during the Reporting Period**
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; **Not Applicable during the Reporting Period**
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **Not Applicable during the Reporting Period** and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018. **Not Applicable during the Reporting Period**
- (vi) During the period under report, no specific law is applicable to the Company.



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

- (i) Secretarial Standards 1 and 2 issued by The Institute of Company Secretaries of India under provisions of The Companies Act, 2013 w.e.f. 1 July, 2015 amended from time to time; and
- (ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time **Not Applicable during the Reporting Period.**

I further report, that compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by Tax Auditor / Other designated professionals.

I further report that, during the year under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that:

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

Adequate notices were given to all the directors to schedule the Board Meetings, Agenda and detailed notes on Agenda

were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the Agenda items before the meeting and for meaningful participation at the meeting.

All decisions is carried through and that there were no dissenting member's views on any of the matter during the year that were required to be captured and recorded as part of the minutes.

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

I further report that during the audit period the Company has not conducted any actions / events which could have a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

For **RPAP & CO.**
Company Secretaries

Rajesh Parekh
Partner

Mem. No.: 8073

C.P No. : 2939

P/R No: 1305/2021

UDIN: A008073E000327766

Date: 18-05-2023

Place: Ahmedabad



To,
The Members,
Crystal Ceramic Industries Limited
CIN: U26933GJ2008PLC052576
F.F. 101,102, Elanza Vertex,
Nr. Zainobiya,
Sindhu Bhavan Road,
Bodakdev,
Ahmedabad 380059

Our report of even date provided in Form MR-3 is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I follow provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedure on test basis, for the purpose of issuing Secretarial Audit Report.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **RPAP & CO.**
Company Secretaries

Rajesh Parekh
Partner

Mem. No.: 8073

C.P No. : 2939

Peer review no.: 1305/2021

UDIN: A008073E000327766

Date: 18-05-2023

Place: Ahmedabad



Form No. MR-3
SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March, 2023

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

To,
The Members,
AMAZOONE CERAMICS LIMITED
CIN: U26933GJ2003PLC042959
Block No. 83 (old Block No.450),
At: Dalpur Taluka: Prantij,
Sabarkantha
Prantij Sabar Kantha
Gujarat 383120

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

Based on my verification of the **Company's** books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has during the audit period covering the financial year ended on **31 March, 2023** complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31 March 2023, according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the Rules made thereunder ;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder **Not Applicable during the Reporting Period**
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder:
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **Not Applicable during the Reporting Period**

- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **Not Applicable during the Reporting Period**
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; **Not Applicable during the Reporting Period**
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **Not Applicable during the Reporting Period**
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; - **Not Applicable during the Reporting Period**
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2015; - **Not Applicable during the Reporting Period**
 - (e) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; **Not Applicable during the Reporting Period**
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; **Not Applicable during the Reporting Period**
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2018; **Not Applicable during the Reporting Period** and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018. **Not Applicable during the Reporting Period**
- (vi) During the period under report, no specific law is applicable to the Company.

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

- (i) Secretarial Standards 1 and 2 issued by The Institute of Company Secretaries of India under provisions of The Companies Act, 2013 w.e.f. 1 July, 2015 amended from time to time; and



- (ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time **Not Applicable during the Reporting Period.**

I further report, that compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by Tax Auditor / Other designated professionals.

I further report that, during the year under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that:

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

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

All decisions is carried through and that there were no dissenting member's views on any of the matter during the year that were required to be captured and recorded as part of the minutes.

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

I further report that during the audit period the Company has not conducted any actions / events which could have a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

For **RPAP & CO.**
Company Secretaries

Rajesh Parekh
Partner

Mem. No.: 8073

C.P No. : 2939

Peer Review no.: 1305/2021

UDIN: A008073E000325764

Date: 17-05-2023

Place: Ahmedabad



To,
The Members,
AMAZOONE CERAMICS LIMITED
CIN: U26933GJ2003PLC042959
Block No. 83 (old Block No.450),
At: Dalpur Taluka : Prantij,
Sabarkantha
Prantij Sabar Kantha
Gujarat 383120

Our report of even date provided in Form MR-3 is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I follow provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedure on test basis, for the purpose of issuing Secretarial Audit Report.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **RPAP & CO.**
Company Secretaries

Rajesh Parekh
Partner

Mem. No.: 8073

C.P No. : 2939

Peer Review no.: 1305/2021

UDIN: A008073E000325764

Date: 17-05-2023

Place: Ahmedabad



ANNEXURE – E

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

[Section 134 (3) (m) of the Act read with Rule 8(3) of The Companies (Accounts) Rules, 2014]

A. CONSERVATION OF ENERGY:

- i. The steps taken or impact on conservation of energy;
- ii. The steps taken by the company for utilizing alternate sources of energy;
- iii. The capital investment on energy conservation equipment;

VITRIFIED PLANT (2022 TO 2023)										
SR. NO	WORK DONE	QTY	KW	VFD RUN FREQ	ONE TIME INVESTMENT IN ₹	UNIT/ YEAR BEFORE IMPLEMENT	UNIT/ YEAR AFTER IMPLEMENT	ANNUAL SAVINGS		
								UNIT	₹	PAYBACK IN MONTH
1	Nano Polishing Line-2, Install VFD to IE2 Head Motors	12	7.5	35	1,68,000	4,19,040	3,22,933	96,107	8,84,184	5.26
2	PLC programming for empty stop and waiting in glaze line	1	-	-	0	1,03,518	89,537	13,981	1,28,625	Immediate effect
3	Installed high efficiency new spray dryer to improve production capacity and reduce coal & production cost	-	-	-	-	-	-	-	Reduce coal cost up to ₹ 10,00,000 P.M.	
TOTAL								10,12,809		

WALL PLANT (2022 TO 2023)										
SR. NO	WORK DONE	QTY	KW	VFD RUN FREQ	ONE TIME INVESTMENT IN ₹	UNIT/ YEAR BEFORE IMPLEMENT	UNIT/ YEAR AFTER IMPLEMENT	ANNUAL SAVINGS		
								UNIT	₹	PAYBACK IN MONTH
1	Provide VFD in coal feeding conveyor system to reduce power consumption	-	26	38	0	76,238	69,350	6,888	63,369	Immediate effect
2	Install latest generation of LED light with sensor	-	-	-	-	-	-	-	-	Immediate effect
3	Air leakage audit conducted, reduce air leakage and improve compressor efficiency	-	-	-	0	2,20,344	1,98,422	21,922	2,01,682	Immediate effect
4	Provide VFD in Sizing machine	2	55	45	0	3,11,235	2,82,480	28,755	2,64,546	Immediate effect
5	Maintaining Power Factor near to Unity for effective utilization of Grid power and reduce apparent energy consumption	-	-	-	-	-	-	-	-	Immediate effect
TOTAL								5,29,597		



CERAMIC (FLOOR) DIVISION IDAR (2022 TO 2023)										
SR. NO	WORK DONE	QTY	KW	VFD RUN FREQ	ONE TIME INVESTMENT IN ₹	UNIT/ YEAR BEFORE IMPLEMENT	UNIT/ YEAR AFTER IMPLEMENT	ANNUAL SAVINGS		
								UNIT	₹	PAYBACK IN MONTH
1	Modify brake system of motor in elevator panel at Dryer to reduce breakdown cost	2	0.37	-	3,500	-	-	-	12,000	-
2	Modify panel with VFD at press area to reduce breakdown cost	1	-	-	-	-	-	-	-	-
TOTAL								12,000		

MARBLE DIVISION (2022 TO 2023)										
SR. NO	WORK DONE	QTY	KW	VFD RUN FREQ	ONE TIME INVESTMENT IN ₹	UNIT/ YEAR BEFORE IMPLEMENT	UNIT/ YEAR AFTER IMPLEMENT	ANNUAL SAVINGS		
								UNIT	₹	PAYBACK IN MONTH
1	Voltage Reduction in Transformer-2	1			0	26,10,960	23,35,956	2,75,004	25,30,036	0
2	Improve P.F. on polishing line				3,20,000	27,17,640	26,27,136	90,504	8,32,636	4.63
3	Change 2 nd speed VFD Air compressor				11,00,000	4,74,900	3,43,596	1,31,304	12,07,996	10.93
4	Install Energy Efficient Motor On Polishing Line	16			12,00,000	8,44,704	7,11,516	1,33,188	12,25,329	11.76
5	LED Light	50			1,50,000	45,000	27,000	18,000	1,65,600	10.86
TOTAL								59,61,699		

B. TECHNOLOGY ABSORPTION:

i. The efforts made towards technology absorption:

The Company is fully equipped and further updating with the latest technology for producing its quality products. Company has continuous ongoing Research and Development Program which during the period under review introduced larger format and various designs of tiles. In addition to development of new products, the Research and Development Department also instituted a comprehensive quality control of all units to ensure that all the Company's products meet or exceed international standards. The company has replaced old version machines with Upgraded machines. The Company has replaced old dryer and kiln by new and upgraded technology dryer and kiln in our wall tiles unit keeping the same production capacity. All the manufacturing plants of the company have continued their efforts to reduce the specific energy consumption and the same is monitored in order to minimize wastage and facilitate optimum utilization of energy.

ii. The benefits derived like product improvement, cost reduction, product development or import substitution:

The Company has set up one centralized Ultramodern and well equipped laboratory with all needful instruments as per the requirement of BIS (IS 15622, ISO 13006, EN standards), to test the in process and final products. Company has continuous ongoing Research and Development Program

which during the period under review introduced larger format and various designs of tiles. In addition to development of new products, the Research and Development Department also instituted a comprehensive quality control of all units to ensure that all the Company's products meet or exceed international standards.

Digital print heads & bars are upgraded and replaced as per the latest versions of DPI (Drops Per Inch) in our Vitrified unit and Wall Unit.

Maintenance and repairing of all equipment and machineries are carried out timely to ensure optimum energy efficiency and reduce breakdown cost.

The ceramic tile plant at Idar(Gujarat) is regular utilizing 100% wind turbine power of company's installed wind turbine at kuchchh(Gujarat)

The Company has updated with auto switching on & off of conveyors, blowers, moving parts, lighteners etc. and all conventional light are replaced with LED with sensor.

Installed heat recovery system is utilized 100% waste heat from kilns and dryers. Installed VFD's in the manufacturing units. Modify horizontal dryer heat distribution system for minimize gas consumption in our Vitrified, ceramic and wall unit.

Insulate Gas burner pipe line and heat supply duct line with thermal coating to minimize heat loss and improve the production capacity.

**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: The Company has imported below machineries/ technologies as mentioned in the table:
- (b) the year of import: as mentioned herein below:

Year of Import	Imported Technology
2019-20	Energy saving single layer dryer (Wall tiles unit)
2019-20	High efficient firing kiln (Wall tiles unit)
2019-20	Compensator (Wall unit)
2020-21	Nil
2021-22	Nil
2022-23	High efficient firing kiln (Vitrified unit)

- (c) whether the technology been fully absorbed: Yes
- (d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof: N.A.
- (e) The expenditure incurred on Research and Development: Nil

C. FOREIGN EXCHANGE EARNING AND OUTGO:

Particulars	(₹ in Lakhs)	
	2022-23	2021-22
Earning: Export in terms of actual inflows	18,607.41	16,575.92
Outgo: Imports in terms of actual outflows	7,959.57	18,982.95

For and on behalf of the Board of Directors

Kamleshkumar B. Patel

Chairman and Managing Director

DIN: 00229700

Place: Ahmedabad

Date: 12 August, 2023



Report on Corporate Governance

[pursuant to Part C of Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

1. A Brief Statement on Company's philosophy on Code of Governance:

The Company believes in the practice of good Corporate Governance and acting as a good corporate citizen. The spirit of Corporate Governance has been prevailing in the Company. The Company believes in the values of transparency, professionalism and accountability. The Company recognizes the accountability of the Board and importance of its decisions on its customers, dealers, employees, shareholders and all stakeholders. The objective is to meet stakeholders' aspirations and societal expectations. Good governance practices stem from the dynamic culture and positive mind-set of the Organisation.

At Asian Granito India Limited ('AGL'), we have institutionalised the right building blocks for future growth. The building blocks will ensure that we achieve our ambition in a prudent and sustainable manner. AGL not only adheres to the prescribed Corporate Governance practices as per the SEBI Listing Regulations which has been continuously fine tuning and upgrading the standards of Corporate Governance applicable to Indian Companies, but is also committed to sound Corporate Governance principles and practices. It constantly strives to adopt emerging best practices being followed worldwide. It is our endeavour to achieve higher standards and provide oversight and guidance to the management in strategy implementation, risk management and fulfilment of stated goals and objectives.

2. Board of Directors:

The Board of Directors, being the trustee of the Company, responsible for the establishment of cultural, ethical and accountable growth of the Company, is constituted with a high level of integrated, knowledgeable and committed professionals. The Board provides strategic guidance and independent views to the Company's Senior Management while discharging its fiduciary responsibilities.

A. Composition and Category of Directors:

The Company has a balanced Board with optimum combination of Executive and Non-Executive

Independent Directors, which plays a crucial role in Board processes and provides independent judgment on issues of strategy and performance. The Board of Directors of the Company consist of eminent individuals from diverse fields having experience and expertise in their respective fields. As on 31 March, 2023, Board comprises of 10 (Ten) Directors out of which 5 (Five) are Executive Directors and 5 (Five) are Independent Directors. Independent Directors are appointed in compliance with the definition as defined under Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter called 'SEBI Listing Regulations') as amended from time to time. The maximum tenure of the Independent Directors is in compliance with the Companies Act, 2013 (hereinafter called 'Act'). The composition of the Board is in conformity with the Regulation 17 of the SEBI Listing Regulations.

The Company firmly believes that an enlightened Board consciously creates a culture of leadership to provide a long-term vision and policy approach to improve the quality of governance. The Board's actions and decisions are aligned with the Company's best interests. The Board is committed to the goal of sustainably elevating the Company's value creation.

In terms of the requirement of the provisions of the Companies Act, 2013 and Regulations, the Nomination and Remuneration Committee has been designated to evaluate the need for change in the composition and size of the Board of the Company and to select members to fill Board vacancies.

None of the Directors on the Board is a member of more than 10 (ten) Committees or Chairperson of more than 5 (five) Committees across all Listed Companies in which he / she is a Director, pursuant to Regulation 26 of SEBI Listing Regulations. Further, none of the Independent Directors on the Board is serving as an Independent Director in more than 7 (seven) Listed Companies.



B. Name of Board of Directors, relationships between Directors, Number of Board Meetings, attendance at the Board Meetings and the last AGM and other Directorship:

The composition of the Board, attendance at the Board Meetings during the year ended on 31 March, 2023 and the last AGM and also the number of other directorships and committee memberships are given below:

Name of Director & Designation	Category	Inter-se Relationships between Directors	Attendance of Meetings during 2022-23		Last Annual General Meeting Attended	Other Directorships/ Board Committees (Numbers)			Name of the other Listed entity where the person is a director and category of Directorship
			Board Meeting held during his/her tenure	Board Meeting attended during his/her tenure		*Directorships in Other Companies including this listed entity	**Committee Membership including this listed entity	**Committee Chairmanship including this listed entity	
Mr. Kamleshkumar B. Patel	Promoter, Chairman and Managing Director	-	5	5	Yes	1	2	0	-
Mr. Mukeshbhai J. Patel	Promoter and Managing Director	Brother of Sureshbhai Patel	5	5	Yes	1	0	0	-
Mr. Sureshbhai Patel,	Part of Promoter Group and Executive Non-Independent Director	Brother of Mukeshbhai J. Patel	5	5	Yes	1	0	0	-
Mr. Bhaveshkumar Patel	Promoter and Executive Non-Independent Director	-	5	5	Yes	1	0	0	-
Mr. Kanubhai Patel ⁵	Promoter and Executive Non-Independent Director	-	3	3	Yes	-	-	-	-
Mr. Bhogibhai Patel	Part of Promoter Group and Executive Non-Independent Director	-	5	5	Yes	1	0	0	-
Mr. Hemendrakumar Shah	Non-Executive Independent Director	-	5	5	Yes	6	6	4	Non-Executive Independent Director 1. Deep Industries Ltd 2. Deep Energy Resources Ltd 3. Denis Chem Lab Limited 4. Sakar healthcare Ltd 5. Prism Finance Ltd
Mr. Maganlal Prajapati	Non-Executive Independent Director	-	5	5	Yes	1	1	0	-
Dr. Indira Nityanandam	Non-Executive Independent Director	-	5	3	No [®]	1	1	1	-
Mr. Kandarp Trivedi	Non-Executive Independent Director	-	5	5	Yes	1	4	3	-
Mr. Mukesh M. Shah	Non-Executive Independent Director	-	5	3	Yes	2	2	1	Non-Executive Independent Director 1. Adani Power Limited
Mrs. Dipti Mehta [#]	Non-Executive Independent Director	-	2	2	Not Applicable	-	-	-	-

*Excluded the directorship held in Private Limited Companies, Foreign Companies and Companies incorporated under Section 8 of the Act as per Regulation 26 of the SEBI Listing Regulations.

**Included only the Membership / Chairmanship in Audit Committee and Stakeholders Relationship Committee in all Public Limited Companies as per Regulation 26 of the SEBI Listing Regulations.

[®] Dr. Indira Nityanandam being unable to attend AGM, had authorised Mr. Kamleshkumar B. Patel, Member of SRC to address the query of Shareholders, if any, on her behalf.

[#] Mrs. Dipti Mehta has resigned from the position of Non-Executive Independent Director w.e.f. 08 August, 2022 due to her pre-occupation & paucity of time.

⁵ Mr. Kanubhai Patel has resigned from the position of Executive Director w.e.f. 07 November, 2022 due to his personal reasons.



Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors appointed Dr. Yashree Dixit as an Additional Non-Executive Independent Director w.e.f. 12 August, 2023 for a period of Five (5) years, subject to the approval of the Members. The notice of 28th AGM sets out the details of her appointment. As she has been appointed w.e.f. 12 August, 2023, she has not attended any of the Board Meetings and has not received any remuneration towards sitting fees for the year under review. She has not been appointed in any of the Board Committees as on the day of this report.

The Company provides information as set out in Regulation 17 read with Part A of Schedule II of SEBI Listing Regulations to the Board and Board's Committees to the extent it is applicable and relevant. Such information is submitted either as part of the agenda papers in advance of the respective meetings or by way of presentations and discussions during the meeting.

C. Meetings of the Board of Directors:

The Board meets at least once in every quarter to discuss and decide on inter alia business strategies/ policies and review the financial performance of the Company and its subsidiaries and other items on agenda. Additional meetings are held from time to time as and when necessary.

The notice of each Board Meeting is given in writing to each Director of the Company. The agenda along with the relevant notes and other material information are sent to each Director in advance and in exceptional cases tabled at the meeting.

Also, the Board Meetings of the Company have been held with proper compliance of the provisions of Companies Act, 2013, SEBI Listing Regulations and Secretarial Standards, as applicable thereon.

During the year under review, 5 (Five) Board Meetings were held on 24 May, 2022, 09 June, 2022, 12 August, 2022, 10 November, 2022, 02 February, 2023. The necessary

quorum was present for all the meetings. The maximum gap between any two consecutive meetings was less than one hundred and twenty days, as stipulated under Section 173 (1) of the Act, and Regulation 17 (2) of the SEBI Listing Regulations and the Secretarial Standards by the Institute of Company Secretaries of India.

D. Board Support:

The Company Secretary attends the Board / Committee Meetings and advises on compliances with applicable laws and governance.

E. Number of shares and convertible instruments held by Non-Executive Directors as on 31 March, 2023:

None of the Non - Executive Directors hold any shares of the Company nor any convertible instruments as on 31 March, 2023.

F. Familiarisation Programme:

The Company and Business familiarisation process for Independent Directors was an ongoing process during the financial year and largely carried out by way of special discussions and presentations at Board / Committee Meetings on important matters such as key regulatory changes and amendments, material legal matters, changing industry trends, periodic operations review, annual budget review (including CAPEX plan), strategy discussions and exceptional developments, if any, in the Company. The details of such familiarization program have been disclosed on the Company's website at <https://www.aglasiangranito.com/familiarisation-programmes>.

G. Core Skills / Expertise / Competencies available with the Board

The Board comprises of qualified members who possess required skills, expertise and competencies that allow them to make effective contributions to the Board. The following skills / expertise / competencies have been identified for the effective functioning of the Company and are currently available with the Board:

	Skills / Expertise / Competencies	Director who possess such skills / expertise / competencies
Strategic Leadership	Significant leadership experience to think strategically and develop effective strategies to drive change and growth in context of the Company's overall objectives.	Entire Board
Industry Experience	Experience and / or knowledge of the industry in which the Company operates.	Mr. Kamleshkumar B. Patel Mr. Mukeshbhai J. Patel Mr. Sureshbhai Patel Mr. Bhaveshkumar Patel Mr. Kanubhai Patel ⁵ Mr. Bhogibhai Patel
Financial Expertise	Qualification and / or experience in accounting and / or finance coupled with ability to analyse key financial statements; critically assess financial viability and performance; contribute to financial planning; assess financial controls and oversee capital management and funding arrangements.	Mr. Kamleshkumar B. Patel Mr. Mukeshbhai J. Patel Mr. Hemendrakumar Shah Mrs. Dipti Mehta [#] Mr. Mukesh Shah Mr. Kandarp Trivedi Mr. Maganlal Prajapati



	Skills / Expertise / Competencies	Director who possess such skills / expertise / competencies
Governance, Risk and Compliance	Knowledge and experience of best practices in governance structures, policies and processes including establishing risk and compliance frameworks, identifying and monitoring key risks.	Entire Board
Diversity	Representation of gender, cultural or other such diversity that expand the Board's understanding and perspective	Dr. Indira Nityanandam

Resigned as Independent Director w.e.f. 08 August, 2022

§ Resigned as Director w.e.f. 07 November, 2022

H. Confirmation regarding Independent Directors:

Based on the confirmation or declarations received from the Independent Directors of the Company, the Board of Directors confirm that in its opinion, the Independent Directors fulfil the conditions specified in Regulation 16(1) (b) of SEBI Listing Regulations and section 149(6) of the Act and that all the Independent Directors of the Company are independent from the Management.

A separate meeting of the independent directors was held on 12 July, 2022, without the presence of Non-Independent Directors, inter alia, to discuss:

- To review performance of Chairperson and Non-Independent Directors of the Company and to review performance of the entire Board of Directors of the Company.
- To assess the quality, quantity and timeliness of flow of information.
- To ensure adequate deliberations on Related Party Transaction.
- To ensure that the company has adequate and functional Vigil Mechanism.

I. Detailed reasons for the resignation of an Independent Director:

During the financial year ended 31 March, 2023, Mrs. Dipti Mehta, who is a Practising Company Secretary, has resigned from the post of Independent Director of the Company before the expiry of her term of appointment with effect from 08 August, 2022 due to her intention to devote more time to the activities of Institute of the Company Secretaries of India and paucity of time. Further, Mrs. Dipti Mehta has confirmed that there are no other material reasons for her resignation.

3. BOARD COMMITTEES:

The Committees of the Board play an important role in the governance and focus on specific areas and make informed decisions within the delegated authority. Each Committee is guided by its Charter or Terms of Reference, which provides for the composition, scope, powers and duties and responsibilities. The recommendation and / or observations and decisions are placed before the Board for information or approval. The Chairman of respective Committee updates the Board regarding the discussions held / decisions taken at the Committee Meeting.

Dr. Dhruvi Trivedi, Company Secretary, also acts as a Secretary to all the Committees of the Board and provides secretarial support to the Committees.

All the Committee meetings are attended by the Chief Financial Officer.

The Chairman of all the Committees attended the last AGM held on 16 September, 2022 except Dr. Indira Nityanandam, Chairperson of Stakeholders Relationship Committee and she has authorised Mr. Kamleshkumar B. Patel, Member of Stakeholders Relationship Committee to address query of Shareholders, if any on behalf of her.

The Board has constituted the following mandatory and non-mandatory Committees:-

A. Audit Committee:

The Company has complied with the requirements of Regulation 18 of SEBI Listing Regulations and Section 177 of the Act as regards composition of Audit Committee.

I. Terms of reference of Audit Committee:

The powers, role and terms of reference of the Audit Committee covers the areas as mentioned under Regulation 18 of the SEBI Listing Regulations read with Part C of Schedule II of the SEBI Listing Regulations and Section 177 of the Act, besides other terms as may be referred by the Board of Directors. These, inter alia, include oversight of Company's financial reporting process, internal financial controls, reviewing the adequacy of the internal audit function, reviewing with management the quarterly / annual financial statements before submission to the Board, recommending the appointment of statutory auditors and fixation of their remuneration, approval of related party transactions, evaluation of risk management systems etc.

The role of the Audit Committee inter alia includes the following:

1. FINANCIAL INFORMATION REVIEW:

- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.



- ii. To examine the financial statement and the auditors' report thereon.
 - iii. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
 - A. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report;
 - B. Changes, if any, in accounting policies and practices and reasons for the same;
 - C. Major accounting entries involving estimates based on the exercise of judgment by management;
 - D. Significant adjustments made in the financial statements arising out of audit findings;
 - E. Compliance with listing and other legal requirements relating to financial statements;
 - F. Disclosure of any related party transactions; and
 - G. Modified opinion(s) in the draft audit report.
 - iv. Reviewing with the management, the quarterly financial statements before submission to the Board for approval.
 - v. Reviewing with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue and making appropriate recommendations to the Board to take steps in this matter.
 - vi. To review the utilization of loans and / or advances from / investment by the Company in the subsidiary exceeding 100 Crores or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments.
 - vii. To review the following details mandatorily:
 - A. Management discussion and analysis of financial condition and results of operations;
 - B. Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
 - C. Management letters / letters of internal control weaknesses issued by the Statutory Auditors if any;
 - D. Internal audit reports relating to internal control weaknesses.
 - E. The appointment, removal and terms of remuneration of the Chief Internal Auditor.
 - F. Statement of deviations:
 - a. Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32 (1) of SEBI Listing Regulations.
 - b. Annual statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice in terms of Regulation 32 (7) of SEBI Listing Regulations.
 - viii. To review the financial statements of unlisted subsidiary companies, and in particular, the investments made by them.
- 2. INTERNAL CONTROLS AND POLICIES FOR MAINTAINING VIGIL**
- i. Scrutiny of inter-corporate loans and investments.
 - ii. Valuation of undertakings or assets of the Company, wherever it is necessary.
 - iii. Evaluation of Internal Financial Controls and Risk Management systems.
 - iv. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.



- v. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
 - vi. To review the functioning of the Whistle Blower (Vigil) mechanism.
 - vii. To approve the appointment of Chief Financial Officer (i.e., the Whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate.
 - viii. Investigate any activity within its terms of reference and any matters referred to it by the Board.
 - ix. To review the frauds reported by the Statutory Auditors, Cost Auditors and Secretarial Auditors, if any.
 - x. Monitoring the end use of funds raised through public offers and related matters.
 - xi. Reviewing with the Auditors and Management, if required, about internal control systems, the scope of audit, including the observations of the auditors and review of financial statement before their submission to the Board and any related issues there with.
- 3. RELATIONSHIP WITH STATUTORY, INTERNAL & COST AUDITORS**
- i. Recommend to the Board for appointment, remuneration and terms of appointment of Auditors of the Company.
 - ii. Approval of payments to Statutory Auditors for any other services rendered by them.
 - iii. Review and monitor the auditor's independence and performance and effectiveness of audit process.
 - iv. Discussion with Statutory Auditors before the audit commences, about the nature and scope of audit as well as post audit discussion to ascertain any area of concern.
 - v. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
 - vi. Discussion with Internal Auditors of any significant findings and follow up there on.
 - vii. Reviewing, with the management, performance of Statutory and Internal Auditors of the internal control systems.
- 4. RISK MANAGEMENT**
- i. Review procedures for risk assessment and minimization for informing the same to the Board.
 - ii. Framing and recommending to the Board the Risk Management Policy and Plan.
 - iii. Monitoring and reviewing the risk management plan including inter-alia cyber security.
- 5. RELATED PARTY TRANSACTIONS**
- i. Approval or any subsequent modification of transactions of the Company with related parties.
 - ii. To lay down the criteria for granting the omnibus approval in line with the policy on related party transactions.
 - iii. To review, at least on a quarterly basis, the details of related party transactions entered into by the Company pursuant to each of the omnibus approvals given.
- 6. Other Functions:**
- i. Perform other activities related to this Charter as requested by the Board of Directors.
 - ii. Carry out additional functions as is contained in the listing agreement or other regulatory requirements applicable to the Company or in the terms of reference of the Audit Committee.
 - iii. Institute and oversee special investigations as needed.
 - iv. Monitors implementation and compliance with the Company's Code of Conduct for Prohibition of Insider Trading in pursuance of SEBI (Prohibition of Insider Trading) Regulations, 1992.



During the financial year ended 31 March, 2023, the Audit Committee met 5 (Five) times on 24 May, 2022, 09 June, 2022, 12 August, 2022, 10 November, 2022, 02 February, 2023. The maximum time gap between any two meetings was not more than one hundred and twenty days. The composition and details of attendance of members of the Committee are given as under:

Name of the Committee Members	Designation	Category	No. of Meetings held during the tenure	No. of Meetings attended
Mr. Kandarp Trivedi	Chairperson	Non-Executive Independent Director	5	5
Mr. Maganlal Prajapati	Member	Non-Executive Independent Director	5	5
Mr. Kamleshkumar B. Patel	Member	Promoter and Chairman and Managing Director	5	5

The Committee invites the representatives of the Statutory Auditors and Internal Auditor and other related Functional Executives of the Company, as and when required. Further, Chief Financial Officer also attends the Audit Committee meeting(s).

The Committee holds meetings with Statutory Auditors and Internal Auditors on one to one basis, as and when it deems fit and had ascertained that they didn't have any unexpressed concerns.

B. Nomination and Remuneration Committee:

In accordance with Section 178 of the Act and Regulation 19 of the SEBI Listing Regulations read with Part D of Schedule II of the SEBI Listing Regulations, the terms of reference of the Committee include the following namely formulation of criteria for determining qualifications, positive attributes and independence of director, recommending to the Board a policy relating to remuneration of directors, key managerial personnel and other employees, formulation of criteria for evaluation of directors performance, devising a policy on Board diversity, identifying persons who are qualified to become directors and who may be appointed in senior management positions in accordance with the criteria laid down and recommend to the Board their appointment and removal.

I. Terms of reference of Nomination and Remuneration Committee:

Terms of reference of the Nomination and Remuneration Committee are as per the guidelines set out in the SEBI Listing Regulations, as and when applicable and Section 178 of the Act, that inter alia includes:

The role of the Nomination and Remuneration Committee is to recommend to the Board, the remuneration package for the Managing / Executive Directors and senior officials just one level below the Board. The Committee functions as follows:

1. To evaluate and recommend the composition of the Board of Directors and sub-committees thereof.
2. To identify persons who are qualified to become Directors and who may be appointed in senior

management positions in accordance with the criteria laid down, recommend to the Board their appointment and removal.

3. *For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
 - a) use the services of external agencies, if required;
 - b) consider candidates from a wide range of backgrounds, having due regard to diversity; and
 - c) consider the time commitments of the candidates.
4. To specify the manner for effective evaluation of Board, its Committees and individual directors to be carried out either by the Board, by the Committee or by an independent external agency and review its implementation and compliance.
5. Devising a Policy on Board Diversity.
6. Formulate the criteria for determining qualifications, positive attributes and independence of a Director.
7. To recommend a Policy to the Board relating to the remuneration for the Directors, KMP and other employees, for its approval.
8. The Committee shall, while formulating the policy, ensure the following:
 - a) 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;



- b) Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- c) Remuneration to Directors, KMP 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.

Senior Management for the above purpose shall mean personnel of the Company who are members of its core management team excluding Board of Directors comprising all members of management one level below the CEO/MD/WTD/Manager (including CEO/Manager, not part of the board) and shall specifically include CS and CFO.

9. To recommend to the Board remuneration proposed to be paid, to Executive Directors, Non-executive Directors (other than Independent Directors), Whole-time Key Managerial Personnel and Senior Management, with proper justification for such remuneration.
10. To seek information from management and have full access to the Company's records relevant to its functioning in discharge of its obligations.
11. To make recommendations to the Board on any matter within its purview, by passing appropriate resolutions.
12. To note information on recruitment and remuneration of Senior Officers just below the level of Board of Directors, including appointment or removal of Chief Financial Officer and the Company Secretary.
13. To formulate criteria for evaluation of performance of independent directors and the Board of Directors.
14. To recommend the Board, all remuneration, in whatever form, payable to senior management.
15. To undertake related activities, functions and duties as the Board of Directors may from time to time, after deliberations, prescribe or as may be required to be undertaken in terms of any statutory or regulatory provisions.

*Point No. 3 was replaced to the terms of reference in the Board meeting dated 02 February, 2023.

II. Performance Evaluation Criteria:

The Nomination and Remuneration Committee (NRC) has defined the evaluation criteria, procedure and time schedule for the Performance Evaluation process for the Board, its Committees and Directors. The criteria for evaluation of Individual Directors include inter-alia, leadership initiative, initiative in terms of new ideas and planning for the Company, professional skills, problem solving and decision making, compliance with policies of the Company, ethics, Code of Conduct etc. reporting of frauds, violations etc., safeguarding of interest of whistle blowers under vigil mechanism, timely inputs of the minutes of the meetings of the Board and Committee, if any.

The criteria for evaluation of entire Board of Directors include inter-alia the Board of Directors of the Company is effective in decision making, the Board of Directors is effective in developing a corporate governance structure that allows and encourages the Board to fulfill its responsibilities, the Company's systems of control are effective for identifying material risks and reporting material violations of policies and law, the Board reviews the organization's performance in carrying out the stated mission on a regular basis, the Board of Directors is effective in providing necessary advice and suggestions to the Company's management, the Board as a whole up to date with latest developments in the regulatory environment and the market, the information provided to Directors prior to Board meetings meets your expectations in terms of length and level of detail, Board meetings are conducted in a manner that encourages open communication, meaningful participation, and timely resolution of issues, the Board Chairman effectively and appropriately leads and facilitates the Board meetings and the policy and governance work of the board, the Board appropriately considers internal audit reports, management's responses, and steps towards improvement, the Board oversees the role of the independent auditor from selection to termination and has an effective process to evaluate the independent auditor's qualifications and performance, the Board considers the independent audit plan and provides recommendations.

During the financial year ended 31 March, 2023, Nomination and Remuneration Committee held 5 (Five) meetings on 24 May, 2022, 09 June, 2022, 12 August, 2022, 10 November, 2022 and 02 February, 2023.



The composition and details of attendance of members of the Committee are given as under:

Name of the Committee Member	Designation	Category	No. of Meetings held during the tenure	No. of Meetings attended
Mr. Mukeshbhai J. Shah	Chairperson	Non-Executive Independent Director	5	3
Mr. Hemendrakumar Shah	Member	Non-Executive Independent Director	5	5
Mr. Kamleshkumar B. Patel	Member	Promoter and Chairman and Managing Director	5	5
Mr. Kandarp Trivedi	Member	Non-Executive Independent Director	5	5

C. Remuneration of Directors

I. Details of the Remuneration paid to Directors during the year 2022-23 are as follows:

(₹ in Lakhs)

Name of Director	Salary & Perquisites and other allowance	Commission	Sitting Fees	Total
Mr. Kamleshkumar B. Patel	63.80	-	-	63.80
Mr. Mukeshbhai J. Patel	46.78	-	-	46.78
Mr. Sureshbhai Patel	45.02	-	-	45.02
Mr. Bhaveshkumar Patel	26.60	-	-	26.60
Mr. Kanubhai Patel ⁵	14.79	-	-	14.79
Mr. Bhogibhai Patel	20.22	-	-	20.22
Mr. Kandarp Trivedi	-	-	1.35	1.35
Mr. Maganlal Prajapati	-	-	1.10	1.10
Dr. Indira Nityanandam	-	-	0.40	0.40
Mr. Hemendrakumar Shah	-	-	1.50	1.50
Mr. Mukesh Shah	-	-	1.00	1.00
Mrs. Dipti Mehta [#]	-	-	0.75	0.75

[#] Resigned as Independent Director w.e.f. 08 August, 2022

⁵ Resigned as Director w.e.f. 07 November, 2022

All the executive directors have been paid remuneration as per the limits approved by the Board and Shareholders of the Company.

None of the Non-Executive Directors have any pecuniary relationship or transactions with Company. Apart from sitting fees, Non-Executive Directors do not receive any other consideration during the financial year.

II. Criteria for making Payments to Non-Executive Directors:

Non-Executive Directors may be paid sitting fees for attending the meetings of the Board and of Committees of which they may be members within regulatory limits. Quantum of sitting fees may be subject to review on a periodic basis, as required.

The criteria for making payment to the Non-Executive Directors is hosted on the website of the Company https://www.aglasiangranito.com/policies/criteria_for_making_payment_to_non_executive_directors.pdf.

Within the parameters prescribed by law, the payment of sitting fees will be recommended by the NRC and approved by the Board.

In addition to the sitting fees, the Company may pay to any Director such fair and reasonable expenditure, as may have been incurred by the Director while performing his/her role as a Director of the Company. This could include reasonable expenditure incurred by the Director for attending Board/Board Committee Meetings, General Meetings, Court Convened Meetings, Meetings with Shareholders/Creditors/Management, site visits, induction and training (organised by the Company for Directors) and in obtaining professional advice from independent advisors in the furtherance of his/her duties as a Director.

D. Stakeholders Relationship Committee:

The role and brief terms of reference of the Stakeholders Relationship Committee are as per Section 178 (5) of the Act and Regulation 20 read with Part D of Schedule II of SEBI Listing Regulations, the Company has in place, a Stakeholders' Relationship Committee ("SRC").

I. Terms of reference of Stakeholders Relationship Committee:

- The Committee shall resolve complaints related to transfer / transmission of shares, non-receipt of annual report and non-receipt of declared dividends, general meetings, approve issue of new/duplicate certificates and new certificates on split / consolidation / renewal etc., approve transfer / transmission, dematerialization and re-materialization of equity shares in a timely



- manner and oversee the performance of the Registrar and Transfer Agents and recommend measures for overall improvement in the quality of investor services.
2. The Committee shall review the measures taken for effective exercise of voting rights by shareholders.
 3. The Committee shall review the adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
 4. The Committee shall review various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.
 5. The Committee shall perform any other function required under the (i) Indian Act and rules framed thereunder (ii) the equity listing agreement entered into between Asian Granito India Limited and the stock exchanges on which its equity shares are listed or by the Board and (iii) SEBI Listing regulations, or any other applicable law from time to time.
 6. The Committee shall periodically provide updates to the Board.
 7. The Committee may consult with other committees of the Board, if required, while discharging its responsibilities.
 8. The Committee shall monitor and review on an annual basis the Company's performance in dealing with Stakeholder grievances.
 9. The Committee shall review and reassess the adequacy of this Charter periodically and recommend any proposed changes to the Board for approval.
 10. The Committee shall have access to any internal information necessary to fulfill its role.
 11. The Committee shall also have authority to appoint, remove, obtain advice and assistance from internal or external legal, accounting or other advisors.

During the financial year ended 31 March, 2023, SRC has held four meetings on 24 May, 2022, 12 August, 2022, 10 November, 2022 and 02 February, 2023. The composition of the Committee is in compliance of the provisions of the Act and SEBI Listing Regulations as amended and details of attendance of members of the Committee at the meetings are given as under:

Name of the Committee Member	Designation	Category	No. of Meetings held during the tenure	No. of Meetings attended
Dr. Indira Nityanandam	Chairperson	Non-Executive Independent Director	4	2
Mr. Kamleshkumar B. Patel	Member	Promoter and Chairman and Managing Director	4	4
Mr. Kandarp Trivedi	Member	Non-Executive Independent Director	4	4

The Committee considers and resolves the grievances of the security holders. The Committee also reviews the manner and time-lines of dealing with complaint letters received from Stock Exchanges / SEBI / Ministry of Corporate Affairs etc., and the responses thereto.

II. Status Report of Investor Complaints during the year:

Status of Investor Complaints as on 31 March, 2023 as reported under Regulation 13 (3) of the SEBI Listing Regulations are as under normally the complaints are disposed of within 30 days, if received by the Company:

Number of complaints at the beginning of the year	0
Number of complaints received during the year	22
Number of Complaints resolved during the year	22
Number of complaints not solved to the satisfaction of shareholders	0
Number of complaints pending at the ending of the year	0

III. Name, Designation and Contact Details of the Compliance officer:

Dr. Dhruvi Trivedi,

Company Secretary and Compliance Officer,
Asian Granito India Limited,
Regd. Office: 202 Dev Arc,
Opposite Iskon Temple,
S G Highway,
Ahmedabad – 380015.
Ph. No.: +91-79-66125500 / 698,
E-Mail: cs@aglasiangranito.com.



E. Risk Management Committee:

The role, responsibilities, powers and brief terms of reference of the Risk Management Committee are as per Regulation 21 read with Part D of Schedule II of SEBI Listing Regulations, the Company has in place, a Risk Management Committee ("RMC").

I. *Terms of reference of Risk Management Committee:

1. To formulate a detailed risk management policy which shall include:
 - a) A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.
 - b) Measures for risk mitigation including systems and processes for internal control of identified risks.
 - c) Business continuity plan.
2. To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
3. To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
4. To periodically review the risk management policy, at least once in two years, including by

considering the changing industry dynamics and evolving complexity;

5. To keep the Board of Directors informed about the nature and content of its discussions, recommendations and actions to be taken;
6. The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee.
7. To seek information from any employee, obtain outside legal or other professional advice and secure attendance of outsiders with relevant expertise, if it considers necessary.
8. The Risk Management Committee shall coordinate its activities with other committees, in instances where there is any overlap with activities of such committees, as per the framework laid down by the Board of Directors.

*Terms of references were replaced in the Board meeting dated 02 February, 2023.

II. Composition, meetings and attendance:

During the financial year ended 31 March, 2023, Risk Management Committee met 4 (Four) times on 16 May, 2022, 10 August, 2022, 09 November, 2022 and 02 February, 2023. The composition of the Committee is in compliance of the provisions of the Act and SEBI Listing Regulations as amended and details of attendance of members of the Committee at the meetings are given as under:

Name of the Committee Member	Designation	Category	No. of Meetings held during the tenure	No. of Meetings attended
Mr. Mukeshbhai J. Patel	Chairperson	Promoter and Managing Director	4	4
Mr. Kamleshkumar B. Patel	Member	Promoter and Chairman and Managing Director	4	4
Mr. Maganlal Prajapati [^]	Member	Non-Executive Independent Director	4	4
Mr. Kandarp Trivedi ^{&}	Member	Non-Executive Independent Director	Not Applicable	Not Applicable

[^] Resigned as Member w.e.f. 02 February, 2023

[&] Appointed as Member w.e.f. 02 February, 2023

F. Corporate Social Responsibility Committee:

In line with the provisions of Section 135 of the Act, read with Schedule VII of the Act, the board has constituted Corporate Social Responsibility Committee ("CSR"), inter alia, to formulate CSR Policy, to recommend the amount of expenditure to be incurred on social activities and to monitor the CSR Policy and to identify the areas of CSR activities and recommended the amount of expenditure to be incurred on such activities.

1. To formulate and recommend to the Board of Directors ('Board'), a CSR Policy which shall indicate the activities, projects or programs, excluding the

activities undertaken by the Company in pursuance of its normal course of business of the Company, to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013, or any modifications thereof and includes approach and direction of the Board, guiding principles for selection, implementation and monitoring of activities as well as formulation of the annual action plan.

2. Consider and recommend the amount of expenditure (including annual budget) to be incurred for the Corporate Social Responsibility activities.



3. Monitor the CSR Policy of the Company from time to time and recommend amendments thereto, as may be required.
 4. To formulate and recommend to the Board, an annual action plan in pursuance of its CSR policy which shall include the list of CSR projects or programmes that are approved to be undertaken; manner of execution of such projects or programmes; modalities of utilization of funds and implementation schedules; monitoring and reporting mechanism for the projects or programmes and details of need and impact assessment, if any, for the projects undertaken.
 5. To ensure legal and regulatory compliance from a CSR perspective.
 6. To approve any report, inter alia, which may be required to be submitted in pursuance of any statutory or regulatory requirement.
 7. Collaborate with other companies for undertakings, activities, projects or programs relating to CSR, as required.
 8. To review, monitor and provide its strategic direction to the Company's sustainable development goals.
 9. To integrate its environmental, social and governance objectives with its business strategies and assist in crafting unique models to support creation of sustainable value over long term.
 10. Consider other functions, as delegated by the Board, or as may be stipulated under any law, rule or regulation or as may be required, from time to time.
 11. To seek information from management and have full access to the Company's records relevant to its functioning in discharge of its obligations.
 12. To make recommendations to the Board on any matter within its purview, by passing appropriate resolutions.
 13. *To comply the provisions and rules of Companies Act with respect to any amount remaining unspent for CSR during financial year, if any.
 14. *To open a special account to be opened by the company in that behalf of any unspent amount, if any for that financial year with any scheduled bank.
- *Point No. 13 and 14 were added to the terms of reference in the Board meeting dated 02 February, 2023
- During the financial year ended 31 March, 2023, CSR committee met 4 (Four) times on 24 May, 2022, 12 August, 2022, 10 November, 2022 and 02 February, 2023. The constitution of the committee is in compliance of the provisions of the Act. The composition and details of attendance of members of the Committee are as under:

Name of the Committee Member	Designation	Category	No. of Meetings held during the tenure	No. of Meetings attended
Mr. Kamleshkumar B. Patel	Chairman	Promoter and Chairman and Managing Director	4	4
Mr. Mukeshbhai J. Patel	Member	Promoter and Managing Director	4	4
Dr. Indira Nityanandam	Member	Non-Executive Independent Director	4	2

The Policy on CSR has already available on website of the Company at https://www.aglasiangranito.com/policies/CSR_policy.pdf.

The CSR Report as required under the Act for the year ended 31 March, 2023 is attached to the Board's Report.

G. Other Committees:

1) Administrative Committee:

The Administrative Committee was constituted by the Board for considering matters routine in nature and matters required to be resolved between two Board Meetings of the Company such as decision on banking relations, delegation of operational powers, appointment of nominees under various statutes etc.

I. Terms of reference:

The terms of reference of this committee covers the matters prescribed under the Section 179(3)(d) to (f) of the Act and other rules prescribed thereunder.

The Administrative Committee will also review all the matters prescribed under the Listing

Agreement and SEBI Listing Regulations and the Secretarial Standards issued by the Council of the Institute of Company Secretaries of India except matters which are exclusively reserved to be discussed and decided in the Board Meetings.

II. Composition, Name of Members and Chairman, Meetings held during the year and attendance at meetings:

During the financial year ended 31 March, 2023, the committee met twelve times on 06 April, 2022, 02 May, 2022, 20 June, 2022, 20 July, 2022, 22 August, 2022, 29 September, 2022, 11 November, 2022, 01 December, 2022, 23 January, 2023, 03 February, 2023, 17 February, 2023 and 10 March, 2023.



The composition and details of attendance of members of the Committee are given as under:

Name of the Committee Member	Designation	Category	No. of Meetings held during the tenure	No. of Meetings attended
Mr. Kamleshkumar B. Patel	Chairperson	Promoter and Chairman and Managing Director	12	12
Mr. Mukeshbhai J. Patel	Member	Promoter and Managing Director	12	12
Mr. Bhaveshkumar Patel	Member	Executive Director	12	12

* The Board in its Board Meeting dated 24 May, 2023 has reconstituted the Administrative Committee by admitting Mr. Sureshbhai Patel, Executive Director as member of the Administrative Committee w.e.f. 24 May, 2023.

III. Purpose:

The Administrative Committee shall carry out the Board's power and responsibilities with respect to (a) to borrow monies (b) to invest the funds of the Company (c) to grant loans or give guarantee or provide security in respect of loans (d) monitor compliances with such other powers and responsibility mentioned above or as may be stated herein.

- To borrow funds not exceeding ₹ 500 Crores from Banks, Institutions, Companies, Corporations, Societies, Firms, Person or Persons on behalf of and for the Company.
- To grant loans, give guarantees or provide securities in relation to loans availed by other bodies corporate including but not limited to the Company's subsidiaries and to invest Company's funds *(and acquire) by way of subscription, purchase or otherwise in the securities of other bodies corporate including but not limited to the Company's subsidiaries upto a limit of ₹ 400 Crores.
- To open, close and operate the Bank Accounts held, in the name of the Company.
- To hire or take on lease property of any kind for the purpose of Company's business at such rent, *(lease, leave and license basis) and for such period and upon such conditions as it may think fit and proper for the purposes aforesaid, to execute all such agreements, leases and other documents as it shall think fit, which is in normal course of business not exceeding 10% of net worth or 10% of turnover and subject to approval of the Board in a duly convened Board Meeting as and when required as per applicable laws.
- To authorize the Director/s, Officer/s and/or other person or persons on behalf the Company to represent the Company before Central and/ or State Government(s), Govt. Departments, local bodies, Court of law and other authorities for registration, filing of returns & documents, obtaining of forms, etc. and doing all other acts,

deeds and things as may be required to be done from time to time on behalf of the Company, and subject to approval of the Board in a duly convened Board Meeting as and when required by the applicable laws.

- To give authority to any person/(s) for any legal matter for signing Vakalatnama, various papers/ documents, power of attorneys as may be required for any legal case.
- To open Branch offices and give authority to any person to carry out legal formalities for such offices.
- To apply for registration/license of/for the company with/from various authorities of any state or centre including provident fund authorities, pollution control board/authorities, labour department, land revenue department, sales tax authorities, income tax authorities, shops & establishment authorities, customs & central excise authorities, the Director General of Foreign Trade and to do or perform all acts & deeds relating to such matter.
- To purchase motor vehicles in the name of the Company and to authorize officials of the Company to sign documents for registration of motor vehicles and to do all acts and things for the transfer of any such motor vehicles.
- To enter into agreements with banks or financial institutions to transact spot and forwards in foreign exchange and enter into interest rate and foreign currency swaps, options and any derivatives that may from time to time be used as tools to hedge the company's interest and foreign exchange exposures.
- To enter into agreement with agencies as may be required as per statutory act, Rules and regulation i.e. pollution control and gas etc.
- To do all such acts as required under companies act in day to day affairs except as statutory required under Companies Act, 2013.



13. *To authorise representative attend and vote at any meeting of the members or any meeting of the class of members for and on behalf of the Company and exercise any rights and powers including the right to vote by proxy in the same manner as the Company could exercise as a member of the any Investee Company(ies) / any Body Corporate(s) whether a company within the meaning of this Act or not, of which Asian Granito India Limited is a shareholder.
14. *To create, modify and register a charge within or outside India, on its property or assets or any of its undertakings, whether tangible or otherwise, and situated in or outside India of the Company.

* Point No. 2 and 4 were revised and point no. 13 and 14 were added to the terms of reference in the Board meeting dated 02 February, 2023.

2) Right Issue Committee:

The Board of Directors at its meeting on 04 February, 2022, proposed to form a special committee name and style as "Rights Issue Committee-2022" for the purpose of giving effect to Rights issue and deciding the terms and conditions and giving effect to the Rights issue.

I. Terms of reference:

1. Decide the terms and conditions of the Issue including the total number of Equity Shares, Issue price, rights entitlement ratio, terms and timing of the payment of the Issue price, manner (fully paid-up) and process of making the offer to Eligible Equity Shareholders and other terms and conditions for the issuance of the Equity Shares, and to suitably vary the size of the Issue;
2. Decide the treatment to be given to the fractional entitlement, if any, including rounding upward or downwards or ignoring such fractional entitlements (subject to applicable law) or issue of fractional coupons and the terms and conditions for consolidation of fractional entitlements and application to the Company for the same as well as to decide the disposal of the shares representing the fractional coupons which are not so consolidated and presented to the Company for allotment of whole shares or treating fractional entitlement in the manner as may be approved by the Stock Exchanges;
3. Decide in accordance with Applicable Law, the timing, opening and closing

dates, objects and all the other terms and conditions of the Issue and to extend, vary or alter any of the above, including any modification to the Issue price as it may deem fit at its absolute discretion or as may be suggested by the SEBI, the Stock Exchanges or any other regulatory authority;

4. Decide the basis and process of making the offer to Eligible Equity Shareholders within India and outside India;
5. Appoint and enter into arrangements with SEBI registered intermediaries or persons, including any successors or replacements thereof, and finalizing the respective terms of their appointment and executing, and if deemed fit, terminating various agreements with all such persons, agencies and intermediaries, and authorizing, determining, negotiating and approving the amount of remuneration, commission, brokerage, fees or the like payable to them and to give them such directions or instructions as it may deem fit from time to time;
6. Finalize the Issue expenses;
7. Incur expenses including the statutory payments/deposits in relation to/connected with the Issue as may be appropriate;
8. Decide the Record Date for the purpose of the Issue in order to ascertain the names of the Eligible Equity Shareholders who will be entitled to the Equity Shares;
9. Make applications to the Stock Exchanges for in-principle approval and final listing and trading of the Equity Shares and to execute any relevant document to the concerned Stock Exchanges;
10. Negotiate, finalize, settle and execute the draft letter of offer/letter of offer (including the withdrawal thereof), the issue agreement, registrar agreement, ad agency agreement, underwriting agreement (if any), monitoring agency agreement, composite application form, split application form, abridged letter of offer and all other documents, forms, applications, deeds, agreements and instruments as well as amendments or supplements thereto in connection with the Issue;



11. Appoint bankers to the issue and open cash escrow, refund and such other account(s) in such style, with them as the Committee may deem fit and empower any officer(s) of the Company to operate such account(s) on its behalf in connection with the Issue;
12. Dispatch refund orders, if any;
13. Finalize the basis of allotment of the Equity Shares in consultation with the registrar to the issue and the Stock Exchanges, if necessary;
14. Issue and allot Equity Shares in consultation with the registrar, the designated stock exchange and to do all necessary acts and execute documents and undertakings with National Securities Depository Limited and Central Depository Services (India) Limited in connection with the Issue;
15. Take all such actions and give all such directions as may be necessary or desirable and also to settle any question or difficulty or doubts that may arise in regard to the creation, offer, issue and allotment of the Equity Shares;
16. To dispose of the unsubscribed portion of the Equity Shares in such manner as it may think most beneficial to the Company;
17. Issue the letters of allotment to the proposed allottees;
18. To decide on the marketing strategy of the Issue and the costs involved;
19. Enter the names of the allottees in the register of members of the Company;
20. To open requisite bank accounts with any nationalised bank/private bank/foreign bank for the purpose of the Issue;
21. Take any and all action in connection with obtaining approvals and consents (or entering into any arrangement or agreement in respect thereof) in connection with the Issue, including, but not limited to, approvals from the lenders of the Company, other third parties, SEBI, RBI, the registrar of companies and the Stock Exchanges (including in-principle approval and final listing and trading approval);
22. To take any steps that may be required for process of credit of rights entitlements in the demat account and renunciation thereof and obtaining separate ISINs, if so required;
23. File necessary certificates/returns/forms with SEBI, RBI, Stock Exchanges, the Registrar of Companies and other authorities;
24. Issue public advertisements and notices / supplements / addendum / corrigenda in accordance with the SEBI ICDR Regulations in consultation with the relevant intermediaries appointed for the Issue;
25. To take all actions and give all such directions as may be necessary or desirable and to settle all questions, difficulties or doubts that may arise in relation to the Issue and matter incidental thereto as it may, in its absolute discretion deem fit; and
26. Executing and delivering any and all other documents, papers or instruments and doing or causing to be done any and all acts, deeds or things as they may, in their discretion, deem necessary or desirable for the purpose of the Issue, including to carry out the purposes and intent of the foregoing or the Issue.

II. Composition, Name of Members and Chairman, Meetings held during the year and attendance at meetings:

During the financial year ended 31 March, 2023, the committee met three times on 06 April, 2022, 16 May, 2022 and 20 May, 2022. The composition and details of attendance of members of the Committee are given as under:

Name of the Committee Member	Designation	Category	No. of Meetings held during the tenure	No. of Meetings attended
Mr. Kamleshkumar B. Patel	Chairman	Promoter, Non – Independent and Executive Director	3	3
Mr. Mukeshbhai J. Patel	Member	Promoter, Non – Independent and Executive Director	3	3
Mr. Mukesh Shah	Member	Non-Executive Independent Director	3	3

4. Changes in Senior Management:

During the financial year ended 31 March, 2023, Mr. Amarendra Kumar Gupta has resigned from the post of Chief Financial Officer and Key Managerial Personnel of the Company w.e.f. 09 June, 2022 for his better future. The Company has appointed CA Mehul Shah as Chief Financial Officer and Key Managerial Personnel of the Company w.e.f. 10 June, 2022.



5. General Body Meetings:

Details of the AGM held during last three years are as under:

Financial Year	Location of the Meeting	Date and Time	Special Resolution Passed
2019-20	Deemed place of Meeting was registered office at 202, Dev Arc, Opp. Iskon Temple, S. G. Highway, Ahmedabad, 380015 through Video Conferencing ("VC") or Other Audio Visual Means (OAVM)	20 November, 2020 at 11:00 A.M.	<ol style="list-style-type: none"> To consider and approve Sub division of Shares from ₹ 10/- fully paid up to ₹ 2/- fully paid up. To accord consent to the Board to create, offer, issue and allot securities upto ₹ 400 Crores pursuant to section 62(1)(c) and other applicable provisions of the companies act, 2013 and other applicable laws. To make loan and investment or give guarantee or provide security by company upto ₹ 500 Crores u/s. 186 of the Companies Act, 2013. To advance loan or give guarantee or provide security in connection with any loan taken by any person in whom any of the Director of the company is interested u/s. 185 of the Companies Act, 2013. To approve Asian Granito India Limited Employees Stock Option Scheme – 2020 Approval of grant of stock options to the employees of subsidiary company (ies) under Asian Granito India Limited Employees Stock Option Scheme – 2020
2020-21		24 December, 2021 at 11:00 A.M.	---
2021-22		16 September, 2022 at 11:00 A.M.	---

During the year, the Company sought approval from the shareholders through Postal ballots as detailed below:

Date of Notice: 02 February, 2023

Date of declaration of Results: 30 March, 2023

Resolutions approved:

- To consider and approve Alteration in the Objects for Utilisation of Funds out of the net proceeds of the Rights Issue of Equity Shares of the Company and change in the Objects of Issue as stated in the Letter of Offer dated 06 April, 2022.

Votes in favour of the resolution			Votes against the resolution			Invalid votes	
Number of members voted	Number of valid Votes cast (Shares)	Percentage of total number of valid votes cast	Number of members voted	Number of valid Votes cast (Shares)	Percentage of total number of valid votes cast	Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
423	40629560	99.22	94	319954	0.78	1	13301

Date of Notice: 25 April, 2023

Date of declaration of Results: 25 May, 2023

Resolutions approved:

- Increase in Authorized Share Capital and consequent Alteration of Memorandum of Association of the Company.

Votes in favour of the resolution			Votes against the resolution			Invalid votes	
Number of members voted	Number of valid Votes cast (Shares)	Percentage of total number of valid votes cast	Number of members voted	Number of valid Votes cast (Shares)	Percentage of total number of valid votes cast	Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
402	39404888	96.82	162	1292918	3.18	0	0

- Issue of Warrants, Convertible into Equity Shares on Preferential Basis to Promoter and certain identified Non-promoter persons.

Votes in favour of the resolution			Votes against the resolution			Invalid votes	
Number of members voted	Number of valid Votes cast (Shares)	Percentage of total number of valid votes cast	Number of members voted	Number of valid Votes cast (Shares)	Percentage of total number of valid votes cast	Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
370	39256683	96.40	195	1465900	3.60	0	0



Mr. Rajesh Parekh, Proprietor of Rajesh Parekh & Co., Practicing Company Secretary, was appointed as a Scrutinizer and has conducted the postal ballot for the aforesaid proposals.

The procedure prescribed under Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of Listing Regulations and the guidelines prescribed by MCA Circulars were duly followed for conducting the postal ballot process for approving the above mentioned resolutions.

All of the aforesaid resolutions were passed by the shareholders by overwhelming and requisite majority.

At present, there is no further proposal to pass any resolution through postal ballot.

6. Means of communication to shareholders:

- The quarterly, half-yearly and annual financial results of the Company are disseminated to the Stock Exchanges immediately through permitted mode after these have been approved by the Board. These are widely published in eminent daily newspapers like The Financial Express (Gujarati), The Indian Express (English), Business Standards (English) and Jai Hind (Gujarati) and also uploaded on Company's website: www.aglasiangranito.com.
- Company's official news releases and presentation made to the Institutional Investors and analyst, if any are sent to the Stock Exchanges and the same is made available on the Company's Website: www.aglasiangranito.com.
- Company sends soft copies of Annual Report to those shareholders whose email IDs are registered with the Depository Participants and / or with the Company's Registrars and Transfer Agents, unless opted by them to get the physical copy, to support the "Green Initiative in Corporate Governance", an initiative taken by the Ministry of Corporate Affairs. Your Company encourages its shareholders to register/ update the e-mail ids for communication purpose thereby contributing to the environment.
- The "Investors" section on the website gives information relating to financial results, Annual Reports, Shareholding Pattern. Information about Unclaimed Dividends is also available on the website of the Company: www.aglasiangranito.com.
- Material events or information, as detailed in Regulation 30 of the SEBI Listing Regulations,

are disclosed to the Stock Exchanges and the same is also displayed on the Company's website: www.aglasiangranito.com.

7. General Shareholders Information:

a) Company Registration Details:

The Company is registered in the State of Gujarat, India. The Corporate Identity Number (CIN) allotted to the Company by the Ministry of Corporate Affairs (MCA) is L17110GJ1995PLC027025.

b) 28th Annual General Meeting:

Date and Time: 20 September, 2023 at 11:00 AM

Venue: Through Video Conferencing (VC)/ Other Audio Visual Means (OAVM). The venue of the meeting shall be deemed to be the Registered Office of the Company. For details please refer the Notice of the 28th Annual General Meeting.

c) Tentative Financial Calendar for the year 2023-2024:

Financial year	1 April, 2023 to 31 March, 2024
First Quarter results	On or before August 14, 2023
Half Yearly results	On or before November 14, 2023
Third Quarter results	On or before February 14, 2024
Results for year-end	On or before May 30, 2024

d) Date of Book Closure:

Wednesday, 13 September, 2023 to Wednesday, 20 September, 2023 (Both days inclusive).

e) Dividend Payment date:

Due to Loss reported during the financial year 2022-23, no dividend has been recommended this year on equity shares of the Company.

f) Listing of Equity Shares on Stock Exchange:

At present, the equity shares of the Company are listed on the National Stock Exchange Limited (Symbol: ASIANTILES) and the BSE Limited (Scrip code: 532888). The Company has paid the listing fees for the financial year 2023-24 to above stock exchanges.

National Stock Exchange of India Limited	BSE Limited
Exchange Plaza, Plot No. – C/1, G – Block, Bandra- Kurla Complex, Bandra (E), Mumbai – 400051	2 nd Floor, P. J. Towers, Dalal Street, Fort, Mumbai – 400001

g) Stock Code:

BSE Ltd (Scrip Code)	National Stock Exchange India Limited (Trading Symbol)	ISIN Number for Equity Shares
532888	ASIANTILES	INE022I01019



h) Market Price Data-High / Low during each month in the financial year 2022-23 on BSE Limited (BSE) and National Stock Exchange of India Limited (NSE):

The closing market price of equity share on 31 March, 2023 (last trading day of the year) was ₹ 34.91 on BSE Limited and ₹ 35.05 on National Stock Exchange of India Limited.

(share price in ₹)

SN	Month – Year	BSE Limited			National Stock Exchange of India Limited (NSE)		
		High Price (₹)	Low Price (₹)	Volume (No.)	High Price (₹)	Low Price (₹)	Volume (No.)
1.	April 2022	121.4	64.4	39,28,926	121.3	63.9	24388673
2.	May 2022	86.35	47.55	66,11,253	86.45	47.6	5,36,33,110
3.	June 2022	51.95	39.5	30,88,728	51.85	39.5	2,80,75,585
4.	July 2022	48	38.8	24,59,180	48	38.8	2,04,09,917
5.	August 2022	62.95	46.25	32,28,895	63	46.1	1,91,90,298
6.	September 2022	70.05	52.5	30,99,326	70	52.65	1,67,19,590
7.	October 2022	61.45	54.3	9,54,850	61.4	54.5	69,34,359
8.	November 2022	58.9	49.8	11,57,913	58.45	49.9	75,23,355
9.	December 2022	54.75	45	14,14,457	54.75	45.05	96,86,908
10.	January 2022	52	44.05	11,17,033	53	44.05	76,96,791
11.	February 2022	47.55	38.1	15,69,610	47.6	38.1	1,16,47,221
12.	March 2023	41.33	34.22	20,81,217	41.35	34.05	1,24,25,609

i) Performance in comparison:

Chart A: Asian Share Performance V/s BSE Sensex:

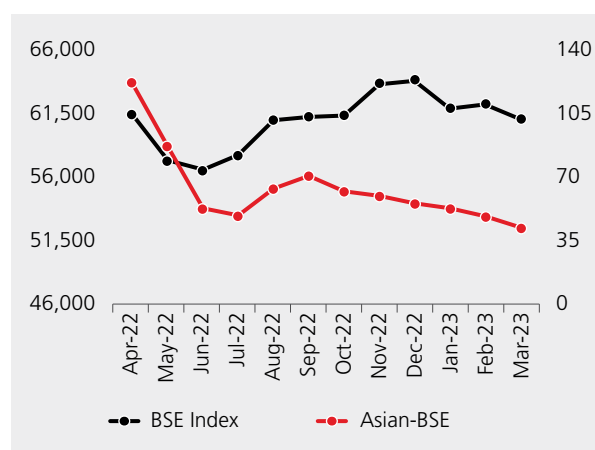
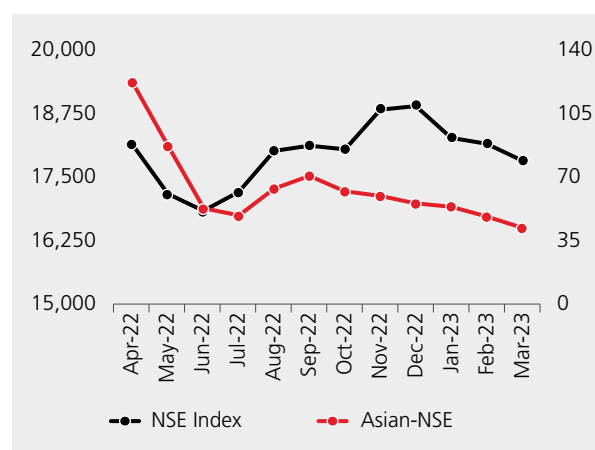


Chart B: Asian Share Performance V/s Nifty 50



j) Registrar and Transfer Agent

The Shareholders may contact the Company's Registrar and Share Transfer Agent (for both physical and demat segments) at the following address for any assistance regarding dematerialization of shares, share transfers, transmission, change of address, non-receipt of Annual Report and any other query relating to the shares of the Company:

Link Intime India Pvt. Ltd.
5th Floor, 506 to 508,
Amarnath Business Centre - I (ABC - I),
Besides Gala Business Centre,
Near St. Xavier's College Corner,
Off C G Road, Ellisbridge,
Ahmedabad, Gujarat, 380006
Tel. 079 26465179/86/87,
E-mail: ahmedabad@linkintime.co.in
Website: www.linkintime.co.in

k) Share Transfer System

To expedite the transfer of shares held in physical mode the powers to authorise transfers have been delegated to specified officials of the Registrar and Share Transfer Agent and Company. The applications and request received by the Registrar and Share Transfer Agent for the transfer of shares held in physical form are processed and the share certificate for the same are sent to the transferee within the stipulated period. The details of transfers / transmission approved by the delegates are noted by the Stakeholders Relationship Committee at its next meeting. The Company obtains from a Practicing Company Secretary annual certificate of compliance with the share transfer formalities as required under Regulation 40 (9) of the SEBI Listing Regulations and files a copy of the certificate with the Stock Exchanges. SEBI vide its circular dated 25 January 2022, has mandated that listed companies shall issue



the securities in dematerialized form only, in order to enhance ease of dealing in securities markets by investors, for transactions including Issue of duplicate securities certificate, claim from unclaimed suspense account, renewal / exchange of securities certificate, endorsement, sub-division / splitting of securities certificate, consolidation of securities certificates / folios, transmission and transposition of shares. Accordingly, Shareholders are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the Company's website under the link at <https://www.aglasiangranito.com/shareholder-query>

The Company has sent individual letters to all the Members holding shares of the Company in physical form for furnishing / updating their PAN, KYC details and Nomination pursuant to the SEBI Circular dated 16th March, 2023. Attention of the Members holding shares of the Company in physical form is invited to go through the said important communication under the web link at <https://www.aglasiangranito.com/shareholder-query>. The Company has signed necessary agreements with two depositories currently functional in India viz. National Securities Depository Limited & Central Depository Services (India) Limited. The transfer of shares in electronic mode need not be approved by the Company.

l) The Distribution of Shareholdings as on 31 March, 2023 is as under

No. of Shares	No. of Shareholders	% of holders	No. of Shares	% of Shares
1 – 500	72,091	77.79	96,13,966	7.59
501 – 1000	8,985	9.70	68,47,138	5.40
1001 – 2000	5,473	5.90	80,01,303	6.31
2001 – 3000	2,127	2.30	53,51,055	4.22
3001 – 4000	1,048	1.13	37,13,479	2.93
4001 – 5000	734	0.79	34,05,701	2.69
5001 – 10,000	1,226	1.32	88,84,655	7.01
10,001 and above	990	1.07	8,09,28,019	63.85
Total	92,674	100.00	12,67,45,316	100.00

*The above number of shareholders are based on Folios and are not PAN clubbed.

m) Shareholding Pattern as on 31 March, 2023:

Sr. No.	Category	No. of Shares	(%) of Holding
1.	Promoters & Promoter group	3,67,75,317	29.02
2.	Foreign Portfolio Investors	19,88,331	1.57
3.	Bodies Corporate	88,69,400	6.99
4.	Limited Liability Partnership	10,15,517	0.80
5.	NBFCs registered with RBI	10,016	0.01
6.	NRI (Repatriable & Non-Repatriable)	32,65,056	2.58
7.	Individuals	6,93,73,481	54.73
8.	HUF	53,56,817	4.23
9.	Trust	200	0.00
10.	Clearing Members	87,420	0.07
11.	Investor Education Protection Fund	3,761	0.00
	Total	12,67,45,316	100.00

n) Dematerialisation of Shares and Liquidity

The equity shares of the Company are available under dematerialized form with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). The Company's equity shares are compulsorily traded in dematerialized form. The ISIN No. of the Company is INE022I01019.

As on 31 March, 2023, out of 12,67,45,316 Equity Shares of the Company 12,67,45,083 equity shares are in Dematerialised form representing 99.99% of the total listed shares.

Physical / NSDL / CDSL Summary Report as on 31 March, 2023:

Particulars	Shares	Percentage (%)
Physical	233	0.00
NSDL	4,55,20,736	35.92
CDSL	8,12,24,347	64.08
TOTAL	12,67,45,316	100.00

o) Outstanding Global Depository Receipts / American Depository Receipts / warrants or any convertible instrument, conversion date and likely impact on the equity:

The Company has not issued any Global Depository Receipts, American Depository Receipts, Warrant or any Convertible Instrument during the year 31 March, 2023. Hence, the Company does not have any outstanding instruments as on 31 March, 2023.

However, post this current financial year the Company had allotted 2,03,00,000 (Two Crores Three Lakhs) Fully Convertible Warrants at price of ₹ 48.15/- per convertible warrant and aggregating to ₹ 97,74,45,000/- (Rupees Ninety Seven Crores Seventy Four Lakhs and Forty-Five Thousands Only) to Promoter, Promoter Group and Non-promoters by way of passing circular resolution dated 12 June, 2023 which was approved by Shareholder



as on 25 May, 2023 by passing special resolution through Postal Ballot notice dated 25 April, 2023. The said 2,03,00,000 (Two Crores Three Lakhs) Fully Convertible Warrants will be converted by exercise of option by Warrant Holders to convert any or all of the warrants into equity shares of the Company in one or more tranches after giving a written notice to the Company within 18 (eighteen) months from the date of allotment of the Warrants i.e. 11 December, 2024.

p) Commodity Price Risk or Foreign Exchange Risk and Hedging Activities:

In the normal course of business, the Company is exposed to risks resulting from foreign exchange fluctuation and interest rate movements. The Company manages its exposure to these risks through derivative financial instruments and various hedging policy. The Company's risk management activities are subject to the management, direction and control of its finance team under the framework of Risk Management Policy as approved by the Board. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The decision of whether and when to execute derivative financial instruments will be governed by the risk management policy framework while also considering the prevailing market conditions and the relative cost of the instruments. The details of foreign currency exposure as on 31 March, 2023 is provided in Notes to the financial statements.

q) Plant Locations

Ceramic Zone, Katwad Road, At & Po. Dalpur, Taluka Prantij 383 120, Dist.: Sabarkantha.	Plot No. 767, Nr. JTI, Khedha- Dholka Highway, Village: Radhu, Dist: Kheda	Behind Sardar Plant, Idar-383430, Dist. Sabarkantha
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r) Address for correspondence:

Shareholder's correspondence should be addressed either to the Registered office of the Company or to the Link Intime India Pvt. Ltd., the Registrar and Share Transfer Agent as stated below.

Registered Office:

Asian Granito India Limited

202, Dev Arc, Opp. Iscon Temple,
S. G. Highway, Ahmedabad – 380015
Telephone No.-91 79 66125500 / 698
Fax No.-91 79 66125600 / 66058672
Email: cs@aglasiangranito.com
CIN: L17110GJ1995PLC027025

Registrar and Share Transfer Agent:

Link Intime India Pvt. Ltd.

506 to 508, Amarnath Business Centre - I (ABC - I),
Besides Gala Business Centre, Near St. Xavier's College
Corner, Off C G Road, Ellisbridge, Ahmedabad,
Gujarat, 380006
Tel. 079 26465179 / 86 / 87
E-mail: ahmedabad@linkintime.co.in
Web site: <https://linkintime.co.in/>

s) Credit Rating:

Details of all credit ratings obtained by the Company for its borrowings during year under review are as follows:

- ICRA Limited has reaffirmed credit rating, vide its letter dated 12 September, 2022, the long term rating to [ICRA]A+ (pronounced ICRA A plus and short term rating at [ICRA]A1 (pronounced ICRA A one) ("Rating") – assigned to the ₹ 254.11 Crores for the Bank facilities of the Company. The Outlook on the long-term rating is revised to Negative from Stable.
- ICRA Limited has downgraded credit rating, vide its letter dated 25 November, 2022, the long term rating to [ICRA]A (pronounced ICRA A) from [ICRA]A+ (pronounced ICRA A plus) and short term rating to [ICRA]A2+ (pronounced ICRA A two plus) from [ICRA]A1 (pronounced ICRA A one) ("Rating") – assigned to the ₹ 156.00 Crores for the Bank facilities of the Company. The Outlook on the long-term rating is Negative.
- ICRA Limited has downgraded credit rating, vide its letter dated 10 February, 2023, the long term rating to [ICRA]A- (pronounced ICRA A minus) from [ICRA]A (pronounced ICRA A) and has reaffirmed the short-term rating at [ICRA]A2+ (pronounced ICRA A two plus) – assigned to the ₹ 156.00 Crores for the Bank facilities of the Company. The Outlook on the long-term rating is Negative.

8. Disclosures:

The Company has always ensured fair code of conduct and maintained transparency.

Compliances, rules & regulations as laid down by various statutory authorities have always been observed by the Company since such change over both in letter as well as in spirit.

The Board has obtained certificates / disclosures from key management personnel confirming they do not have any material financial and commercial interest in transactions with the Company at large.

a) Related Party Transactions:

All transactions entered into with Related Parties as defined under Regulation 23 of SEBI Listing Regulations during the financial year were in the ordinary course of business and on an arm's length pricing basis and comply with the provisions of Section 188 of the Act. There were no materially significant transactions with related parties during the financial year which were in potential conflict with the interest of the Company at large. Suitable disclosure as required by the Indian Accounting Standards (Ind AS-24) has been made in the notes to the Financial Statements.



The policy for related party transactions is available on the website of the Company at https://www.aglasiangranito.com/policies/policy_on_materiality_of_related_party_transactions_and_dealing_with_related_party_transactions.pdf.

b) Legal Compliances:

The Company periodically reviews and reports the compliance of laws applicable to the Company to the Board. There were no instances of material non-compliance and no penalties or strictures were imposed on the Company by SEBI, Stock Exchanges or any other statutory authorities on any matter related to the Capital Markets during the last three years. The Company's listed equity script was not suspended from trading during the Financial Year 2022-23.

c) Vigil Mechanism / Whistle Blower Policy:

Pursuant to Section 177 (9) and (10) of Act and Regulation 22 of the SEBI Listing Regulations, the Company has formulated Whistle Blower Policy / Vigil Mechanism for directors and employees to report to the management about the unethical behaviour, fraud or violation of Company's Code of Conduct. The mechanism provides for adequate safeguards against victimization of employees and directors who use such mechanism and make provision for direct access to the Chairman of the Audit Committee in exceptional cases. None of the personnel of the Company has been denied access to the Audit Committee. No complaint has been received during the year 2022-23.

The policy on vigil mechanism / whistle blower is available on the website of the Company at https://www.aglasiangranito.com/policies/policy_on_vigil_mechanism_2020.pdf.

d) Details of Compliances with Mandatory and Non mandatory Requirements:

- **Mandatory Requirements:**
The Company has fully complied with the applicable mandatory requirements of SEBI Listing Regulations.
- **Adoption of mandatory and non-mandatory requirements under SEBI Listing Regulations:**
 - i. **The Board:**
The Company has appointed an Executive Chairman, being the Promoter of the Company.
 - ii. **Shareholders Rights:**
The quarterly and half-yearly financial results are published in widely circulated dailies and also displayed on Company's website www.aglasiangranito.com.

iii. Website:

The Company's website (www.aglasiangranito.com) contains a separate dedicated section 'Investor Relations' where Shareholder's information is available.

iv. NSE Electronic Application Processing System (NEAPS):

The NEAPS is a web-based application designed by NSE for corporates. All periodical compliance filings like shareholding pattern, Corporate Governance Report, Media Releases, Statement of Investor Complaints, among others are filed electronically on NEAPS.

v. BSE Corporate Compliance & Listing Centre (Listing Centre):

BSE's Listing Centre is a web-based application designed for corporates. All periodical compliance filings like Shareholding Pattern, Corporate Governance Report, Media Releases, Statement of Investor Complaints, among others are also filed electronically on the Listing Centre.

vi. SEBI Complaints Redress System (SCORES):

The investor complaints are processed in a centralized web-based complaints redress system. The salient features of this system are: centralized database of all complaints, online upload of Action Taken Reports (ATRs) by concerned companies and online viewing by investors of actions taken on the complaint and its current status.

No complaint from any investors during the year has been registered/pending to resolve on the SCORES.

vii. Audit Qualification:

The Audit Reports on the Financial Statements for the year ended 31 March, 2023 do not contain any modified opinion.

viii. Separate posts of Chairperson and Chief Executive Officer/ Managing Director:

As per the Articles of Association of the Company and in accordance with the provisions of the Act, the Company continues to appoint one person as Chairman and Managing Director of the Company.

ix. Reporting of Internal Auditor:

The internal auditor reports to Audit Committee.

**e) Material Subsidiary Companies:**

During the year under review, the Company had two Unlisted Material Subsidiaries as under:

Name:	Crystal Ceramic Industries Limited	Amazoone Ceramics Limited
Date of incorporation	07 January, 2008	25 September, 2003
Place of incorporation	Gujarat, India	Gujarat, India
Name of the Statutory Auditors	M/s. Manghani & Co.	M/s. R R S & Associates
Date of appointment of Statutory Auditors	30 September, 2021	31 August, 2021

The Board of Directors of the Company has approved a policy for determining "Material" Subsidiaries. The said Policy has been placed on the website of the Company and can be accessed through the following link: <https://www.aglasiangranito.com/policies/policy-on-material-subsiary-13-02-2020.pdf>.

- f)** During the year under review, the Company did not raise any funds through preferential allotment or qualified institutions placement as specified under Regulation 32(7A) of the SEBI Listing Regulations.
- g)** The Company has obtained a certificate from M/s. RPAP & Co., Practising Company Secretaries certifying that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of the Companies by the Board / Ministry of Corporate Affairs or any such Statutory Authority.
- h)** There are no instances where the Board has not accepted any recommendations of any Committee of the Board, which is mandatorily required in the Financial Year 2022-23.
- i)** During the year, Total fees of ₹ 26.80 Lakhs have been paid to the Statutory Auditors and all entities in the network firm/network entity of which the statutory auditor is a part by the Company and its Subsidiaries on a consolidated basis.
- j)** Disclosure in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:
- Number of complaints on Sexual harassment received during the financial year - Nil
 - Number of Complaints disposed of during the financial year - Nil
 - Number of cases pending as on end of the financial Year – Nil
- k)** During FY 2022-23, neither the Company nor any of its subsidiaries have provided 'Loans and advances in the nature of loans' to firms/companies in which the directors are interested.

l) During FY 2022-23, the Company has not entered into any agreement as per disclosure required under clause 5A of paragraph A of Part A of Schedule III of SEBI Listing Regulations.

m) There is no non-compliance of any requirement of Corporate Governance Report of sub-para (2) to (10) of Schedule V read with Regulation 34(3) of SEBI LODR Regulations.

n) The Company has complied with all the mandatory requirements of the SEBI Listing Regulations including but not limited to the provisions of regulations 17 to 27 and 46(2)(b) to (i) of the said Regulations.

o) Ethics / Governance policies:**1) Code of Business Conduct and Ethics**

In compliance with the SEBI Listing Regulations and the Act, the Company has framed and adopted a Code of Business conduct and Ethics ('the code'). The Company has in place a comprehensive Code of Conduct applicable to all employees and Directors. The code gives guidance and support needed for ethical conduct of business and compliance of laws.

A Code of Business Conduct and Ethics is available on the Company website https://www.aglasiangranito.com/code_of_conduct/code_of_conduct.pdf. The members of the Board and Senior Management of the Company have submitted their affirmation on compliance with the Code of Conduct of Board of Directors and Senior Management for the effective period. The declaration by the Chairman and Managing Director to the effect forms part of this Report as **Annexure 1**.

2) Code of Conduct for Prevention of Insider Trading

In compliance with the SEBI Listing Regulations on Prevention of Insider Trading and amendments thereto, the Company has in place the Code of Conduct to Regulate, Monitor and Report Trading by Insiders to avoid any insider trading and it is applicable to all the Directors, Officers, Key Managerial Persons, Designated Persons and their immediate Relatives and Connected



Persons who are expected to have access to the unpublished price sensitive information relating to the Company. The Company Secretary is the Compliance officer for monitoring the adherence to the said regulations. The Company has also defined the policy for determination of legitimate purposes. The Company lays down the guidelines which advises them on procedures to be followed and disclosures to be made, while dealing in shares of the Company. The Company has also maintained a structured Digital Database to curb the trading by insiders. The code of conduct for prevention of insider trading is uploaded on the website of the Company at https://www.aglasiangranito.com/code_of_conduct/insider-trading-code-2015.pdf. The Company has also adopted the Policy for determination of legitimate purposes which forms part of Fair Disclosure Code. The Company provides assistance to all concern to understand the provisions of the Insider Trading Code/ Regulations and clarify the doubts thereon.

The Audit Committee reviews cases of non-compliances, if any and the said non-compliances are promptly intimated to the Stock Exchanges in the prescribed format.

3) Policy on Material Subsidiary

The Company has adopted a policy on material subsidiaries. The objective of this policy is to lay down criteria for identification and dealing with material subsidiaries and to formulate a governance framework for subsidiaries of the Company. The policy on Material Subsidiaries is available on the website of the company <https://www.aglasiangranito.com/policies/policy-on-material-subsiary-13-02-2020.pdf>.

4) Related Party Transactions

In line with requirement of the Companies Act, 2013 and SEBI Listing Regulations, your Company has formulated a Related Party Transaction Policy. The policy on related party transactions is available on the Company's website at https://www.aglasiangranito.com/policies/policy_on_materiality_of_related_party_transactions_and_dealing_with_related_party_transactions.pdf.

Pursuant to the provisions of the Act and SEBI Listing Regulations, a statement on all Related Party Transactions is presented before the Audit Committee on a quarterly basis for its review.

5) Policy on Determination of Materiality

The Company has adopted the Policy on Determination of Materiality and the same is also uploaded at the website of the Company

https://www.aglasiangranito.com/policies/Policy_on_Materiality_event_31_05_2021.pdf.

6) Policy on Preservation of Documents

The Company has adopted the Policy on Preservation of Documents and the same is also uploaded at the website of the Company https://www.aglasiangranito.com/policies/Preservation_of_documents_31_05_2021.pdf.

p) CEO and CFO certification

The Chairman and Managing Director (CMD) and Chief Financial Officer (CFO) of the Company give an Annual Certificate on financial reporting and internal controls to the Board in terms of Regulation 17(8) of the SEBI Listing Regulations. The Chairman and Managing Director (CMD) and Chief Financial Officer (CFO) also give quarterly certificate on financial results while placing the financial results before the Board in terms of Regulation 33(2)(a) of the Listing Regulations.. The Certificate is annexed as **Annexure 2**.

q) Accounting Standards/Treatment

The Company has complied with the applicable Accounting Standards specified u/s 133 of the Act. The financial statements for the year have been prepared in accordance with and in compliance of Schedule III notified by the Ministry of Corporate Affairs (MCA).

r) Going Concern

The Directors are satisfied that the Company has adequate resources to continue its business for the foreseeable future and consequently consider it appropriate to adopt the going concern basis in preparing the financial statements.

s) Share Capital Audit Report

As required by the Securities & Exchange Board of India (SEBI) quarterly audit of the Company's share capital for the quarter ended is being carried out by M/s. RPAP & Co. (CP No.:2939, FCS: 8073), Practising Company Secretaries with a view to reconcile the total share capital admitted with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and held in physical form, with the issued and listed capital. The Auditors' Certificate in regard to the same is submitted to Stock Exchanges.

t) Certificate from Company Secretary in Practice regarding appointment and continuation of directors:

The Company has obtained the Certificate from Secretarial Auditor - M/s. RPAP & Co. (CP No.: 2939, FCS: 8073), Practising Company Secretaries that none of the Directors on the board of the Company are debarred or disqualified from being appointed or



continuing as Directors of the Company by Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority which is annexed as **Annexure 3**.

u) Certificate on Compliance with the conditions of Corporate Governance under SEBI Listing Regulations

The Company has obtained the Certificate from Secretarial Auditor M/s. RPAP & Co. (CP No.:2939, FCS: 8073), Practising Company Secretaries the conditions of Corporate Governance under SEBI Listing Regulations is complied with which is annexed as **Annexure 4**.

v) Unpaid / Unclaimed Dividend

The Unclaimed Interim dividend was declared in financial year 2016-17 is due to be transferred from Unpaid / Unclaimed Dividend Account to Investor Education and Protection Fund (IEPF) along with equity shares lying with said dividend pursuant to Section 124 of the Companies Act, 2013 read with Rule 6 of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016. As on 31 March, 2023, 792 equity shares are lying with IEPF Authority.

Reminders for unclaimed shares, unpaid dividends which are going to be transferred to IEPF Account are sent to the shareholders as per records every year.

w) Investor Services

For any assistance mail to: cs@aglasiangranito.com

x) Disclosure in Respect of Equity shares transferred in the 'Asian Granito India Limited- Unclaimed Suspense Account' is as under:

In terms of Regulation 39(4) of the SEBI Listing Regulations, the Company reports the following details in respect of equity shares in demat suspense account or unclaimed suspense account during the year and the balance in the same at the beginning and at the end of the year:

Particulars	Number of shareholders	Number of Equity shares
Aggregate number of shareholders and the outstanding shares lying in the unclaimed suspense account at the beginning of the year i.e. 01 April, 2022	62	44,416
Number of shareholders who approached the Company / Registrars and Transfer Agents (RTA) for transfer of shares from unclaimed suspense account during the year ended 31 March, 2023	49	41,684
Number of shareholders to whom shares were transferred from Unclaimed Suspense Account during the year ended 31 March, 2023	0	0
Number of shares transferred to IEPF authority from Unclaimed Suspense Account during the year ended 31 March, 2023	0	0
Aggregate number of shareholders and the outstanding shares lying in the unclaimed suspense account at the end of the year i.e. as on 31 March, 2023	13	2,732

y) Location of the Depositories

National Securities Depository Limited
Trade World, 4th Floor,
Kamala Mills Compound,
Senapati Bapat Marg, Lower Parel,
Mumbai – 400013

Central Depository Services (India) Limited
Phiroze Jeejeebhoy Towers,
28th Floor, Dalal Street,
Mumbai – 400001

z) Compliance Officer / Nodal Officer of IEPF Authority

Dr. Dhruvi Trivedi,
Company Secretary and Compliance Officer
202, Dev Arc, Opp. Iskcon Temple, S. G. Highway, Ahmedabad – 380015
E-mail: cs@aglasiangranito.com,
Phone No.: 079 – 66125500 / 698 / 699,
Fax No.: 079 - 66058672/66125600

For and on behalf of the Board of Directors

Kamleshkumar B. Patel

Chairman and Managing Director

DIN: 00229700

Place: Ahmedabad

Date: 12 August, 2023



ANNEXURE 1 TO CORPORATE GOVERNANCE REPORT

To
The Shareholders,

Affirmation of Compliance with Code of Business Conduct

I, Kamleshkumar B. Patel, Chairman and Managing Director, declare that the Board of Directors of the Company has received affirmation on compliance with the Code of Business Conduct for the period from 01 April, 2022 or the date of their joining the Company, whichever is later, to 31 March, 2023 from all Members of the Board and core management team comprising of the members of management one level below the Director and all functional heads.

For and on behalf of the Board of Directors

Place: Ahmedabad
Date: 24 May, 2023

Kamleshkumar B. Patel
Chairman and Managing Director
DIN: 00229700



ANNEXURE 2 TO CORPORATE GOVERNANCE REPORT

CEO & CFO CERTIFICATE

To the Board of Directors of Asian Granito India Limited:

Mr. Kamleshkumar B. Patel (CMD) and CA Mehul Shah (CFO) of the Company hereby certify to the Board that:

- a. We have reviewed financial results for the quarter and year ended on 31 March, 2023 and that to the best of their knowledge and belief:
 - i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii. These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b. We, to the best of our knowledge and belief state that, no transactions were entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct.
- c. We accept responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and they have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- d. We have indicated to the auditors and the Audit committee:
 - i. significant changes in internal control over financial reporting during the year;
 - ii. significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - iii. instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

For, **Asian Granito India Limited**

Kamleshkumar B. Patel
Chairman and Managing Director
DIN: 00229700

CA Mehul Shah
Chief Financial Officer

Place: Ahmedabad
Date: 24 May, 2023



ANNEXURE 3 TO CORPORATE GOVERNANCE REPORT

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members of
Asian Granito India Limited
202, Dev Arc,
Opposite Iskon Temple,
Ahmedabad-380059.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Asian Granito India Limited** having **CIN: L17110GJ1995PLC027025** and having registered office at **202, Dev Arc, Opposite Iskon Temple, Ahmedabad-380059**, (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2023 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, **New Delhi** or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of Appointment in Company
1	Kamleshkumar Bhagubhai Patel	00229700	30.09.2002
2	Mukeshbhai Jivabhai Patel	00406744	30.09.2002
3	Sureshbhai Jivabhai Patel	00233565	11.05.2011
4	Bhavesbhai Vinodbhai Patel	03382527	11.05.2011
5	Bhogilal Bhikhabhai Patel	00300345	11.05.2011
6	Hemendrakumar Chamanlal Shah	00077654	20.03.2017
7	Mukesh Mahendrabhai Shah	00084402	14.11.2018
8	Kandarp Gajendra Trivedi	00314065	26.06.2021
9	Maganlal Prajapati	00564105	26.05.2021
10	Indira Nityanandam	06749538	29.11.2013

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

For **RPAP & Co.**
Company Secretaries

Rajesh Parekh

Partner

Mem. No. 8073

COP No. 2939

UDIN: A008073E000357895

P/R No. 1305/2021

Place: Ahmedabad

Date: 24 May, 2023



ANNEXURE 4 TO CORPORATE GOVERNANCE REPORT

CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To the Members of Asian Granito India Limited

We have examined the compliance of conditions of Corporate Governance by Asian Granito India Limited for the year ended March 31, 2023, as stipulated in Regulations 17, 17A, 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 27 and Clause (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (collectively referred to as "SEBI Listing Regulations, 2015").

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations, 2015 and that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the SEBI, Ministry of Corporate Affairs or any other Statutory Authority.

We state that such compliance is neither an assurance as to the future viability nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For **RPAP & Co.**
Company Secretaries

Rajesh Parekh

Partner

Mem. No. 8073

COP No. 2939

UDIN: A008073E000357785

P/R No. 1305/2021

Place: Ahmedabad

Date: 24 May, 2023



Independent Auditor's Report

TO THE MEMBERS OF ASIAN GRANITO INDIA LIMITED

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **ASIAN GRANITO INDIA LIMITED** (the "Company"), which comprise the Balance Sheet as at 31 March, 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended on that date and a summary of the significant accounting policies and other explanatory information (here in after referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March, 2023 and its loss, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Emphasis on Matter

We draw your attention to the Note 45 of the Standalone Financial Statements that describes the search operation carried out by the Income Tax department at the Company's business premises on 26 May, 2022. The Company has not received any communication for any demand from the Income Tax department. Our conclusion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there are no key audit matters to be communicated in our report.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Corporate Governance and shareholder's information, but does not include the standalone financial statements and our auditor's report thereon. The other information 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 during the course of our audit or otherwise appears to be materially misstated.

When we read the Other Information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Management's Responsibility for the Standalone Financial Statements

The Company's management and Board of Directors are responsible for the matters stated in section 134(5) of the Act, with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy



and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors are 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 omission, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a

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

- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.



- c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
- d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
- e) On the basis of the written representations received from the directors as on 31 March, 2023 taken on record by the Board of Directors, none of the directors 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 of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure A**".

- 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 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:
 - i. As informed to us the Company discloses the impact of pending litigation on its financial position in its 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 has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest

in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- v. a) The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with Section 123 of the Act, as applicable
- b) No interim dividend declared and paid by the Company during the year and until the date of this report.
- c) As stated in Note 13.2 to the standalone financial statements, the Board of Directors of the company have not declared any dividend for the year.

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

For **R.R.S. & Associates**
Chartered Accountants
FRN.118336W

Rajesh Shah
(Partner)

Place: Ahmedabad
Date: 24 May, 2023

Membership No. 034549
UDIN: 23034549BGYRDA3485



Annexure "A" to the Independent Auditor's Report

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of ASIAN GRANITO INDIA LIMITED of even date)

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

We have audited the internal financial controls over financial report of **ASIAN GRANITO INDIA LIMITED ('the company')** as on 31 March, 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 financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit or Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of the 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 (the 'Act').

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of the internal control

based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of risks of material misstatement of 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 systems over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial controls over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of the standalone financial statements for external purpose in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting included 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 transaction are recorded as necessary to permit preparation of standalone financial statement 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 company's assets that could have a material effect on the standalone financial statements.

Inherent Limitations of Internal Financial Control over Financial Reporting

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



Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March, 2023, based on the criteria for internal financial control over financial reporting 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 **R.R.S. & Associates**
Chartered Accountants
FRN.118336W

Rajesh Shah
(Partner)

Place: Ahmedabad
Date: 24 May, 2023

Membership No. 034549
UDIN: 23034549BGYRDA3485



Annexure 'B' to the Independent Auditor's Report

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of ASIAN GRANITO INDIA LIMITED of even date)

To the best of our information and according to the explanation provided to us by the company and the books of accounts and records examined by us in the normal course of audit, we state that:-

1. In respect of the Company's Property, Plant and Equipment and Intangible Assets:
 - a) (A) The Company has maintained proper records showing full particulars including quantitative details and situation of its Property, Plant and Equipment.
 - (B) The Company does not have any intangible asset, hence reporting under this clause of the Order is not applicable to the Company.
 - b) According to the information and explanation given to us, the Property, Plant and Equipment of the Company have been physically verified by the management at reasonable period during the year and no material discrepancies have been noticed on such verification. In our opinion the frequency of physical verification of Property, plant and equipment is reasonable having regard to the size of the company and nature of its business.
2.
 - a) The inventories were physically verified during the year by the management at reasonable intervals and no material discrepancies were noticed on physical verification.
 - b) The Company has been sanctioned working capital limits in excess of ₹ 5 Crores, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks or financial institution are in agreement with the books of account of the Company.
3. The Company has made investment in companies, firms, Limited Liability Partnerships, and granted unsecured loans to other parties, in respect of which:
 - a) The Company has provided loans or advances in the nature of loans or stood guarantee, or provided security to subsidiaries, joint venture, associates and other parties and the details are mentioned in the following table:

(₹ in Lakhs)

Particulars:	Guarantees	Security	Loans	Advances in Nature of Loans:
Aggregate amount granted during the year:				
- subsidiaries	-	-	32,118.12	-
- joint venture	-	-	-	-
- associates	-	-	-	-
- others	-	-	2.50	-
Balance outstanding as at balance sheet in respect of above cases				
- subsidiaries	15,303.72	-	33,164.62	-
- joint venture	-	-	-	-
- associates	-	-	-	-
- others	-	-	1,585.16	-

- b) The investments made, and the terms and conditions of the grant of loans, during the year are, prima facie, not prejudicial to the Company's interest.



- c) In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayment of principal amounts and receipts of interest are generally been regular as per stipulation.
- d) In respect of loans granted by the Company, there is no overdue amount remaining outstanding as at 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 over dues of existing loans given to the same parties.
- f) The company has granted loans or advances in the nature of loans which were repayable on demand or without specifying any terms or period of repayment amounting to ₹ 34,729.97 Lakhs at the end of the year. Details of aggregate amount, percentage thereof of the total loans granted, aggregate amount of loans granted to Promoters, related parties as defined in clause (76) of section 2 of the Companies Act, 2013 are given here under:

(₹ in Lakhs)

Sr. No	Particulars:	All Parties	Promoters	Related Parties
1	Aggregate amount of loans			
	- Repayable on demand as there is no specific agreement(A)	34,729.97	-	34,112.59
	- Agreement does not specify any terms or period of repayment(B)	-	-	-
2	Total (A+B)	34,729.97	-	34,112.59
3	Percentage of loans to the total loans	99.84%	-	98.06%

4. The Company has complied with the provisions of section 185 and 186 of the act with respect to loans granted, investments made, guarantees given and security provided, as applicable.
5. The company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3 (v) of the Order are not applicable.
6. The maintenance of cost records has not been specified by the Central Government under sub-section (1) of the section 148 of the Companies Act, 2013. Hence, reporting under clause (vi) of the Order is not applicable to the Company.
7. In respect to statutory dues:
- a. In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Service Tax, Provident Fund, Employees' State Insurance, Income Tax and other material Statutory dues with the appropriate authorities. There were no undisputed statutory dues as on 31 March, 2023, which were outstanding for more than six months from the date on which they became payable.
- b. The details of disputed statutory dues of Income Tax, Sales Tax, Value Added Tax, Excise Duty, and other material statutory dues which have not been deposited as at 31 March, 2023 on account of dispute are as under:

Name of Statute	Nature of Dues	Forum Where dispute is pending	Period to which the amount relates	Amount (₹ In Lakhs)
Central Sales Tax Act, 1956, Sales Tax Act and VAT Laws	Sales Tax and VAT	Appellate Tribunal	FY 2010-2011	5.90
		Appellate Authority up to Commissioners' Level	FY 2013-14 to 2017-18	3,660.50
Sub -Total (A)				3,666.40
Central Excise Act, 1944	Excise	Commissioner Level	AY 2004-05 to 2008-09	2,043.18
Sub -Total (B)				2,043.18
The Income Tax Act, 1961	Income Tax	High Court	AY 2004-05 to AY 2010-11, AY 2012-13 and 2018-19	1,525.83
		Appellate Authority to Commissioner Level	AY 2007-08, AY 2008-09, AY 2016-17, AY 2017-18 and AY 2020-21	162.31
		Below Commissioner Level	AY 2013-14, AY 2015-16, AY 2016-17	4.96
Sub -Total (C)				1,693.10
Total (A+B+C)				7,402.68



8. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessment under the Income Tax Act, 1961.
9. a) The Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.
b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
c) The term loans availed by the Company were used for the purpose for which they were obtained.
d) Funds raised on short basis, prima facie, not been used during the year for long term purposes by the Company.
e) The company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
f) The company has not raised any funds during the year on the pledge of securities held in its subsidiaries.
10. a) The company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
b) During the year, the company has not made preferential allotment/private placement of equity shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the order is not applicable.
11. a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year and upto the date of this report.
12. The company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable to the Company.
13. Transaction with related parties are in compliance with section 177 and 188 of the Act, where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standard.
14. (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
(b) We have considered the internal audit report for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
15. In our opinion, during the year the Company has not entered into any non-cash transaction with its Directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
16. (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi) (a), (b) and (c) of the Order is not applicable.
(b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016 and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
17. The Company has not incurred cash losses during the year and Company had not incurred any cash loss in immediately preceding financial year.
18. There has been no resignation of statutory auditors of the Company during the year.
19. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.
20. There are no unspent amounts towards Corporate Social Responsibility(CSR) requiring a transfer of fund specified in Schedule VII to the companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Further the Company has not undertaken any ongoing project as a part of CSR, hence reporting under clause 3(xx) (a) and (b) of the Order are not applicable.

For **R.R.S. & Associates**
Chartered Accountants
FRN.118336W

Rajesh Shah
(Partner)

Place: Ahmedabad
Date: 24 May, 2023

Membership No. 034549
UDIN: 23034549BGYRDA3485



Balance Sheet

As at 31 March, 2023

Particulars	Notes	(₹ in Lakhs)	
		As at 31 March, 2023	As at 31 March, 2022
I ASSETS			
1 Non-Current Assets			
(a) Property, Plant and Equipment	2	23,835.32	23,170.92
(b) Capital Work-in-Progress	2	-	75.36
(c) Right of Use Assets	3	949.17	776.22
(d) Investment Property	4	50.76	50.76
(e) Financial Assets			
(i) Investments	5	6,300.53	6,294.53
(ii) Loans	6	33,164.62	5,333.02
(iii) Other Financial Assets	7	63.27	328.19
(f) Other Non-Current Assets	8	1,151.65	1,111.65
Total Non-Current Assets		65,515.32	37,140.65
2 Current Assets			
(a) Inventories	9	15,560.62	21,369.90
(b) Financial Assets			
(i) Investments	5	1,300.88	4,385.46
(ii) Trade Receivables	10	39,936.31	40,728.76
(iii) Cash and Cash Equivalents	11	819.88	1,988.10
(iv) Bank Balances other than (iii) above	11	18,206.86	198.59
(v) Loans	6	1,621.19	1,480.44
(vi) Other Financial Assets	7	175.12	324.27
(c) Other Current Assets	8	17,375.19	3,680.35
(d) Current Tax Assets (Net)	20	220.73	-
Total Current Assets		95,216.78	74,155.87
Total Assets		1,60,732.10	1,11,296.52
II EQUITY AND LIABILITIES			
1 EQUITY			
(a) Equity Share Capital	12	12,674.53	5,675.16
(b) Other Equity	13	1,09,424.33	78,018.06
Total Equity		1,22,098.86	83,693.22
2 LIABILITIES			
(i) Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	14	152.91	88.71
(ii) Lease Liabilities	41	790.42	703.53
(b) Provisions	15	161.21	189.27
(c) Deferred Tax Liabilities (Net)	16	1,304.64	2,272.50
Total Non-Current Liabilities		2,409.18	3,254.01
(ii) Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	14	6,688.77	446.35
(ii) Lease Liabilities	41	290.26	178.30
(iii) Trade Payables	17		
Dues of micro enterprise and small enterprises		40.35	68.15
Dues of other than micro enterprises and small enterprises		24,417.65	18,575.63
(iv) Other Financial Liabilities	18	2,472.95	2,296.01
(b) Other Current Liabilities	19	1,956.69	1,774.72
(c) Provisions	15	357.39	377.82
(d) Current Tax Liabilities (Net)	20	-	632.31
Total Current Liabilities		36,224.06	24,349.29
Total Liabilities		38,633.24	27,603.30
Total Equity and Liabilities		1,60,732.10	1,11,296.52
Significant Accounting Policies	1		
See accompanying notes to the Financial Statements	2 - 50		

As per our report of even date attached

For **R R S & Associates**

Chartered Accountants

ICAI Firm Reg. No.- 118336W

Rajesh Shah

Partner

Membership No.- 034549

Place: Ahmedabad

Date: 24 May, 2023

For and on behalf of the Board of Directors

Kamleshkumar B. Patel

Chairman and Managing Director

DIN: 00229700

CA Mehul Shah

Chief Financial Officer

Membership No.-107359

Place: Ahmedabad

Date: 24 May, 2023

Mukeshbhai J. Patel

Managing Director

DIN: 00406744

Dr. Dhruvi Trivedi

Company Secretary

Membership No.- A31842



Statement of Profit and Loss

For the year ended 31 March, 2023

(₹ in Lakhs)

Particulars	Notes	Year Ended 31 March, 2023	Year Ended 31 March, 2022
1 Income			
Revenue from Operations	21	1,35,373.61	1,34,910.33
Other Income	22	3,099.36	4,498.05
Total Income		1,38,472.97	1,39,408.38
2 Expenses			
Cost of Materials Consumed	23	19,426.03	17,925.47
Purchase of Stock-in-Trade		79,602.16	79,279.07
Changes in inventories of Finished Goods, Stock-in-Trade and Work-in-Progress	24	2899.89	1040.07
Employee Benefits Expenses	25	9,263.54	8,276.20
Finance Costs	26	893.56	694.54
Depreciation and Amortisation Expenses	27	1,903.72	1,785.98
Power & Fuel	28	9,438.17	8,215.23
Other Expenses	29	18,595.76	11,424.28
Total Expenses		1,42,022.83	1,28,640.84
3 Profit/(Loss) before tax (1-2)		(3,549.86)	10,767.54
4 Tax Expense			
(1) Current Tax		-	1,782.15
(2) Earlier Year Tax		42.45	-
(3) Deferred Tax		(955.49)	192.63
Total Tax Expense/(Income)		(913.04)	1,974.78
5 Profit/(Loss) for the Year (3-4)		(2,636.82)	8,792.76
6 Other Comprehensive Income/(Loss)			
Items that will not be reclassified to Profit or Loss			
(i) Remeasurements of defined benefit plans		(49.22)	(3.41)
(ii) Income tax relating to above items		12.39	0.86
Total Other Comprehensive Income/(Loss) (i + ii)		(36.83)	(2.55)
7 Total Comprehensive Income/(Loss) for the Year (5 + 6)		(2,673.65)	8,790.21
Earnings per equity Share (Face value of ₹ 10 each)	33		
(1) Basic (in ₹)		(2.23)	17.21
(2) Diluted (in ₹)		(2.23)	17.21
Significant Accounting Policies	1		
See accompanying notes to the Financial Statements	2 - 50		

As per our report of even date attached

For **R R S & Associates**
Chartered Accountants
ICAI Firm Reg. No.- 118336W

Rajesh Shah
Partner
Membership No.- 034549

Place: Ahmedabad
Date: 24 May, 2023

For and on behalf of the Board of Directors

Kamleshkumar B. Patel
Chairman and Managing Director
DIN: 00229700

CA Mehul Shah
Chief Financial Officer
Membership No.- 107359

Place: Ahmedabad
Date: 24 May, 2023

Mukeshbhai J. Patel
Managing Director
DIN: 00406744

Dr. Dhruvi Trivedi
Company Secretary
Membership No.- A31842



Statement of Cash Flow

For the year ended 31 March, 2023

Particulars	(₹ in Lakhs)	
	Year ended 31 March, 2023	Year ended 31 March, 2022
Cash Flow From Operating Activities		
Profit/(Loss) Before Tax	(3,549.86)	10,767.54
Adjustment for:		
Depreciation	1,903.72	1,785.98
Finance Costs	893.56	694.54
Interest Income	(2,910.67)	(388.85)
Allowance for Expected Credit Loss	160.20	159.71
Bad Debt	2,969.75	-
Net (Gain) / Loss on Sale of Property, Plant & Equipment	29.85	(61.19)
(Gain) on Account of Derecognition of Associate	-	(3,800.88)
Rent concession on Lease Rentals	-	(11.02)
(Gain) on Sale of Lease Asset	(0.71)	(6.98)
Operating Profit/(Loss) before Working Capital changes	(504.16)	9,138.85
Changes in Working Capital		
Adjustment for:		
(Increase) / Decrease in Trade Receivables	(2,337.50)	(5,830.39)
(Increase) / Decrease Financial Assets	145.79	28.57
(Increase) / Decrease In Inventories	5,809.28	747.00
(Increase) / Decrease in Other Assets	(13,734.80)	(496.86)
Increase / (Decrease) in Trade Payable	5,814.22	(4,924.14)
Increase / (Decrease) in Other Financial Liabilities	176.94	211.70
Increase / (Decrease) in Other Liabilities	181.97	(91.67)
Increase / (Decrease) in Provisions	(97.71)	(11.43)
Cash Used in operations before Income Tax Paid	(4,545.97)	(1,228.37)
Direct Taxes Paid	(895.49)	(1,333.21)
Net Cash Flow Used in Operating Activities [A]	(5,441.46)	(2,561.58)
Cash Flow From Investing Activities :		
Payments for purchase of Property, Plant & Equipment including Capital Work-in-Progress	(2,319.14)	(2,264.02)
Proceeds from sales of Property, Plant & Equipment	116.13	387.93
Increase / (Decrease) in Loans Given	(27,972.35)	(3,879.44)
Proceeds/(Payments) of term deposits	(17,744.49)	(99.29)
(Purchase) / Sale in Investments	(6.00)	1,172.26
Interest Income	2,910.67	388.85
Net Cash Flow Used In Investing Activities [B]	(45,015.18)	(4,293.71)
Cash Flow From Financing Activities :		
Increase/ (Decrease) in Non-Current Borrowings (Net)	64.20	(192.80)
Increase/ (Decrease) in Current Borrowings (Net)	6,242.42	(9,729.40)
Finance Costs paid	(807.49)	(613.24)
Issue of Preferential share warrants	-	314.55
Proceeds from Issue of share capital	44,096.02	22,464.19
Payment of Share issue expenses	(2,129.51)	(632.98)
Payment of lease liability	(375.72)	(291.60)
Dividend paid	(886.08)	(171.11)
Net Cash Flow generated from Financing Activities [C]	46,203.84	11,147.61
Net Increase/(decrease) in cash and cash equivalents during the year [A+B+C]	(4,252.80)	4,292.32
Add: Cash and cash equivalents at the beginning of the year	6,373.56	2,081.24
Cash and cash equivalents at the end of the year	2,120.76	6,373.56



Statement of Cash Flow

For the year ended 31 March, 2023

Notes:

i) Components of Cash & Cash Equivalents

Particulars	(₹ in Lakhs)	
	As at 31 March, 2023	As at 31 March, 2022
Cash and Cash Equivalents: (Refer Note 11)		
Cash On Hand	11.15	9.27
Balance with Bank	808.73	1,978.83
Sub Total - A	819.88	1,988.10
Current Investments: (Refer Note 5)		
Investment in Mutual Funds	1,300.88	4,385.46
Sub Total - B	1,300.88	4,385.46
Total (A + B)	2,120.76	6,373.56

ii) Reconciliation of liabilities arising from financing activities

(₹ in Lakhs)				
As at 31 March, 2023	Opening Balance	Cash Flows	Non Cash Changes	Closing Balance
Long term Borrowings	88.71	64.20	-	152.91
Short term Borrowings	446.35	6,242.42	-	6,688.77
Total liabilities from financing activities	535.06	6,306.62	-	6,841.68

(₹ in Lakhs)				
As at 31 March, 2022	Opening Balance	Cash Flows	Non Cash Changes	Closing Balance
Long term Borrowings	281.51	(192.80)	-	88.71
Short term Borrowings	10,175.75	(9,729.40)	-	446.35
Total liabilities from financing activities	10,457.26	(9,922.20)	-	535.06

iii) The above Statement of Cash Flows has been prepared under the 'Indirect Method' as set out in the Ind AS 7 on Statement of Cash Flows as notified under Companies (Accounts) Rules, 2015.

Significant Accounting Policies	1
See accompanying notes to the financial statements	2 - 50

As per our report of even date attached

For **R R S & Associates**
Chartered Accountants
ICAI Firm Reg. No.- 118336W

Rajesh Shah
Partner
Membership No.- 034549

Place: Ahmedabad
Date: 24 May, 2023

For and on behalf of the Board of Directors

Kamleshkumar B. Patel
Chairman and Managing Director
DIN: 00229700

CA Mehul Shah
Chief Financial Officer
Membership No.- 107359

Place: Ahmedabad
Date: 24 May, 2023

Mukeshbhai J. Patel
Managing Director
DIN: 00406744

Dr. Dhruti Trivedi
Company Secretary
Membership No.- A31842



Statement of Changes in Equity

For the year ended 31 March, 2023

A Equity Share Capital

(₹ in Lakhs)

Particulars	As at	As at
	31 March, 2023	31 March, 2022
Balance at the beginning of the year	5,675.16	3,405.44
Changes in Equity Share Capital due to prior period errors	-	-
Restated balance at the beginning of the current reporting period	-	-
Changes in Equity share capital during the year	6,999.37	2,269.72
Balance at the end of the year	12,674.53	5,675.16

B Other Equity

(₹ in Lakhs)

Particulars	Reserves & Surplus			Capital Reserve	Preferential Share Warrants	Total
	Security Premium	General Reserve	Retained Earnings			
Balance as at 01 April, 2021	14,434.41	890.00	33,868.99	-	329.85	49,523.25
Profit/(Loss) for the year	-	-	8,792.76	-	-	8,792.76
Other Comprehensive Income for the year	-	-	(2.55)	-	-	(2.55)
Total Comprehensive Income/(Loss) for the year	-	-	8,790.21	-	-	8,790.21
Issue of Security Premium	19,980.89	-	-	-	-	19,980.89
Issue of Preferential Share Warrants	-	-	-	-	314.55	314.55
Conversion of Preferential Share Warrants in to Equity Share Capital	-	-	-	-	(419.40)	(419.40)
Forfeiture of Preferential Share Warrants	-	-	-	225.00	(225.00)	-
Dividends	-	-	(171.44)	-	-	(171.44)
Balance as at 31 March, 2022	34,415.30	890.00	42,487.76	225.00	-	78,018.06
Profit/(Loss) for the year	-	-	(2,636.82)	-	-	(2,636.82)
Other Comprehensive Income/(Loss) for the year	-	-	(36.83)	-	-	(36.83)
Total Comprehensive Income/(Loss) for the year	-	-	(2,673.65)	-	-	(2,673.65)
Issue of Security Premium	34,967.14	-	-	-	-	34,967.14
Dividends (Refer Note 13.2)	-	-	(887.22)	-	-	(887.22)
Balance as at 31 March, 2023	69,382.44	890.00	38,926.89	225.00	-	1,09,424.33
Significant Accounting Policies			1			
See accompanying notes to the Financial Statements			2 - 50			

As per our report of even date attached

For **R R S & Associates**

Chartered Accountants

ICAI Firm Reg. No.- 118336W

Rajesh Shah

Partner

Membership No.- 034549

Place: Ahmedabad

Date: 24 May, 2023

For and on behalf of the Board of Directors

Kamleshkumar B. Patel

Chairman and Managing Director

DIN: 00229700

CA Mehul Shah

Chief Financial Officer

Membership No.- 107359

Place: Ahmedabad

Date: 24 May, 2023

Mukeshbhai J. Patel

Managing Director

DIN: 00406744

Dr. Dhruvi Trivedi

Company Secretary

Membership No.- A31842



Notes to the Financial Statements

for the Year Ended 31 March, 2023

Company Background:

Asian Granito India Limited (the Company) is a public limited company domiciled and incorporated in India under the provisions of Companies Act, 1956. The Equity shares of the company are listed in India on the Bombay Stock Exchange Limited and National Stock Exchange Limited. The registered office of the Company is located at 202, Dev Arc, Opp. Isckon Temple, S.G. Highway, Ahmedabad - 380015. The Company is engaged in manufacturing and trading of Tiles and Marble and allied products.

The financial statements of the company for the year ended on 31 March, 2023 were authorised for issue in accordance with a resolution of the Directors on 24 May, 2023.

1 Statement on Significant Accounting Policies, Key Accounting Estimates and Judgements:

1.1 Basis for Preparation:

These financial statements are the standalone financial statements of the Company prepared in accordance with Indian Accounting Standards ('Ind AS') as notified under Section 133 of the Companies Act, 2013, read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

These financial statements have been prepared and presented under the historical cost convention, on the accrual and going concern basis of accounting except for the certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies set out below.

The accounting policies have been applied consistently over all the periods presented in these financial statements.

1.2 Functional and presentation currency:

These financial statements are presented in Indian Rupees (₹), which is also the Company's functional currency. All amounts have been rounded-off to the nearest Lakhs, unless otherwise stated.

1.3 Key accounting estimates and judgements:

The preparation of the Company's financial statements requires the management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

1.4 Critical accounting estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below:

i) Property, Plant and Equipment:

Property, Plant and Equipment represent a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of Company's assets are determined at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technical or commercial obsolescence arising from changes or improvements in production or from a change in market demand of the product or service output of the asset.

ii) Income taxes:

The Company's tax jurisdiction is India. Significant judgements are involved in estimating budgeted profits for paying advance tax, determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions.

iii) Defined Benefit Obligation:

The costs of providing pensions and other post-employment benefits are charged to the Statement of Profit and Loss in accordance with Ind AS 19 'Employee benefits' over the period during which benefit is derived from the employees' services. The costs are assessed on the basis of assumptions selected by the management. These assumptions include salary escalation rate, discount rates, expected rate of return on assets and mortality rates.

iv) Estimates:

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

v) Estimation of uncertainties relating to the global health pandemic from COVID-19:

In view of the unprecedented COVID-19 pandemic, the management has made a detailed assessment



Notes to the Financial Statements

for the Year Ended 31 March, 2023

of its liquidity position for the next one year and recoverability of Property, Plant and Equipment, Investments, Trade Receivables and Inventories as at the balance sheet date. In assessing the recoverability, the Company has considered internal and external information upto the date of approval of these Ind AS financial statements and has concluded that there are no material impact on the operations and the financial position of the Company. However, the impact of the global health pandemic may be different from that estimated at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions.

1.5 Current / Non-Current Classification:

Any asset or liability is classified as current if it satisfies any of the following conditions:

- i. the asset/liability is expected to be realized/settled in the Company's normal operating cycle;
- ii. the asset is intended for sale or consumption;
- iii. the asset/liability is expected to be realized/settled within twelve months after the reporting period;
- iv. the asset is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date;
- v. In the case of a liability, the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

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

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

For the purpose of current/non-current classification of assets and liabilities, the Company has ascertained its normal operating cycle as twelve months. This is based on the nature of services and the time between the acquisition of assets or inventories for processing and their realization in cash and cash equivalents.

1.6 Summary of Significant accounting policies:

a) Property, Plant & Equipment:

i) Measurement at recognition:

An item of property, plant and equipment that qualifies as an asset is measured on initial recognition at cost. Following initial recognition, items of property, plant and equipment are carried at its cost less accumulated depreciation and accumulated impairment losses.

The cost of an item of property, plant and equipment comprises of its purchase price, including import duties, borrowing cost, changes on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the assets, other non-refundable purchase taxes or levies and any cost directly attributable to bringing the assets to its working condition for its intended use.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

ii) Depreciation:

Depreciation on each part of an item of property, plant and equipment is provided using the Straight-Line Method (SLM) Method based on the useful life of the asset as prescribed in Schedule II to the Companies Act, 2013 except following items of Property, Plant and Equipment where company has estimated different useful life:

Particulars	Useful Life
Plant & Machinery	11 & 15 Years

Land is not depreciated.

The useful lives, residual values of each part of an item of property, plant and equipment and the depreciation methods are reviewed at the end of each financial year. If any of these expectations differ from previous estimates, such change is accounted for as a change in an accounting estimate.

iii) Derecognition:

The carrying amount of an item of property, plant and equipment is derecognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the Derecognition of an item of property, plant and equipment is measured as the difference between the net disposal proceeds and the carrying amount of the item and is recognized in the Statement of Profit and Loss when the item is derecognized.

iv) Capital Work in progress:

Cost of assets not ready for intended use, as on the Balance Sheet date, is shown as capital work in progress.



Notes to the Financial Statements

for the Year Ended 31 March, 2023

b) Investment Property:

Investment Property is measured initially at cost including related transaction costs.

The cost comprises the purchase price, borrowing cost if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for its intended use.

Subsequent expenditures are capitalized only when it is probable that future economic benefits associated with these will flow to the company and the cost of the item can be measured reliably. All day-to-day repair and maintenance expenditure are charged to the statement of profit and loss for the period during which such expenses are incurred.

Gains or losses arising from derecognition of investment property are measured as the difference between the net disposal proceeds and the carrying amount of the asset at the time of disposal and are recognized in the statement of profit and loss when the asset is derecognized.

c) Borrowing Costs:

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs, if any, directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized, if any. All other borrowing costs are expensed in the period in which they occur.

d) Impairment of non-financial assets:

The Company assesses at each reporting date as to whether there is any indication that any property, plant and equipment and intangible assets or group of assets, called cash generating units (CGU) may be impaired. If any such indication exists the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the CGU to which the asset belongs.

An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The recoverable

amount is higher of an asset's fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets.

The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

e) Investment in Subsidiary, Joint Venture & Associate:

The Company has elected to recognize its investments in subsidiaries, joint venture and an associate company at cost in accordance with the option available in Ind AS 27, 'Separate Financial Statements'. The details of such investments are given in Note 5. Impairment policy applicable on such investments is explained in note (d) above.

f) Inventory:

Raw materials, finished goods, packing materials, stores, spares, consumables and stock-in-trade are carried at the lower of cost and net realizable value. However, materials and other items held for use in production of inventories are not written down below cost if the finished goods in which they will be incorporated are expected to be sold at or above cost. The comparison of cost and net realizable value is made on an item-by-item basis.

In determining the cost of raw materials, packing materials, stock-in-trade, stores, spares, components and consumables, first in first out (FIFO) method is used. Cost of inventory comprises all costs of purchase, duties, taxes (other than those subsequently recoverable from tax authorities) and all other costs incurred in bringing the inventory to their present location and condition.

Cost of finished goods and work-in-progress includes the cost of raw materials, packing materials, an appropriate share of fixed and variable production overheads as applicable and other costs incurred in bringing the inventories to their present location and condition. Fixed production overheads are allocated on the basis of normal capacity of production facilities.

g) Financial Instrument:

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.



Notes to the Financial Statements

for the Year Ended 31 March, 2023

Financial Assets:

Initial recognition and measurement:

The Company recognizes a financial asset in its Balance Sheet when it becomes party to the contractual provisions of the instrument. All financial assets are recognized initially at fair value, plus in the case of financial assets not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial asset.

Where the fair value of a financial asset at initial recognition is different from its transaction price, the difference between the fair value and the transaction price is recognized as a gain or loss in the Statement of Profit and Loss at initial recognition if the fair value is determined through a quoted market price in an active market for an identical asset (i.e. level 1 input) or through a valuation technique that uses data from observable markets (i.e. level 2 input).

In case the fair value is not determined using a level 1 or level 2 input as mentioned above, the difference between the fair value and transaction price is deferred appropriately and recognized as a gain or loss in the Statement of Profit and Loss only to the extent that such gain or loss arises due to a change in factor that market participants take into account when pricing the financial asset.

However, trade receivables that do not contain a significant financing component are measured at transaction price.

Subsequent measurement:

For subsequent measurement, the Company classifies a financial asset in accordance with the below criteria:

- i. The Company's business model for managing the financial asset and
- ii. The contractual cash flow characteristics of the financial asset.

Based on the above criteria, the Company classifies its financial assets into the following categories:

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

i. Financial assets measured at amortized cost:

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

- a) The Company's business model objective for managing the financial asset is to hold financial assets in order to collect contractual cash flows, and
- b) The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

This category applies to cash and bank balances, trade receivables, loans and other financial assets of the Company. Such financial assets are subsequently measured at amortized cost using the effective interest method.

Under the effective interest method, the future cash receipts are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial asset over the relevant period of the financial asset to arrive at the amortized cost at each reporting date. The corresponding effect of the amortization under effective interest method is recognized as interest income over the relevant period of the financial asset. The same is included under other income in the Statement of Profit and Loss.

The amortized cost of a financial asset is also adjusted for loss allowance, if any.

ii. Financial assets measured at FVTOCI:

Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair value through other comprehensive income. Fair value movements are recognized in the other comprehensive income (OCI).

iii. Financial assets measured at FVTPL:

A financial asset is measured at FVTPL unless it is measured at amortized cost or at FVTOCI as explained above. This is a residual category applied to all other investments of the Company excluding investments in subsidiary and associate companies. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the Statement of Profit and Loss.



Notes to the Financial Statements

for the Year Ended 31 March, 2023

Derecognition:

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognized (i.e. removed from the Company's Balance Sheet) when any of the following occurs:

- i. The contractual rights to cash flows from the financial asset expires;
- ii. The Company transfers its contractual rights to receive cash flows of the financial asset and has substantially transferred all the risks and rewards of ownership of the financial asset;
- iii. The Company retains the contractual rights to receive cash flows but assumes a contractual obligation to pay the cash flows without material delay to one or more recipients under a 'pass-through' arrangement (thereby substantially transferring all the risks and rewards of ownership of the financial asset);
- iv. The Company neither transfers nor retains substantially all risk and rewards of ownership and does not retain control over the financial asset.

In cases where Company has neither transferred nor retained substantially all of the risks and rewards of the financial asset, but retains control of the financial asset, the Company continues to recognize such financial asset to the extent of its continuing involvement in the financial asset. In that case, the Company also recognizes an associated liability. The financial asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

On Derecognition of a financial asset, (except as mentioned in ii above for financial assets measured at FVTOCI), the difference between the carrying amount and the consideration received is recognized in the Statement of Profit and Loss.

Impairment of financial assets:

The Company applies expected credit losses (ECL) model for measurement and recognition of loss allowance on the following:

i. Trade receivables:

Trade receivables are initially recognised at fair value. Subsequently, these assets are held at amortised cost less provision for impairment based on expected credit loss.

For trade and lease receivable only, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of such receivables.

ii. Financial assets measured at amortized cost (other than trade receivables)

In case of trade receivables, the Company follows a simplified approach wherein an amount equal to lifetime ECL is measured and recognized as loss allowance.

In case of other assets (listed as ii above), the Company determines if there has been a significant increase in credit risk of the financial asset since initial recognition. If the credit risk of such assets has not increased significantly, an amount equal to 12-month ECL is measured and recognized as loss allowance. However, if credit risk has increased significantly, an amount equal to lifetime ECL is measured and recognized as loss allowance.

Subsequently, if the credit quality of the financial asset improves such that there is no longer a significant increase in credit risk since initial recognition, the Company reverts to recognizing impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial asset. 12-month ECL are a portion of the lifetime ECL which result from default events that are possible within 12 months from the reporting date.

ECL are measured in a manner that they reflect unbiased and probability weighted amounts determined by a range of outcomes, taking into account the time value of money and other reasonable information available as a result of past events, current conditions and forecasts of future economic conditions.

Financial Liabilities

Initial recognition and measurement:

The Company recognizes a financial liability in its Balance Sheet when it becomes party to the contractual provisions of the instrument. All financial liabilities are recognized initially at fair value minus, in the case of financial liabilities not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial liability.



Notes to the Financial Statements

for the Year Ended 31 March, 2023

Where the fair value of a financial liability at initial recognition is different from its transaction price, the difference between the fair value and the transaction price is recognized as a gain or loss in the Statement of Profit and Loss at initial recognition if the fair value is determined through a quoted market price in an active market for an identical asset (i.e. level 1 input) or through a valuation technique that uses data from observable markets (i.e. level 2 input).

In case the fair value is not determined using a level 1 or level 2 input as mentioned above, the difference between the fair value and transaction price is deferred appropriately and recognized as a gain or loss in the Statement of Profit and Loss only to the extent that such gain or loss arises due to a change in factor that market participants take into account when pricing the financial liability.

Subsequent measurement:

All financial liabilities of the Company are subsequently measured at amortized cost using the effective interest method.

Under the effective interest method, the future cash payments are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial liability over the relevant period of the financial liability to arrive at the amortized cost at each reporting date. The corresponding effect of the amortization under effective interest method is recognized as interest expense over the relevant period of the financial liability. The same is included under finance cost in the Statement of Profit and Loss.

Derecognition:

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the Derecognition of the original liability and the recognition of a new liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid is recognized in the Statement of Profit and Loss.

Offsetting of Financial Instruments:

Financial assets and financial liabilities are offset, and the net amount is reported in financial statements 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.

h) Fair Value:

The Company measures financial instruments at fair value in accordance with the accounting policies mentioned above. 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. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows, the inputs to valuation techniques used to measure value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 inputs) and the lowest priority to unobservable inputs (Level 3 inputs).

Level 1 — quoted (unadjusted) market prices in active markets for identical assets or liabilities

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

Level 3 — inputs that are unobservable for the asset or liability

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

i) Revenue Recognition:

The Company has applied Ind AS 115 - Revenue from Contracts with Customers which establishes a comprehensive framework for determining whether, how much and when revenue is to be recognised.



Notes to the Financial Statements

for the Year Ended 31 March, 2023

Revenue from sale of goods is recognised when control of the products being sold is transferred to customer and when there are no longer any unfulfilled obligations. The Performance Obligations in contracts are fulfilled at the time of dispatch, delivery or upon formal customer acceptance depending on contract terms.

Revenue is measured at fair value of the consideration received or receivable, after deduction of any trade discounts, volume rebates and any taxes or duties collected on behalf of the government such as goods and services tax, etc.

Revenue is only recognised to the extent that it is highly probable a significant reversal will not occur. Customers have the contractual right to return goods only when authorised by the Company.

Interest and dividends:

Interest income is recognized using effective interest method. Dividend income is recognized when the right to receive payment is established.

Export benefits:

The Company recognises income from duty drawback and export benefit on accrual basis.

j) Income Taxes:

Tax expense is the aggregate amount included in the determination of profit or loss for the period in respect of current tax and deferred tax.

Current tax:

Current tax is the amount of income taxes payable in respect of taxable profit for a period. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible under the Income Tax Act, 1961. Current tax is measured using tax rates that have been enacted by the end of reporting period for the amounts expected to be recovered from or paid to the taxation authorities.

Deferred tax:

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit under Income Tax Act, 1961.

Deferred tax liabilities are generally recognized for all taxable temporary differences. However, in

case of temporary differences that arise from initial recognition of assets or liabilities in a transaction (other than business combination) that affect neither the taxable profit nor the accounting profit, deferred tax liabilities are not recognized. Also, for temporary differences if any that may arise from initial recognition of goodwill, deferred tax liabilities are not recognized.

Deferred tax assets are generally recognized for all deductible temporary differences to the extent it is probable that taxable profits will be available against which those deductible temporary difference can be utilized. In case of temporary differences that arise from initial recognition of assets or liabilities in a transaction (other than business combination) that affect neither the taxable profit nor the accounting profit, deferred tax assets are not recognized.

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

Deferred tax assets and liabilities are measured at the tax rates that have been enacted or substantively enacted by the Balance Sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

Presentation of current and deferred tax:

Current and deferred tax are recognized as income or an expense in the Statement of Profit and Loss, except when they relate to items that are recognized in Other Comprehensive Income, in which case, the current and deferred tax income/ expense are recognized in Other Comprehensive Income.

The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. In case of deferred tax assets and deferred tax liabilities, the same are offset if the Company has a legally enforceable right to set off corresponding current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority on the Company.



Notes to the Financial Statements

for the Year Ended 31 March, 2023

k) Foreign Currency Transaction & Translation:

Initial Recognition:

On initial recognition, transactions in foreign currencies entered into by the Company are recorded in the functional currency (i.e. Indian Rupees), by applying to the foreign currency amount, the spot exchange rate between the functional currency and the foreign currency at the date of the transaction. Exchange differences arising on foreign exchange transactions settled during the year are recognized in the Statement of Profit and Loss.

Measurement of foreign currency items at reporting date:

Foreign currency monetary items of the Company are translated at the closing exchange rates. Non-monetary items that are measured at historical cost in a foreign currency, are translated using the exchange rate at the date of the transaction. Non-monetary items that are measured at fair value in a foreign currency, are translated using the exchange rates at the date when the fair value is measured.

Exchange differences arising out of these translations are recognized in the Statement of Profit and Loss.

l) Provision & Contingencies:

The Company recognizes provisions when a present obligation (legal or constructive) as a result of a past event exists and it is probable that an outflow of resources embodying economic benefits will be required to settle such obligation and the amount of such obligation can be reliably estimated.

If the effect of time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

m) Employee Benefits:

Short Term Employee Benefits:

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits and they are recognized in

the period in which the employee renders the related service. The Company recognizes the undiscounted amount of short term employee benefits expected to be paid in exchange for services rendered as a liability (accrued expense) after deducting any amount already paid.

Post-Employment Benefits:

I. Defined Contribution plans:

Defined contribution plans are employee provident fund, employee state insurance scheme and Government administered pension fund scheme for all applicable employees.

Recognition and measurement of defined contribution plans:

The Company recognizes contribution payable to a defined contribution plan as an expense in the Statement of Profit and Loss when the employees render services to the Company during the reporting period. If the contributions payable for services received from employees before the reporting date exceeds the contributions already paid, the deficit payable is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the reporting date, the excess is recognized as an asset to the extent that the prepayment will lead to, for example, a reduction in future payments or a cash refund.

II. Defined Benefit plans:

The Company operates a defined benefit gratuity plan for employees.

Recognition and measurement of Defined Benefit plans:

The cost of providing defined benefits is determined using the Projected Unit Credit method with actuarial valuations being carried out at each reporting date. The defined benefit obligations recognized in the Balance Sheet represent the present value of the defined benefit obligations as reduced by the fair value of plan assets, if applicable. Any defined benefit asset (negative defined benefit obligations resulting from this calculation) is recognized representing the present value of available refunds and reductions in future contributions to the plan.

All expenses represented by current service cost, past service cost, if any, and net interest on the defined benefit liability / (asset) are recognized in the Statement of Profit and Loss. Remeasurements of the net defined benefit liability / (asset) comprising



Notes to the Financial Statements

for the Year Ended 31 March, 2023

actuarial gains and losses and the return on the plan assets (excluding amounts included in net interest on the net defined benefit liability/asset), are recognized in Other Comprehensive Income. Such remeasurements are not reclassified to the Statement of Profit and Loss in the subsequent periods.

The Company presents the above liability/(asset) as current and non-current in the Balance Sheet as per actuarial valuation by the independent actuary; however, the entire liability towards gratuity is considered as current as the Company will contribute this amount to the gratuity fund within the next twelve months.

Other Long-Term Employee Benefits:

Entitlements to annual leave and sick leave are recognised when they accrue to employees. Sick leave can only be availed or encashed subject to a restriction on the maximum number of accumulation of leave. The company determines the liability for such accumulated leave using the projected accrued benefit method with actuarial valuations being carried out at each Balance Sheet date.

n) Lease Accounting:

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

Company as a Lessee

The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset. The Company uses significant

judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease. The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses. Right-of-use assets are depreciated from the commencement date on a straight-line basis over the lease term and useful life of the underlying asset. The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option. Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows. Further, refer note no. 41, for effect of transition to Ind AS 116, classification of leases and other disclosures relating to leases.

Company as a Lessor

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 is recognised on a straight-line basis over the term of the relevant lease. 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.



Notes to the Financial Statements

for the Year Ended 31 March, 2023

o) Segment Reporting:

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Company.

p) Earnings per share:

Basic earnings per share is computed by dividing the net profit after tax attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Diluted earnings per equity share is computed by dividing adjusted net profit after tax by the aggregate of weighted average number of equity shares and dilutive potential equity shares during the year.

q) Cash Flow Statement:

Cash Flow are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non- cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses

associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the company are segregated.

r) Cash and cash equivalents:

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand, deposit accounts and term deposits accounts with original maturity of three months or less as at balance sheet date, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash on hand, deposit accounts and term deposits as defined above and investment in liquid funds for short term purpose.

s) Events after reporting date:

Where events occurring after the Balance Sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the financial statements. Otherwise, events after the Balance Sheet date of material size or nature are only disclosed.



Notes to the Financial Statements

for the Year Ended 31 March, 2023

2 Property, Plant and Equipment

Particulars	(₹ in Lakhs)										Capital Work-in-Progress	
	Land	Factory Building	Office & Other Building	Plant & Equipment	Furniture & Fixtures	Office Equipment	Vehicles	Computers	Total			
Cost / Deemed cost												
As at 01 April, 2021	4,530.12	6,507.32	951.14	15,168.23	1,950.52	408.83	709.96	469.01	30,695.13		7.85	
Additions	-	-	316.41	1,638.68	71.81	26.00	95.24	48.37	2,196.51		67.51	
Deductions	-	-	-	(1,095.92)	(45.52)	(45.46)	(110.46)	(121.49)	(1,418.85)		-	
As at 31 March, 2022	4,530.12	6,507.32	1,267.55	15,710.99	1,976.81	389.37	694.74	395.89	31,472.79		75.36	
Additions	-	43.85	-	1,882.90	223.79	41.35	144.16	58.45	2,394.50		299.20	
Deductions	-	-	(15.53)	(231.04)	(124.36)	(96.72)	(128.57)	(13.94)	(610.16)		(374.56)	
As at 31 March, 2023	4,530.12	6,551.17	1,252.02	17,362.85	2,076.24	334.00	710.33	440.40	33,257.13		-	
Accumulated depreciation												
As at 01 April, 2021	-	1,031.09	74.29	4,735.76	862.69	317.32	455.18	387.10	7,863.43		-	
Depreciation for the year	-	208.77	20.21	1,064.75	127.60	25.59	47.21	36.42	1,530.55		-	
Deductions	-	-	-	(828.70)	(38.64)	(43.67)	(69.08)	(112.02)	(1,092.11)		-	
As at 31 March, 2022	-	1,239.86	94.50	4,971.81	951.65	299.24	433.31	311.50	8,301.87		-	
Depreciation for the year	-	209.26	24.28	1,104.90	135.46	30.02	44.87	35.33	1,584.12		-	
Deductions	-	-	(3.60)	(192.21)	(96.41)	(93.59)	(71.78)	(6.59)	(464.18)		-	
As at 31 March, 2023	-	1,449.12	115.18	5,884.50	990.70	235.67	406.40	340.24	9,421.81		-	
Net Block												
As at 31 March, 2023	4,530.12	5,102.05	1,136.84	11,478.35	1,085.54	98.33	303.93	100.16	23,835.32		-	
As at 31 March, 2022	4,530.12	5,267.46	1,173.05	10,739.18	1,025.16	90.13	261.43	84.39	23,170.92		75.36	

Note:

For information on Property Plant and Equipment pledged as a security by the Company Refer Note 14.

CWIP Ageing Schedule

As At 31 March, 2023

Particulars	Amount in CWIP for a period of			Total
	Less than 1 year	1-2 years	2-3 years	
Projects in progress	-	-	-	-
As At 31 March, 2022	-	-	-	-
Particulars	Amount in CWIP for a period of			Total
	Less than 1 year	1-2 years	2-3 years	
Projects in progress	67.51	7.85	-	75.36



Notes to the Financial Statements

for the Year Ended 31 March, 2023

3 Right of Use Assets

(₹ in Lakhs)	
Particulars	Office & Other Building
As at 01 April, 2021	1,172.87
Additions	388.78
Deductions	(71.28)
As at 31 March, 2022	1,490.37
Additions	526.22
Deductions	(42.83)
As at 31 March, 2023	1,973.76
Accumulated depreciation	
As at 01 April, 2021	477.37
Depreciation for the year	255.44
Deductions	(18.67)
As at 31 March, 2022	714.14
Depreciation for the year	319.60
Deductions	(9.15)
As at 31 March, 2023	1,024.59
Net Block	
As at 31 March, 2023	949.17
As at 31 March, 2022	776.22

Refer Note 41 for related disclosures.

4 Investment Property

(₹ in Lakhs)	
Particulars	Free hold -Land
Cost / Deemed cost	
As at 01 April, 2021	50.76
Additions	-
Deductions	-
As at 31 March, 2022	50.76
Additions	-
Deductions	-
As at 31 March, 2023	50.76
Accumulated depreciation	
As at 01 April, 2021	-
Depreciation for the year	-
Deductions	-
As at 31 March, 2022	-
Depreciation for the year	-
Deductions	-
As at 31 March, 2023	-
Net Block	
As at 31 March, 2023	50.76
As at 31 March, 2022	50.76

Notes:

- The Company has classified freehold land located at Nandan Vatrika as Investment Property. There are no amounts pertaining to these investment properties recognised in the statement of profit and Loss, since company does not receive any rental Income and does not incur any depreciation or other operating expenses.
- The Company does not have any contractual obligation to purchase, construct or develop for maintenance or enhancement of investment property.
- The Company has no restrictions on the realisability of its investment property.



Notes to the Financial Statements

for the Year Ended 31 March, 2023

d) Fair Value of investment property:

Particulars	(₹ in Lakhs)	
	As at 31 March, 2023	As at 31 March, 2022
Free hold - Land	50.76	50.76
Total	50.76	50.76

5 Investments

Particulars	(₹ in Lakhs)	
	As at 31 March, 2023	As at 31 March, 2022
Non-Current Investments		
Investment in Equity Instruments of Subsidiaries	6,300.53	6,294.53
Total	6,300.53	6,294.53
Current Investments		
Investment in Mutual Funds	1,300.88	4,385.46
Total	1,300.88	4,385.46

Particulars	Face Value	As at 31 March, 2023		As at 31 March, 2022	
		No. of Shares/Units	₹	No. of Shares/Units	₹
Investments in Equity Instruments (measured at cost, Refer Note 31)					
Unquoted					
Subsidiaries					
AGL Industries Limited	10	18,76,000	187.60	18,76,000	187.60
Amazoone Ceramics Limited	10	2,92,49,207	4,529.93	2,92,32,957	4,522.93
Crystal Ceramic Industries Limited	10	2,82,09,734	1,580.00	2,82,09,734	1,580.00
AGL Global Trade Private Limited (Refer Note (a)(2))	10	-	-	10,000	1.00
Future Ceramic Private Limited	10	10,000	1.00	10,000	1.00
AGL Sanitaryware Private Limited	10	10,000	1.00	10,000	1.00
AGL Surfaces Private Limited	10	10,000	1.00	10,000	1.00
Total			6,300.53		6,294.53
Current					
Quoted (Measured at FVTPL) (Refer Note 31)					
Investment in Mutual Funds					
Tata Money Market Fund Direct Plan - Growth- NAV: 3825.342		-	-	53,387.32	2,042.25
SBI Savings Fund - Direct Plan - Growth- NAV: 35.5614		-	-	65,89,178.90	2,343.20
Aditya Birla Sun Life Liquid Fund - Direct Plan - Growth NAV : 363.0832		3,58,287.17	1,300.88	-	-
Total			1,300.88		4,385.46

Particulars	As at 31 March, 2023		As at 31 March, 2022	
	Book Value	Market Value	Book Value	Market Value
Non-Current				
Total Unquoted Investments	6,300.53	-	6,294.53	-
Current				
Total Quoted Investments	1,300.88	1,300.88	4,385.46	4,385.46



Notes to the Financial Statements

for the Year Ended 31 March, 2023

Notes:

a) Subsidiaries

- The Company has incorporated Wholly owned subsidiary namely Affil Ceramics Limited, Adicon Ceramics Limited, Crystal Vitrified Limited and Ivanta Ceramic Limited on 23 March, 2023, 24 March, 2023, 23 March, 2023 and 23 March, 2023 respectively having its paid-up equity share capital of 10,000 equity shares of ₹ 10 each.
- AGL Global Trade Private Limited, One of the Wholly owned subsidiary company of the company has applied for Striking off on 20 February, 2023. The Company has written off the Investment of ₹ 1 Lakhs in the AGL Global Trade Private Limited in current financial year.

6 Loans

(₹ in Lakhs)

Particulars	As at 31 March, 2023	As at 31 March, 2022
Non-Current		
Unsecured, Considered good		
Loans to Related Parties (Refer Note 37)	33,164.62	5,333.02
Total	33,164.62	5,333.02
Breakup:		
Loans considered good - Secured	-	-
Loans considered good - Unsecured	33,164.62	5,333.02
Loans which have significant increase in credit risk	-	-
Loans - Credit impaired	-	-
Less: Allowance for doubtful Loans	-	-
Total	33,164.62	5,333.02
Current		
Loans to Related Parties (Refer Note 37)	967.78	886.28
Loans to Others	617.38	568.76
Loans and Advances to Employees	36.03	25.40
Total	1,621.19	1,480.44
Breakup:		
Loans considered good - Secured	-	-
Loans considered good - Unsecured	1,621.19	1,480.44
Loans which have significant increase in credit risk	-	-
Loans - Credit impaired	-	-
Less: Allowance for doubtful Loans	-	-
Total	1,621.19	1,480.44

(a) Notes:

Loans or Advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013).

Type of Borrower	Amount of loan or advance in the nature of loan outstanding		Percentage to the total Loans and Advances in the nature of loans	
	As at 31 March, 2023	As at 31 March, 2022	As at 31 March, 2023	As at 31 March, 2022
Related Parties	34,112.59	6,137.11	98.06%	90.07%



Notes to the Financial Statements

for the Year Ended 31 March, 2023

7 Other Financial Assets

Particulars	(₹ in Lakhs)	
	As at 31 March, 2023	As at 31 March, 2022
Non-Current		
Security and Other Deposits	21.89	289.04
In Term Deposit Accounts with original maturity more than 12 months	41.38	39.15
Total	63.27	328.19
Current		
Export Incentive Receivables	38.32	249.30
Security and Other Deposits	128.23	74.97
Interest accrued	8.57	-
Total	175.12	324.27

8 Other Assets

Particulars	(₹ in Lakhs)	
	As at 31 March, 2023	As at 31 March, 2022
Non-Current		
Payment under Protest	1,151.65	1,111.65
Total	1,151.65	1,111.65
Current		
Balances with Government Authorities	440.48	479.81
Advances to Vendors	16,788.26	3,042.76
Prepaid Expenses	146.45	157.78
Total	17,375.19	3,680.35

9 Inventories

Particulars	(₹ in Lakhs)	
	As at 31 March, 2023	As at 31 March, 2022
Valued at Lower of Cost or Net Realisable Value		
Raw Material	2,058.27	3,865.94
Work-in-Progress	1,012.25	2,029.38
Finished Goods	7,786.53	9,452.27
Stock in Trade	2,484.41	2,701.43
Stores, Spares, Fuel & Consumables	1,954.91	3,056.05
Packing Materials	264.25	264.83
Total	15,560.62	21,369.90

10 Trade Receivables

Particulars	(₹ in Lakhs)	
	As at 31 March, 2023	As at 31 March, 2022
Receivables from Others	29,979.33	39,289.46
Receivables from Related Parties (Refer Note 37)	9,956.98	1,439.30
Total	39,936.31	40,728.76
Breakup:		
Trade Receivables considered good - Secured	-	-
Trade Receivables considered good - Unsecured	39,936.31	40,728.76
Trade Receivables which have significant increase in credit risk	-	-
Trade Receivables - Credit impaired	199.92	39.73
Less: Allowance for Expected Credit Loss	(199.92)	(39.73)
Total	39,936.31	40,728.76



Notes to the Financial Statements

for the Year Ended 31 March, 2023

a) Trade Receivables Ageing Schedule

As At 31 March, 2023

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment [#]					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables – considered good	32,915.10	2,804.08	1,722.56	314.07	486.69	38,242.50
Undisputed Trade Receivables – considered doubtful	-	-	-	-	199.92	199.92
Disputed Trade Receivables considered good	6.95	13.56	100.83	171.38	1,401.09	1,693.81
Disputed Trade Receivables considered doubtful	-	-	-	-	-	-

As At 31 March, 2022

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment [#]					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables – considered good	34,644.95	837.75	1,514.47	1,217.67	224.36	38,439.20
Undisputed Trade Receivables – considered doubtful	-	-	-	-	39.73	39.73
Disputed Trade Receivables considered good	1.00	34.68	70.10	305.40	1,878.38	2,289.56
Disputed Trade Receivables considered doubtful	-	-	-	-	-	-

Information has been disclose from the date of the transaction.

11 Cash and Bank Balances

(₹ in Lakhs)

Particulars	As at 31 March, 2023	As at 31 March, 2022
Cash and Cash Equivalents		
Cash on Hand	11.15	9.27
Balances with Banks		
In Current Accounts	808.73	1,908.94
In Term Deposit Accounts with Original Maturity of less than 3 months	-	69.89
Total	819.88	1,988.10
Other Balances with Banks		
Unpaid Dividend	4.16	3.02
In Term Deposit Accounts with Original Maturity more than 3 months but less than 12 months*	18,202.70	195.57
Total	18,206.86	198.59

*It includes deposits given to bank for margin requirements against Bank Guarantee and Letter of Credit facilities.



Notes to the Financial Statements

for the Year Ended 31 March, 2023

12 Equity Share Capital

(₹ in Lakhs)

Particulars	As at 31 March, 2023	As at 31 March, 2022
Authorised		
14,00,00,000 Equity Shares of ₹ 10/- each (P.Y. 6,50,00,000) Equity Shares of ₹ 10 Each	14,000.00	6,500.00
Issued, Subscribed and Paid up		
12,67,45,316 Equity Shares of ₹ 10/- Each fully Paid up (P.Y. 5,67,51,634) Equity Shares of ₹ 10 Each	12,674.53	5,675.16
Total	12,674.53	5,675.16

12.1 Reconciliation of shares outstanding at the end of the year

(₹ in Lakhs)

Particulars	As at 31 March, 2023		As at 31 March, 2022	
	No. of Shares	₹	No. of Shares	₹
At the beginning of the year	5,67,51,634	5,675.16	3,40,54,446	3,405.44
Add: Issued during the year	6,99,93,682	6,999.37	2,26,97,188	2,269.72
At the end of the year	12,67,45,316	12,674.53	5,67,51,634	5,675.16

- (a) On 04 February, 2022 the Board of Directors of the Company had approved the Offer and Issuance of equity shares of the Company (the "Equity Shares") for an amount upto ₹ 422.17 Crores by way of a rights issue to the eligible equity shareholders of the Company as on the record date, i.e. 12 April, 2022, in accordance with applicable laws, including the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, subject to such approvals, as may be required under the applicable laws ("Rights Issue"). Further, the Board constituted Rights Issue Committee, which has been authorised to decide the pricing of the issue, ratio, record date, appointment of monitoring agency and other things as may be required in accordance with the applicable laws.

The Rights Issue Committee on account of above constitution and powers given by the Board approved the issue of 6,99,93,682 equity shares of face value of ₹ 10 each (the "Rights Issue Shares") at a price of ₹ 63/- per Rights Equity Shares (including premium of ₹ 53/- per Rights Equity Share) in the ratio of 37:30, i.e. 37 Rights Equity Shares for every 30 existing Equity Shares held by the eligible equity shareholders as on the record date, i.e. 12 April, 2022. The issue was oversubscribed and the Company received bids for 8,88,24,321 number of Rights Equity shares. On 16 May, 2022, the Rights Issue Committee of the Board of Directors of the Company approved the allotment of 6,99,93,682 equity shares of face value ₹ 10/- each to the eligible equity shareholders as fully paid up.

The expenses related to rights issue will be adjusted with the security premium account, and there is no rights issue related expenses debited to profit and loss account of the current quarter.

- (b) During the financial year 2021-22, the Company has allotted 2,33,000 equity shares (Instrument value of ₹ 180/-) of face value of ₹ 10/- each and premium of ₹ 170/- each on conversion of convertible warrants issued on preferential basis. (Refer Note 13.1).

During the financial year 2021-22, the Company has issue of 2,24,64,188 equity shares of face value of ₹ 10 each (the "Rights Issue Shares") at a price of ₹ 100 per Rights Equity Shares (including premium of ₹ 90 per Rights Equity Share) in the ratio of 19:29, i.e. 19 Rights Equity Shares for every 29 existing Equity Shares held by the eligible equity shareholders as on the record date, i.e. 09 September, 2021. The issue was oversubscribed and the Company received bids for 2,58,86,126 number of Rights Equity shares. On 16 October, 2021, the Board of Directors of the Company approved the allotment of 2,24,64,188 equity shares of face value ₹ 10/- each to the eligible equity shareholders as fully paid up. There was no deviation in use of proceeds from the objects stated in the Offer document for Right Issue.



Notes to the Financial Statements

for the Year Ended 31 March, 2023

(c) Utilisation of Proceeds from Rights Issue

The proceeds of the right issue [refer (a) above] were utilized in accordance with the details set forth below:

(₹ in Lakhs)

Sr. No	Item Head	Amount as proposed in Letter of offer dated 06 April, 2022	Revised Amount as proposed in Letter of offer dated 06 April, 2022 & Postal Ballot dated 02 February, 2023	Amount Utilized during the Period	Total Unutilized Amount*
i	Funding the capital expenditure for setting up of new manufacturing units under the newly incorporated wholly owned subsidiaries of the Company	25,079.63	21,862.80	15,458.33	6,404.47
ii	Funding the working capital requirements of the Proposed Projects, post commencement of commercial production	3,940.00	3,000.00	-	3,000.00
iii	Funding the capital expenditure for setting up of display centre cum office to showcase our entire range of products and capabilities	3,723.32	7,380.15	-	7,380.15
iv	Funding the capital expenditure for Setting up of a Stock point for carrying out Trading Business of various building construction materials under Asian Granito India Limited	-	500.00	-	500.00
v	General Corporate Purpose	9,474.51	9,474.51	9,474.51	-
Total		42,217.46	42,217.46	24,932.84	17,284.62

* During the quarter, company has deposited unutilized proceed in Scheduled Commercial Bank as per ICDR provision.

12.2 Terms/Rights attached to Equity shares

The Company has one class of shares referred to as Equity shares having face value of ₹ 10.

(a) Equity Shares

In the event of liquidation of the Company, the holders of Equity shares will be entitled to receive any of the residual assets of the Company, after distribution of all preferential amounts and Preference shares. The distribution will be in proportion to the number of Equity shares held by the Shareholders. Each holder of Equity shares is entitled to one vote per share.

(b) Dividend

The Company declares and pays dividend in Indian rupees. The dividend proposed by the Board is subject to the approval of the Shareholders in the ensuing Annual General Meeting.

12.3 Details of Shareholders holding more than 5% of Equity shares

Particulars	As at 31 March, 2023		As at 31 March, 2022	
	No. of Shares	%	No. of Shares	%
Kamleshkumar B Patel	83,17,258	6.56%	63,71,710	11.23%
Mukeshbhai J Patel	49,48,481	3.90%	36,52,862	6.44%
Sureshbhai J Patel	34,98,481	2.76%	32,03,379	5.64%



Notes to the Financial Statements

for the Year Ended 31 March, 2023

12.4 Shares held by promoters

Sr. No	Category	Promoter name	At the end of the year as at 31 March, 2023		At the end of the year as at 31 March, 2022		% Change during the year
			No. of Shares	% of total shares	No. of Shares	% of total shares	
1	Promoter	Bhaveshbhai V Patel	44,15,401	3.48%	10,000	0.02%	3.46%
2		Girish N Patel	17,02,139	1.34%	53,750	0.09%	1.25%
3		Kamleshkumar B Patel	83,17,258	6.56%	63,71,710	11.23%	-4.67%
4		Kanubhai B Patel	17,44,445	1.38%	1,63,299	0.29%	1.09%
5		Mukeshbhai J Patel	49,48,481	3.90%	36,52,862	6.44%	-2.54%
6		Pankaj M Patel	10,51,149	0.83%	67,600	0.12%	0.71%
7		Rameshbhai B Patel	2,81,615	0.22%	4,66,121	0.82%	-0.60%
8	Promoter Group	Alpaben J Patel	5,29,552	0.42%	24,500	0.04%	0.38%
9		Bhanuben M Patel	3,50,000	0.28%	-	0.00%	0.28%
10		Bhikhabhai V Patel HUF	59,183	0.05%	26,500	0.05%	0.00%
11		Bhikhabhai V Patel	78,671	0.06%	35,226	0.06%	0.00%
12		Bhoghibhai B Patel HUF	1,28,269	0.10%	57,434	0.10%	0.00%
13		Bhogilal B Patel	10,98,229	0.87%	4,19,073	0.74%	0.13%
14		Chhayaben S Patel	18,00,000	1.42%	-	0.00%	1.42%
15		Dimpalben B Patel	15,82,668	1.25%	-	0.00%	1.25%
16		Dipak N Patel	5,42,905	0.43%	2,33,092	0.41%	0.02%
17		Dipakkumar N Patel HUF	1,27,530	0.10%	57,103	0.10%	0.00%
18		Girish N Patel HUF	1,35,661	0.11%	60,744	0.11%	0.00%
19		Girishbhai M Patel HUF	21,216	0.02%	9,500	0.02%	0.00%
20		Gitaben P Patel	90,896	0.07%	40,700	0.07%	0.00%
21		Gitaben R Patel	-	0.00%	72,672	0.13%	-0.13%
22		Hinaben K Patel	10,75,000	0.85%	-	0.00%	0.85%
23		Kamleshbhai B Patel HUF	12,04,704	0.95%	5,39,420	0.95%	0.00%
24		Kanubhai B Patel HUF	44,666	0.04%	20,000	0.04%	0.00%
25		Khemiben M Patel	99,941	0.08%	44,750	0.08%	0.00%
26		Manilal V Patel	67,692	0.05%	30,310	0.05%	0.00%
27		Manilal V Patel HUF	18,983	0.01%	8,500	0.01%	0.00%
28		Narayanbhai M Patel	4,59,997	0.36%	2,05,969	0.36%	0.00%
29		Narayanbhai M Patel HUF	1,07,568	0.08%	48,165	0.08%	0.00%
30		Paliben B Patel	87,971	0.07%	39,390	0.07%	0.00%
31		Pankajkumar M Patel HUF	24,566	0.02%	11,000	0.02%	0.00%
32		Parulben K Patel	1,23,503	0.10%	55,300	0.10%	0.00%
33		Patel G Manilal	3,51,417	0.28%	1,57,351	0.28%	0.00%
34		Sangitaben G Patel	1,24,758	0.10%	55,862	0.10%	0.00%
35		Suresh B Patel	4,26,309	0.34%	1,90,885	0.34%	0.00%
36		Sureshbhai J Patel	34,98,481	2.76%	32,03,379	5.64%	-2.88%
37		Sureshkumar B Patel HUF	54,493	0.04%	24,400	0.04%	0.00%



Notes to the Financial Statements

for the Year Ended 31 March, 2023

13 Other Equity

(₹ in Lakhs)

Particulars	Reserves & Surplus			Capital Reserve	Preferential Share Warrants	Total
	Security Premium	General Reserve	Retained Earnings			
Balance as at 01 April, 2021	14,434.41	890.00	33,868.99	-	329.85	49,523.25
Profit for the year	-	-	8,792.76	-	-	8,792.76
Other Comprehensive Income for the year	-	-	(2.55)	-	-	(2.55)
Total Comprehensive Income for the year	-	-	8,790.21	-	-	8,790.21
Issue of Security Premium	19,980.89	-	-	-	-	19,980.89
Issue of Preferential Share Warrants	-	-	-	-	314.55	314.55
Conversion of Preferential Share Warrants in to Equity Share Capital and Security Premium	-	-	-	-	(419.40)	(419.40)
Forfeiture of Preferential Share Warrants	-	-	-	225.00	(225.00)	-
Dividends	-	-	(171.44)	-	-	(171.44)
Balance as at 31 March, 2022	34,415.30	890.00	42,487.76	225.00	-	78,018.06
Profit/(Loss) for the year	-	-	(2636.82)	-	-	(2636.82)
Other Comprehensive Income/(Loss) for the year	-	-	(36.83)	-	-	(36.83)
Total Comprehensive Income for the year	-	-	(2673.65)	-	-	(2673.65)
Issue of Security Premium	34,967.14	-	-	-	-	34,967.14
Dividends (Refer Note 13.2)	-	-	(887.22)	-	-	(887.22)
Balance as at 31 March, 2023	69,382.44	890.00	38,926.89	225.00	-	1,09,424.33

13.1 Nature and purpose of other reserves:

(a) Securities premium

Securities premium is used to record the premium on issue of shares. The reserve will be utilised in accordance with the provisions of the Companies Act, 2013.

(b) General Reserve

General Reserve is created from time to time by way of transfer profits from retained earnings for appropriation purposes.

(c) Retained Earnings

The amount of retained earning includes the component of other comprehensive income, which cannot be distributed by the Company as dividends to its equity shareholders. Balance amount is available for distribution to equity share holders.

(d) Capital Reserve

The capital reserve is created through forfeiture of shares warrants, shares, revaluation of existing assets, the redemption of preference shares and accumulated capital surplus not available for distribution of dividend.

(e) Preferential Share Warrants

During the Financial Year 2021-22 the Company has allotted 2,33,000 equity shares (Instrument value of ₹ 180/-) of face value of ₹ 10/- each and premium of ₹ 170/- each. In Promoter category 1,33,000 equity shares and in Non-promoter category 1,00,000 equity shares are allotted on conversion of convertible warrants issued on preferential basis. The Paid-up Equity capital of the Company has increased from ₹ 3405.44 Lakhs to ₹ 3428.74 Lakhs and resultant security premium of ₹ 396.10 Lakhs has been credited into security premium account and shown in the "Reserve and Surplus" in "Other Equity". The proceeds of the preferential issue were utilised for the objectives as stated. The Company has received total 42,00,000 Fully Convertible Warrants out of 47,00,000 Fully Convertible Warrants. Hence 5,00,000 Preferential Share Warrants are forfeited at ₹ 45 per convertible warrant (25% of ₹ 180/-) amounting ₹ 225.00 Lakhs which are shown in "Capital Reserve".

13.2 Dividend:

The Board of Directors at its meeting held on 24 May, 2023 have recommended a payment of final dividend of ₹ NIL (P.Y. ₹ 0.70) per equity share of the face value of ₹ 10 each for the financial year ended 31 March, 2023.



Notes to the Financial Statements

for the Year Ended 31 March, 2023

14 Borrowings

(₹ in Lakhs)

Particulars	As at 31 March, 2023	As at 31 March, 2022
Non-Current Borrowings		
(measured at amortised cost, Refer Note 31)		
Secured		
SBLC	-	403.85
Vehicle loans	203.99	131.21
Sub-Total (A)	203.99	535.06
Current Maturities of Borrowings		
Secured		
SBLC	-	403.85
Vehicle loans	51.08	42.50
Sub-Total (B)	51.08	446.35
Total (A-B)	152.91	88.71
Current Borrowings		
(measured at amortised cost, Refer Note 31)		
Secured		
Working Capital facilities from banks	6,637.69	-
Current Maturities of Non-current Borrowings	51.08	446.35
Total	6,688.77	446.35

Notes:

- SBLC of ₹ NIL (Previous Year ₹ 403.85 Lakhs) are secured by way of First and Exclusive charge on Hypothecation of the entire Plant & Machinery (Bought through capex LC).
- Working capital loans of ₹ 6,637.69 (Previous Year ₹ NIL) Lakhs are secured by way of hypothecation over current assets including raw materials, stock in process, finished goods, receivable and other current assets of vitrified/wall/marble division (Dalpur unit) and Ceramic division (Idar unit) of the Company.
- The sanction facilities have been secured by the personal guarantees of directors of the Company more specifically spelt out in related Sanction Letter from the Banks.
- Vehicle loans of ₹ 203.99 (Previous Year ₹ 131.21) Lakhs are secured by hypothecation of vehicles in favour of Bank. Each Vehicle loans consist of 60 equated monthly installments from the date of disbursement.
- Borrowings secured against current assets

Quarterly returns or statements of current assets filed by the Company with banks or financial institutions are in agreement with the books of accounts.
- The working capital facilities have been availed @7.95% to 9.01% from April 2022 to March 2023.



Notes to the Financial Statements

for the Year Ended 31 March, 2023

15 Provisions

(₹ in Lakhs)

Particulars	As at 31 March, 2023	As at 31 March, 2022
Non Current		
Provision for Employee Benefits		
Provision for Gratuity (Refer Note 36)	46.73	58.87
Provision for Leave Encashment	114.48	130.40
Total	161.21	189.27
Current		
Provision for Employee Benefits		
Provision for Gratuity (Refer Note 36)	130.00	132.00
Provision for Leave Encashment	17.27	15.03
Provision for Others	210.12	230.79
Total	357.39	377.82

16 Deferred Tax Liabilities (Net)

(₹ in Lakhs)

Particulars	As at 31 March, 2023	As at 31 March, 2022
i) Deferred Tax Liabilities	2,645.83	2,651.43
ii) Deferred Tax Assets	1,341.19	378.93
Total (i - ii)	1,304.64	2,272.50

16.1 Movements in Deferred Tax

(₹ in Lakhs)

Particulars	As at 01 April, 2021	Charged/ (Credited) to Profit or Loss	Charged/ (Credited) to OCI	As at 31 March, 2022	Charged/ (Credited) to Profit or Loss	Charged/ (Credited) to OCI	As at 31 March, 2023
Deferred Tax Liability							
Property, Plant & Equipment	2,265.32	176.09	-	2,441.41	(34.49)	-	2,406.92
Mutual Fund Investment	-	14.65	-	14.65	(14.65)	-	-
Right of Use Assets	175.05	20.32	-	195.37	43.54	-	238.91
Sub Total (A)	2,440.37	211.06	-	2,651.43	(5.60)	-	2,645.83
Deferred Tax Assets							
Provision for Employee Benefits	143.54	(3.01)	0.86	141.39	(24.85)	12.39	128.93
Provision for Expected Credit Loss	15.71	(5.72)	-	9.99	30.33	-	40.32
Lease Liabilities	195.26	26.71	-	221.97	50.04	-	272.01
Rent / Leases Deposit	5.13	0.45	-	5.58	0.85	-	6.43
On account of Loss carried forward	-	-	-	-	893.50	-	893.50
Sub Total (B)	359.64	18.43	0.86	378.93	949.87	12.39	1,341.19
Deferred Tax Liabilities (Net) (A - B)	2,080.73	192.63	(0.86)	2,272.50	(955.47)	(12.39)	1,304.64



Notes to the Financial Statements

for the Year Ended 31 March, 2023

16.2 Reconciliation of tax expenses and the profit/(loss) before tax multiplied by India's tax rate:

(₹ in Lakhs)

Particulars	As at	As at
	31 March, 2023	31 March, 2022
Profit/(loss) before tax	(3549.86)	10,767.54
Tax expenses at statutory tax rate of 25.17%	-	2,709.97
Expense not allowed as Deduction	-	218.15
Expense allowed as deduction	-	(21.51)
Adjustment of tax expense relating to earlier periods	42.45	-
Tax on Income at different rates	-	38.77
Deferred Tax	(955.49)	-
Tax on Exempt Income effect	-	(956.61)
Others (net)	-	(14.00)
Total Tax Expense	(913.04)	1,974.78
Effective Tax Rate	0.00%	18.34%

During FY 2019-20, The Company elected to exercise the option permitted under section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019.

17 Trade Payables

(₹ in Lakhs)

Particulars	As at	As at
	31 March, 2023	31 March, 2022
Due to Micro and Small enterprises (Refer Note 40)	40.35	68.15
Due to Others (Including Acceptances)*	20,961.44	14,683.55
Due to Related Parties (Refer Note 37)	3,456.21	3,892.08
Total	24,458.00	18,643.78

* Acceptances includes arrangement where operational suppliers of goods are initially paid by banks while the Company continue to recognize the liability till settlement with banks which are normally affected within a period of 90 days.

a) Trade Payables Ageing Schedule

As At 31 March, 2023

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment#				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME	40.35	-	-	-	40.35
Others	24,266.29	94.81	15.82	40.73	24,417.65
Disputed dues – MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-

As At 31 March, 2022

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment#				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME	68.15	-	-	-	68.15
Others	17,899.66	-	-	675.97	18,575.63
Disputed dues – MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-

Information has been disclose from the date of the transaction.



Notes to the Financial Statements

for the Year Ended 31 March, 2023

18 Other Financial Liabilities

(₹ in Lakhs)

Particulars	As at 31 March, 2023	As at 31 March, 2022
Current		
Trade Deposits	1,761.12	1,590.14
Unclaimed Dividend*	4.16	3.02
Payable to Employees	707.67	702.85
Total	2,472.95	2,296.01

* These figures do not include any such amount to be credited to Investor Education and Protection Fund (IEPF).

19 Other Current Liabilities

(₹ in Lakhs)

Particulars	As at 31 March, 2023	As at 31 March, 2022
Current		
Advance Received from Customers	1,134.37	1,086.91
Statutory Liabilities	666.95	562.99
Others	155.37	124.82
Total	1,956.69	1,774.72

20 Current Tax Liability/(Assets) (Net)

(₹ in Lakhs)

Particulars	As at 31 March, 2023	As at 31 March, 2022
Current Tax Liabilities/(Assets) (Net)	(220.73)	632.31
Total	(220.73)	632.31

21 Revenue From Operations

(₹ in Lakhs)

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Revenue from Sale of Products	1,34,339.94	1,34,611.52
Other Operating Revenues		
Export Incentives	459.42	244.08
Wind Mill Power Generation	76.30	54.73
Job Work	497.95	-
	1,033.67	298.81
Total	1,35,373.61	1,34,910.33

Disaggregation of Revenue from Sale of Products

Revenue based on Geography

(₹ in Lakhs)

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
In India	1,14,626.20	1,16,881.36
Outside India	19,713.74	17,730.16
Total	1,34,339.94	1,34,611.52



Notes to the Financial Statements

for the Year Ended 31 March, 2023

Reconciliation of Revenue from Sale of Products with contract price

Particulars	(₹ in Lakhs)	
	Year ended 31 March, 2023	Year ended 31 March, 2022
Revenue as per contract price	1,35,254.47	1,34,944.89
Less: Discounts	(914.53)	(333.37)
Revenue from Sale of Products	1,34,339.94	1,34,611.52

22 Other Income

Particulars	(₹ in Lakhs)	
	Year ended 31 March, 2023	Year ended 31 March, 2022
Interest Income from:		
- Loans to subsidiaries and associate (Refer Note 37)	1,624.05	244.53
- Term deposits	1,020.88	11.49
- Others	265.74	132.83
Sub-Total (A)	2,910.67	388.85
Rental Income	180.13	114.18
Sub-Total (B)	180.13	114.18
Other Gains		
Gain on Current Investment carried at FVTPL	0.88	85.46
Gain on Sale of Investment of Associate	-	3,800.88
Gain on Sale of Current Investment	6.60	108.68
Sub-Total (C)	7.48	3,995.02
Others Income	1.08	-
Sub-Total (D)	1.08	-
Total (A+B+C+D)	3,099.36	4,498.05

23 Cost of Material Consumed

Particulars	(₹ in Lakhs)	
	Year ended 31 March, 2023	Year ended 31 March, 2022
Glaze, Frits and Chemicals & Others	18,047.70	16,532.70
Packing Materials	1,378.33	1,392.77
Total	19,426.03	17,925.47

24 Changes In Inventories of Finished Goods, Stock-In-Trade and Work-In-Progress

Particulars	(₹ in Lakhs)	
	Year ended 31 March, 2023	Year ended 31 March, 2022
Inventories at the beginning of the year		
Finished Goods	9,452.27	10,675.37
Work-in-Progress	2,029.38	2,062.52
Stock-in-Trade	2,701.43	2,485.26
Total (A)	14,183.08	15,223.15
Inventories at the end of the year		
Finished Goods	7,786.53	9,452.27
Work-in-Progress	1,012.25	2,029.38
Stock-in-Trade	2,484.41	2,701.43
Total (B)	11,283.19	14,183.08
Total of Changes In Inventories of Finished Goods, Stock-In-Trade and Work-In-Progress (A - B)	2,899.89	1,040.07



Notes to the Financial Statements

for the Year Ended 31 March, 2023

25 Employee Benefits Expenses

Particulars	(₹ in Lakhs)	
	Year ended 31 March, 2023	Year ended 31 March, 2022
Salaries and Wages (Incl. Managerial Remuneration) (Refer Note 37)	8,718.03	7,876.65
Contribution to Provident and Other Funds	366.66	363.22
Staff Welfare Expenses	178.85	36.33
Total	9,263.54	8,276.20

26 Finance Costs

Particulars	(₹ in Lakhs)	
	Year ended 31 March, 2023	Year ended 31 March, 2022
Interest Expenses on:		
- Term Loans	13.02	39.89
- Working Capital Facilities	585.72	448.70
- Others	179.16	108.97
Other Borrowing Costs	115.66	96.98
Total	893.56	694.54

27 Depreciation And Amortization Expense

Particulars	(₹ in Lakhs)	
	Year ended 31 March, 2023	Year ended 31 March, 2022
Depreciation Expense on Property, Plant and Equipment	1,584.12	1,530.55
Depreciation Expense on Right of Use Assets	319.60	255.43
Total	1,903.72	1,785.98

28 Power & Fuel Expenses

Particulars	(₹ in Lakhs)	
	Year ended 31 March, 2023	Year ended 31 March, 2022
Consumption of Gas & Fuel	7,383.84	6,445.29
Power Expense	2,054.33	1,769.94
Total	9,438.17	8,215.23

29 Other Expenses

Particulars	(₹ in Lakhs)	
	Year ended 31 March, 2023	Year ended 31 March, 2022
Consumption of Stores & Spares	3,137.60	1,135.24
Other Manufacturing Expense	889.25	879.33
Rent, Rates & Taxes	241.63	442.02
Repairs & Maintenance		
- To Plant & Machineries	251.37	59.09
- To Buildings	20.73	25.17
- To Vehicles	45.21	32.17
- To Others	305.24	85.55
Communication Expenses	122.16	96.72
Printing & Stationery	8.84	7.57
Legal & Professional	556.86	432.26



Notes to the Financial Statements

for the Year Ended 31 March, 2023

(₹ in Lakhs)

Particulars	Year ended	
	31 March, 2023	31 March, 2022
Auditor's Remuneration (Refer Note 30)	20.00	20.00
Directors' Sitting Fees	6.10	10.25
Directors' Travelling	16.35	9.54
Travelling & Conveyance	1,472.69	982.16
Advertisement Expense	2,181.87	709.18
Other Selling & Distribution Expense	1,362.74	1,120.42
Freight & Forwarding Charges	4,740.96	5,333.08
Allowance for Expected Credit Loss	160.20	159.71
Sundry Balance Written off	139.43	42.96
Bad Debts	2969.75	0.00
Donation	5.75	25.90
(Gain)/ Loss on Sale of Property, Plant & Equipment (Net)	29.85	(61.19)
Corporate Social Responsibility (Refer Note 32)	112.04	76.02
Miscellaneous Expenses	231.30	247.82
Net Foreign Exchange (Gain) / Loss	(432.16)	(446.69)
Total	18,595.76	11,424.28

30 Payment to Auditors (Excluding Taxes)

(₹ in Lakhs)

Particulars	Year ended	
	31 March, 2023	31 March, 2022
Statutory Audit Fees	15.00	15.00
Certification Fees and Other Services	5.00	5.00
Total	20.00	20.00

31 Fair Value Measurements

a) Accounting classification and fair values

As at 31 March, 2023

(₹ in Lakhs)

Particulars	Carrying Value				Fair Value			
	At Cost	At FVTPL	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Investments (Note b i)	6,300.53	1,300.88	-	7,601.41	1,300.88	-	-	1,300.88
Loans	-	-	34,785.81	34,785.81	-	-	-	-
Trade Receivables	-	-	39,936.31	39,936.31	-	-	-	-
Cash and Cash Equivalents	-	-	819.88	819.88	-	-	-	-
Other Bank Balances	-	-	18,206.86	18,206.86	-	-	-	-
Other Financial Assets	-	-	238.39	238.39	-	-	-	-
Total Financial Assets	6,300.53	1,300.88	93,987.25	1,01,588.66	1,300.88	-	-	1,300.88
Borrowings (Incl. Current Maturities)	-	-	6,841.68	6,841.68	-	-	-	-
Lease Liabilities (Incl. Current Lease Liabilities)	-	-	1,080.68	1,080.68	-	-	-	-
Trade Payables	-	-	24,458.00	24,458.00	-	-	-	-
Other Financial Liabilities	-	-	2,472.95	2,472.95	-	-	-	-
Total Financial Liabilities	-	-	34,853.31	34,853.31	-	-	-	-



Notes to the Financial Statements

for the Year Ended 31 March, 2023

As at 31 March, 2022

(₹ in Lakhs)

Particulars	Carrying Value				Fair Value			
	At Cost	At FVTPL	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Investments (Note b i)	6,294.53	4,385.46	-	10,679.99	4,385.46	-	-	4,385.46
Loans	-	-	6,813.46	6,813.46	-	-	-	-
Trade Receivables	-	-	40,728.76	40,728.76	-	-	-	-
Cash and Cash Equivalents	-	-	1,988.10	1,988.10	-	-	-	-
Other Bank Balances	-	-	198.59	198.59	-	-	-	-
Other Financial Assets	-	-	652.46	652.46	-	-	-	-
Total Financial Assets	6,294.53	4,385.46	50,381.37	61,061.36	4,385.46	-	-	4,385.46
Borrowings (Incl. Current Maturities)	-	-	535.06	535.06	-	-	-	-
Lease Liabilities (Incl. Current Lease Liabilities)	-	-	881.83	881.83	-	-	-	-
Trade Payables	-	-	18,643.78	18,643.78	-	-	-	-
Other Financial Liabilities	-	-	2,296.01	2,296.01	-	-	-	-
Total Financial Liabilities	-	-	22,356.68	22,356.68	-	-	-	-

b) Measurement of fair values:

(i) Investments in Associate, Joint Venture and Subsidiaries:

Investments in Associate, Joint Venture and Subsidiaries have been accounted at cost. Since these are scoped out of Ind AS 109 for the purposes of measurement, the same have been disclosed at cost in the tables above.

(ii) Financial Instrument measured at Amortised Cost:

The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are reasonable approximation of their fair values since the company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

(iii) Levels 1, 2 and 3

Level 1: It includes Investment in equity shares and mutual fund that has a quoted price and which are actively traded on the stock exchanges. It is been valued using the closing price as at the reporting period on the stock exchanges.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.

(iv) There have been no transfers between Level 1 and Level 2 during the years.

32 Corporate Social Responsibility Expenditure

As per Section 135 of the Companies Act, 2013, the Company has spent required amount of ₹ 111.45 Lakhs (2021-22: ₹ 75.58 Lakhs) during the current financial year. The details of amount spent are as under:

(₹ in Lakhs)

Nature of Activities	Year ended 31 March, 2023	Year ended 31 March, 2022
Education and Knowledge enhancement	110.54	66.31
Eradicating Hunger	1.50	-
COVID related activities	-	9.71
Total	112.04	76.02



Notes to the Financial Statements

for the Year Ended 31 March, 2023

32.1 There is no shortfall at the end of the year as well as previous year

32.2 For Details of related party transaction refer note 37

33 Earnings Per Share

Particulars	Units	Year ended 31 March, 2023	Year ended 31 March, 2022
Basic & Diluted Earning Per Share (EPS)			
(a) Profit attributable to equity shareholders of the Company	(₹ in Lakhs)	(2,636.82)	8,792.76
(b) Weighted average number of equity shares	(in Nos.)	11,83,32,883	5,10,77,841
(c) Earning per Share (Basic and Diluted)	₹	(2.23)	17.21
(d) Face value per Share	₹	10.00	10.00

34 Financial Risk Management

The Company's financial liabilities comprise mainly of borrowings, trade, other payables and financial assets comprise mainly of investments, cash and cash equivalents, other balances with banks, loans, trade receivables and other receivables.

The Company is exposed to Market risk, Credit risk and Liquidity risk. The Board of the Company monitors the risk as per risk management policy. Further The Audit Committee has additional oversight in the area of financial risks and controls.

The following disclosures summarize the Company's exposure to financial risks and information regarding use of derivatives employed to manage exposures to such risks. Quantitative sensitivity analysis have been provided to reflect the impact of reasonably possible changes in market rates on the financial results, cash flows and financial position of the Company.

(a) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk for the Company comprises two types of risks: interest rate risk and currency risk. Financial instruments affected by market risk includes borrowings, investments, trade payables, trade receivables and loans.

Within the various methodologies to analyze and manage risk, Company has implemented a system based on "sensitivity analysis" on symmetric basis. This tool enables the risk managers to identify the risk position of the entities. Sensitivity analysis provides an approximate quantification of the exposure in the event that certain specified parameters were to be met under a specific set of assumptions. The risk estimates provided here assume:

- a parallel shift of 100-basis points of the interest rate yield curves in major currencies.
- a simultaneous, parallel foreign exchange rates shift in which the INR appreciates / depreciates against all currencies by 5%

The potential economic impact, due to these assumptions, is based on the occurrence of adverse / inverse market conditions and reflects estimated changes resulting from the sensitivity analysis. Actual results that are included in the Statement of profit and loss may differ materially from these estimates due to actual developments in the global financial markets.

The analyses exclude the impact of movements in market variables on the carrying values of gratuity, pension and other post-retirement obligations and provisions.

The following assumption has been made in calculating the sensitivity analysis:

The sensitivity of the relevant statement of profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at 31 March, 2023 and 31 March, 2022.

(i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company seeks to mitigate such risk by maintaining an adequate proportion of floating and fixed interest rate borrowings. As at 31 March, 2023, approximately 89.62% of the Company's borrowings and other financial liabilities are at fixed rate (31 March, 2022 : 74.82%). Summary of financial assets and financial liabilities has been provided below:



Notes to the Financial Statements

for the Year Ended 31 March, 2023

Exposure to interest rate risk

The interest rate profile of the Company's interest - bearing financial instrument as reported to management is as follows:

(₹ in Lakhs)

Particulars	As at	As at
	31 March, 2023	31 March, 2022
Fixed-rate instruments		
Financial Assets	52,993.86	7,092.67
Financial Liabilities	1,761.12	1,590.14
Variable-rate instruments		
Financial Assets	-	-
Financial Liabilities	203.99	535.06

Interest rate sensitivity

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of change in interest rates. The following table demonstrates the sensitivity of floating rate financial instruments to a reasonably possible change in interest rates. The risk estimates provided assume a parallel shift of 100 basis points interest rate across all yield curves. This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date. The period end balances are not necessarily representative of the average debt outstanding during the period.

Impact on Profit / (loss) after tax

(₹ in Lakhs)

Particulars	Year ended	Year ended
	31 March, 2023	31 March, 2022
Increase in 100 basis points	(51.20)	(4.00)
Decrease in 100 basis points	51.20	4.00

(ii) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company transacts business in foreign currencies (primarily USD, EUR and GBP). Consequently, the Company has foreign currency trade payables and receivables and is therefore exposed to foreign exchange risk. The Company manages its foreign currency risk by following policies approved by board as per established risk management policy. The carrying amounts of the Company's foreign currency denominated monetary items are as follows:

Exposure to currency risk

The summary quantitative data about the company's exposure to currency risk (based on notional amounts) is as follows:

(₹ in FCY)

Particulars	31 March, 2023			31 March, 2022		
	USD	EUR	GBP	USD	EUR	GBP
Financial Assets						
Trade receivables	54,24,776	(29,555)	23,013	55,86,559	-	-
Other Bank Balances	1,73,411	-	-	8,39,955	-	-
Total (A)	55,98,187	(29,555)	23,013	64,26,514	-	-
Financial Liabilities						
Trade payables	3,02,642	(3,23,092)	-	1,94,669	3,22,512	-
Other Financial Liabilities	-	-	-	5,21,000	-	-
Total (B)	3,02,642	(3,23,092)	-	7,15,669	3,22,512	-
Net exposure to foreign currency (A-B)	52,95,546	2,93,537	23,013	57,10,845	(3,22,512)	-



Notes to the Financial Statements

for the Year Ended 31 March, 2023

The following significant exchange rates have been applied during the year.

(₹ in Lakhs)

Particulars	Average rate		Year-end spot rate	
	Year Ended 31 March, 2023	Year Ended 31 March, 2022	As at 31 March, 2023	As at 31 March, 2022
USD 1	79.01	74.65	82.22	75.81
EUR 1	87.13	85.38	89.61	84.66
GBP 1	100.71	100.25	101.87	99.55

Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in USD, EUR and GBP rates to the functional currency of respective entity, with all other variables held constant. The Company's exposure to foreign currency changes for all other currencies is not material. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities.

(₹ in Lakhs)

Particulars	USD			EUR			GBP		
	Change in exchange rate	Profit / (loss) before tax	Equity (net of tax)	Change in exchange rate	Profit / (loss) before tax	Equity (net of tax)	Change in exchange rate	Profit / (loss) before tax	Equity (net of tax)
31 March, 2023									
Strengthening	5%	209.21	156.55	5%	12.79	9.57	5%	1.16	0.87
Weakening		(209.21)	(156.55)		(12.79)	(9.57)		(1.16)	(0.87)
31 March, 2022									
Strengthening	5%	213.17	159.51	5%	(13.77)	(10.30)	5%	-	-
Weakening		(213.17)	(159.51)		13.77	10.30		-	-

(b) Credit risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk primarily trade receivables and other financial assets including deposits with banks. Credit risk arising from trade receivables is managed in accordance with the Company's established policy, procedures and control relating to customer credit risk management.

Other financial assets

This comprises mainly of deposits with banks and other intercompany receivables. Credit risk arising from these financial assets is Limited

Trade receivables

Customer credit risk is managed by each business unit subject to the Company's established policy and procedures. Trade receivables are non-interest bearing and generally have a credit period not exceeding 90 days. Concentrations of credit risk with respect to trade receivables are Limited, due to the customer base being large and diverse. All trade receivables are reviewed and assessed for default on a quarterly basis. Historical experience of collecting receivables of the Company is supported by low level of past default and hence the credit risk is perceived to be low.

The Company has used practical expedient by computing the expected credit loss allowance for doubtful trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and adjusted for forward-looking estimates. The expected credit loss allowance is based on the ageing of the days the receivables are due and the rates used in the provision matrix. In calculating expected credit loss, the Company has also considered credit information for its customers to estimate the probability of default in future and has taken into account estimates of possible effect from the pandemic relating to COVID-19.



Notes to the Financial Statements

for the Year Ended 31 March, 2023

Reconciliation of loss allowance provision – Trade receivables

(₹ in Lakhs)

Particulars	As at	As at
	31 March, 2023	31 March, 2022
Opening provision	39.73	62.42
Add: Additional provision made	160.19	159.71
Less: Provision write off	-	(182.40)
Closing provisions	199.92	39.73

Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Company's finance department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties.

(c) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in raising funds to meet commitments associated with financial instruments that are settled by delivering cash or another financial asset. Liquidity risk may result from an inability to sell a financial asset quickly at close to its fair value. The Company's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company closely monitors its liquidity position and deploys a robust cash management system. It maintains adequate sources of financing from both banks and financial institutions at an optimised cost.

The table below analysis non-derivative financial liabilities of the Company into relevant maturity groupings based on the remaining period from the reporting date to the contractual maturity date. The amounts disclosed under the ageing buckets are the contractual undiscounted cash flows and includes contractual interest payments.

(₹ in Lakhs)

Particulars	Carrying amount	Less than 12 months	More than 12 months	Total
As at 31 March, 2023				
Financial Liabilities				
Borrowings (Incl. Current Maturities)	6,841.68	6,688.77	152.91	6,841.68
Lease Liabilities (Incl. Current Lease Liabilities)	1,080.68	290.26	790.42	1,080.68
Trade Payables	24,458.00	24,458.00	-	24,458.00
Other Financial Liabilities	2,472.95	2,472.95	-	2,472.95
Total	34,853.31	33,909.98	943.33	34,853.32
As at 31 March, 2022				
Financial Liabilities				
Borrowings (Incl. Current Maturities)	535.06	446.35	88.71	535.06
Lease Liabilities (Incl. Current Lease Liabilities)	881.83	178.30	703.53	881.83
Trade Payables	18,643.78	18,643.78	-	18,643.78
Other Financial Liabilities	2,296.01	2,296.01	-	2,296.01
Total	22,356.68	21,564.44	792.24	22,356.68

35 Capital management

For the purpose of the Company's capital management, capital includes paid-up equity capital and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to ensure that it maintains a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital, as well as level of dividends to equity share holders.

The Company manages its capital structure and makes adjustments to it in the 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



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for the Year Ended 31 March, 2023

payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using Debt-Equity ratio, which is net debt divided by total equity. The Company's policy is to keep the net debt to equity ratio below 2. The Company includes within net debt, interest bearing loans and borrowings, less cash and short-term deposits.

Particulars	(₹ in Lakhs)	
	As at 31 March, 2023	As at 31 March, 2022
Interest-bearing Borrowings (Incl. Current Maturity)(Note 14)	6,841.68	535.06
Less: Cash and Bank Balances (Note 11)	(19,026.74)	(2,186.69)
Adjusted Net Debt	(12,185.06)	(1,651.63)
Equity Share Capital (Note 12)	12,674.53	5,675.16
Other Equity (Note 13)	1,09,424.33	78,018.06
Total Equity	1,22,098.86	83,693.22
Adjusted net debt to total equity ratio	(0.10)	(0.02)

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. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March, 2023 and 31 March, 2022.

36. Employee Benefits

a) Defined contribution plans:

The Company makes contributions towards provident fund to defined contribution retirement benefit plan for qualifying employees. The provident fund contributions are made to Government administered Employees Provident Fund. Both the employees and the Company make monthly contributions to the Provident Fund Plan equal to a specified percentage of the covered employee's salary.

Details of amount recognized as expenses during the year:

Particulars	(₹ in Lakhs)	
	Year ended 31 March, 2023	Year ended 31 March, 2022
Contribution to Provident Fund	249.24	237.51
Total	249.24	237.51

b) Defined benefit plan:

The Company has defined benefit gratuity plan for its employees. The employee who has completed five years or more of service is entitled to gratuity on termination of his employment at 15 days last drawn salary for each completed year of service. The scheme is funded. The present value of obligation in respect of gratuity is determined based on actuarial valuation using the Project Unit Credit Method as prescribed by Ind AS - 19. Gratuity has been recognised in the financial statement as per details given below:

Investment risk:

The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting year on government bonds. If the return on plan asset is below this rate, it will create plan deficit.

Interest risk:

A fall in the discount rate which is linked to the Government Security Rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.



Notes to the Financial Statements

for the Year Ended 31 March, 2023

Longevity risk:

Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

Salary risk:

The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.

The following table sets out the status of the gratuity plan and the amounts recognised in the Company's financial statements as at 31 March, 2023 and 31 March, 2022.

(i) Reconciliation in present value of defined benefit obligation:

(₹ in Lakhs)

Particulars	As at 31 March, 2023	As at 31 March, 2022
Defined benefit obligations as at beginning of the year	585.38	541.53
Current service cost	94.99	86.86
Interest cost	41.86	37.15
Actuarial (Gains)/Losses	51.95	4.69
Benefits paid	(39.44)	(84.85)
Defined benefit obligations as at end of the year	734.74	585.38

(ii) Reconciliation change in fair value of plan assets:

(₹ in Lakhs)

Particulars	As at 31 March, 2023	As at 31 March, 2022
Fair Value of Plan Assets at the beginning of the year	394.51	294.48
Interest Income	28.21	20.20
Contribution by Employer	172.00	163.40
Benefits paid from the fund	(39.44)	(84.85)
Return on Plan Assets, Excluding Interest Income	2.73	1.29
Fair Value of Plan Assets at the end of the year	558.01	394.51

(iii) Amount recognised in balance sheet

(₹ in Lakhs)

Particulars	As at 31 March, 2023	As at 31 March, 2022
PVO at the end of year	734.74	585.38
Fair value of planned assets at the end of year	(558.01)	(394.51)
Net Liability recognised in the balance sheet	176.73	190.87

(iv) Amount recognised in Statement of Profit and Loss:

(₹ in Lakhs)

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Current service cost	94.99	86.86
Interest cost	13.65	16.95
Expense recognised	108.64	103.81



Notes to the Financial Statements

for the Year Ended 31 March, 2023

(v) Amount recognised in Other Comprehensive Income:

Particulars	(₹ in Lakhs)	
	Year ended 31 March, 2023	Year ended 31 March, 2022
Total Actuarial (Gains)/ Losses	49.22	3.41

(vi) Principal assumptions used in determining defined benefit obligations for the Company

Particulars	(₹ in Lakhs)	
	Year ended 31 March, 2023	Year ended 31 March, 2022
Discount rate (Per Annum)	7.47%	7.15%
Salary escalation rate (Per Annum)	4.00%	4.00%
Mortality Rate [as % of Indian Assured Lives Mortality (IALM) (2006-08) Ultimate]	IALM (2012-14) Rates	IALM (2012-14) Rates
Normal Retirement Age (In Years)	58, 63, 64, 65, 67, 68, 69, 73 & 82 years	58 & 65
Average Future Service (In Years)	11	11

Note 1: Discount rate is determined by reference to market yields at the balance sheet date on Government bonds, where the currency and terms of the Government bonds are consistent with the currency and estimated terms for the benefit obligation.

Note 2: The estimate of future salary increases taken into account inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

Additional Disclosure Items

(vii) Category of Assets

Particulars	(₹ in Lakhs)	
	As at 31 March, 2023	As at 31 March, 2022
Insurance Fund	558.01	394.51

(viii) Expected Cash flow of Maturity Profile for following years of Defined Benefit Obligations:

Particulars	(₹ in Lakhs)	
	As at 31 March, 2023	As at 31 March, 2022
1 Year	100.23	30.48
Between 2 to 5 Year	219.44	183.21
Between 6 to 10 Year	343.46	287.65

(ix) Sensitivity analysis

Particulars	(₹ in Lakhs)	
	As at 31 March, 2023	As at 31 March, 2022
Under Base Scenario		
Salary Escalation - Up by 1 %	51.03	48.90
Salary Escalation - Down by 1%	(46.98)	(44.14)
Withdrawal Rates - Up by 1%	10.99	9.47
Withdrawal Rates - Down by 1 %	(12.36)	(10.76)
Discount Rates - Up by 1 %	(46.20)	(43.65)
Discount Rates - Down by 1 %	52.31	49.75



Notes to the Financial Statements

for the Year Ended 31 March, 2023

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:

		(₹ in Lakhs)	
Total employee benefit liabilities	Note	As at 31 March, 2023	As at 31 March, 2022
Provisions	15		
Non Current		46.73	58.87
Current		130.00	132.00

37. Related Party Disclosures

As per the Ind AS - 24 Related Party Disclosures, the related parties of the Company are as follows :

(a) Name of the related parties and nature of relationships:

(i) Subsidiaries

Subsidiaries of Asian Granito India Limited

AGL Industries Limited	AGL Surfaces Private Limited
Crystal Ceramic Industries Limited	AGL Sanitaryware Private Limited
Amazoone Ceramics Limited	Future Ceramic Private Limited
AGL Global Trade Private Limited (Refer Note 5)	Crystal Vitrified Limited (w.e.f. 24 March, 2023)
Adicon Ceramic Limited (w.e.f. 24 March, 2023)	Ivanta Ceramic Limited (w.e.f. 23 March, 2023)
Affil Ceramics Limited (w.e.f. 23 March, 2023)	AGL Surfaces INC (w.e.f. 20 August, 2022)

Subsidiary of AGL Industries Limited

Powergrace Industries Limited

Subsidiaries of Amazoone Ceramics Limited

Gresart Ceramica Private Limited

(ii) Associate:

Astron Paper and Board Mill Limited (Till 10 August, 2021)

(iii) Key Management Personnel (KMP) and Directors

Name	Designation
Kamleshkumar Bhagubhai Patel	Chairman and Managing Director
Mukeshbhai Jivabhai Patel	Managing Director
Sureshbhai Jivabhai Patel	Director
Bhogibhai Bhikhabhai Patel	Director
Kanubhai Bhikhabhai Patel (Till 07 November, 2022)	Director
Bhavesbhai Vinodbhai Patel	Director
CA Amarendra Kumar Gupta (Till 09 June, 2022)	Chief Financial Officer
CA Mehl Shah (From 10 June, 2022)	Chief Financial Officer
Dr. Dhruvi Trivedi	Company Secretary

(iv) Independent Directors

Amrutlal Ishwerlal Patel (Till 23 June, 2021)	Hemendrakumar Chamanlal Shah
Kandrap Gajendra Trivedi (w.e.f. 26 June, 2021)	Mukesh Mahendrabhai Shah
Indira Nityanandam	Dipti Atulbhai Mehta (Till 08 August, 2022)
Maganlal Prajapati (w.e.f. 26 May, 2021)	

(v) Relatives of Key Management Personnel (KMP)

Rameshbhai Bhikhabhai Patel	Hinaben Kamleshbhai Patel
Shaliniben Shaunak Patel	Narayanbhai Madhabhai Patel
Sejalben Vipulbhai Patel	Manilal Valjibhai Patel



Notes to the Financial Statements

for the Year Ended 31 March, 2023

(vi) Enterprises over which KMP and/or their relatives having significant influence

Affil Vitrified Private Limited	AGL Developers
AGL Infrastructure Private Limited	Asian Institute of Technology
Adicon Ceramica LLP	Amaton Ceramic LLP
Ivanta Ceramics LLP	Donroy Ceramics LLP

(vii) Post employment benefit plan

Asian Granito India Limited Employees Group Gratuity Fund

(b) Terms and conditions of transactions with related parties

- (i) Transaction entered into with related party are made on terms equivalent to those that prevail in arm's length transactions.
- (ii) Rate of Interest to / from related party carries below mentioned rates:

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Loan to:		
Amazoone Ceramics Limited*	8.00%	8.50%
Crystal Ceramic Industries Limited	8.50%	8.50%
Crystal Ceramic Industries Limited-(Debenture Adv.)**	7.00%	N.A.
Asian Institute of Technology	8.50%	8.50%
AGL Global Trade Private Limited	NA	8.50%
AGL Surfaces Private Limited	8.00%	8.00%
AGL Sanitaryware Private Limited	8.00%	8.00%
Future Ceramic Private Limited	8.00%	8.00%

Note :

* Rate of Interest has been Changed, 8.00% from 01.04.2022 (Amazon)

** Rate of Interest has been Charged, 7.00% from 07.06.2022 (Crystal - Debenture)

- (iii) Financial guarantee given to Bank on behalf of subsidiaries carries no charge and are unsecured.

(c) Transactions with key management personnel

Compensation of key management personnel of the Company.

(₹ in Lakhs)

Particulars	Year Ended 31 March, 2023	Year Ended 31 March, 2022
Kamleshkumar Bhagubhai Patel	63.80	58.56
Mukeshbhai Jivabhai Patel	46.78	44.40
Sureshbhai Jivabhai Patel	45.02	39.12
Bhaveshbhai Vinodbhai Patel	26.60	23.76
Kanubhai Bhikhabhai Patel (Till 07 November, 2022)	14.79	25.05
Bhogibhai Bhikhabhai Patel	20.22	17.16
CA Amarendra Kumar Gupta (Till 09 June, 2022)	8.80	45.23
CA Mehul Shah (From 10 June, 2022)	38.81	-
Dr. Dhruvi Trivedi	13.77	9.50
Total compensation paid to key management personnel	278.60	262.78



Notes to the Financial Statements

for the Year Ended 31 March, 2023

The following table summarizes related-party transactions and balances for the year ended/as at 31 March, 2023 and 31 March, 2022

(₹ in Lakhs)

Particulars	Subsidiaries		Associate		KMP and/or their relatives having Significant Influence and others		KMP / Relatives of KMP	
	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22
Purchase of Products	6,618.24	10,892.22	-	-	21,161.52	7,901.51	-	-
Sale of Products	1,322.14	1,471.56	-	-	459.41	24.57	-	-
Sale of Property, Plant & Equipment	27.93	68.66	-	-	-	-	-	-
Purchase of Property, Plant & Equipment	0.72	108.60	-	-	-	-	-	-
Trade Advance Payment	3,048.44	-	-	-	4,532.23	-	-	-
Trade Advance Recovered	25.00	-	-	-	-	-	-	-
Interest Received	1,542.96	235.66	-	-	81.09	8.87	-	-
Interest on Bill Discount	49.91	-	-	-	98.49	-	-	-
Rent Received	28.18	25.42	-	-	0.21	0.04	-	-
Rent Paid	12.00	12.00	-	-	18.49	18.49	29.61	11.47
Loan Given	32,118.12	4,077.44	-	-	-	-	2.50	-
Loan Recovered	5,593.00	100.00	-	-	68.00	30.00	-	-
Investment	7.00	3,506.11	-	-	-	-	-	-
Reimbursement of (Expense) / Income	(82.83)	31.25	-	-	(0.90)	9.70	-	-
Business Support	40.00	-	-	-	-	-	-	-
Director's Remuneration	-	-	-	-	-	-	217.21	208.05
Director Sitting Fee	-	-	-	-	-	-	6.10	10.25
Employee Benefit Expense	-	-	-	-	-	-	393.15	199.59
Corporate Social Responsibility	-	-	-	-	107.93	66.31	-	-
Contribution to Gratuity Fund	-	-	-	-	172.00	163.40	-	-
Disinvestment	-	-	-	877.50	-	-	-	-
Preferential Share Amount Received	-	-	-	-	-	-	-	239.40
Outstanding Balances								
Trade Payable	1,806.42	1,493.05	-	-	1,649.79	2,399.03	-	-
Trade Receivable	5,063.53	1,413.08	-	-	4,893.46	26.22	-	-
Guarantee Given	15,303.72	15,303.72	-	-	-	-	-	-
Investment (Refer Note 5)	6,300.53	6,294.53	-	-	-	-	-	-
Deposit	-	-	-	-	-	-	6.90	2.76
Loan Given	33,164.62	5,256.52	-	-	967.78	962.80	-	-
Transactions During the Period								
Purchase of Material / Finished Goods								
Adicon Ceramica LLP	-	-	-	-	4,738.71	-	-	-
Affil Vitrified Private Limited	-	-	-	-	9,413.78	7,885.38	-	-
Amaton Ceramic LLP	-	-	-	-	858.57	16.13	-	-
Amazoone Ceramics Limited	684.34	4,072.04	-	-	-	-	-	-
Crystal Ceramic Industries Limited	3,074.75	6,816.68	-	-	-	-	-	-
Gresart Ceramica Private Limited	2,856.33	-	-	-	-	-	-	-



Notes to the Financial Statements

for the Year Ended 31 March, 2023

(₹ in Lakhs)

Particulars	Subsidiaries		Associate		KMP and/or their relatives having Significant Influence and others		KMP / Relatives of KMP	
	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22
Ivanta Ceramics LLP	-	-	-	-	6,150.46	-	-	-
Powergrace Industries Limited	2.82	3.50	-	-	-	-	-	-
	6,618.24	10,892.22	-	-	21,161.52	7,901.51	-	-
Sale of Products								
Amazoone Ceramics Limited	620.00	957.18	-	-	-	-	-	-
Adicon Ceramica LLP	-	-	-	-	64.77	9.30	-	-
Affil Vitrified Private Limited	-	-	-	-	6.31	-	-	-
AGL Sanitaryware Private Limited	1.49	-	-	-	-	-	-	-
Amaton Ceramic LLP	-	-	-	-	386.26	15.10	-	-
Asian Institute of Technology	-	-	-	-	0.14	0.17	-	-
Crystal Ceramic Industries Limited	694.96	508.23	-	-	-	-	-	-
Future Ceramic Private Limited	0.15	-	-	-	-	-	-	-
Ivanta Ceramics LLP	-	-	-	-	1.93	-	-	-
Powergrace Industries Limited	5.54	6.15	-	-	-	-	-	-
	1,322.14	1,471.56	-	-	459.41	24.57	-	-
Sale of Property, Plant & Equipment								
Crystal Ceramic Industries Limited	20.64	0.76	-	-	-	-	-	-
Amazoone Ceramics Limited	7.29	1.50	-	-	-	-	-	-
Gresart Ceramica Private Limited	-	66.40	-	-	-	-	-	-
	27.93	68.66	-	-	-	-	-	-
Purchase of Property, Plant & Equipment								
Amazoone Ceramics Limited	0.72	108.60	-	-	-	-	-	-
	0.72	108.60	-	-	-	-	-	-
Trade Advance Payment								
Amazoone Ceramics Limited	3,023.44	-	-	-	-	-	-	-
Affil Vitrified Private Limited	-	-	-	-	1,301.25	-	-	-
Ivanta Ceramics LLP	-	-	-	-	3,230.98	-	-	-
AGL Industries Limited	25.00	-	-	-	-	-	-	-
	3,048.44	-	-	-	4,532.23	-	-	-
Trade Advance Recovered								
AGL Industries Limited	25.00	-	-	-	-	-	-	-
	25.00	-	-	-	-	-	-	-
Interest Received								
Amazoone Ceramics Limited	57.14	27.51	-	-	-	-	-	-
Crystal Ceramic Industries Limited	825.08	199.84	-	-	-	-	-	-
Donroy Ceramics LLP	-	-	-	-	74.85	-	-	-
Asian Institute of Technology	-	-	-	-	6.24	8.87	-	-
AGL Global Trade Private Limited	-	0.48	-	-	-	-	-	-
AGL Surfaces Private Limited	40.17	2.63	-	-	-	-	-	-
AGL Sanitaryware Private Limited	100.62	2.63	-	-	-	-	-	-
Future Ceramic Private Limited	519.95	2.57	-	-	-	-	-	-
	1,542.96	235.66	-	-	81.09	8.87	-	-



Notes to the Financial Statements

for the Year Ended 31 March, 2023

(₹ in Lakhs)

Particulars	Subsidiaries		Associate		KMP and/or their relatives having Significant Influence and others		KMP / Relatives of KMP	
	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22
Interest on Bill Discount								
Adicon Ceramica LLP	-	-	-	-	2.25	-	-	-
Affil Vitrified Private Limited	-	-	-	-	96.24	-	-	-
Crystal Ceramics Industries Limited	49.91	-	-	-	-	-	-	-
	49.91	-	-	-	98.49	-	-	-
Rent Received								
Powergrace Industries Limited	27.21	24.58	-	-	-	-	-	-
AGL Sanitaryware Private Limited	0.18	-	-	-	-	-	-	-
AGL Surfaces Private Limited	0.21	-	-	-	-	-	-	-
Future Ceramic Private Limited	0.15	-	-	-	-	-	-	-
AGL Industries Limited	0.15	-	-	-	-	-	-	-
AGL Global Trade Private Limited	0.28	0.84	-	-	-	-	-	-
AGL Infrastructure Private Limited	-	-	-	-	0.21	0.04	-	-
	28.18	25.42	-	-	0.21	0.04	-	-
Rent Paid								
Amazoone Ceramics Limited	12.00	12.00	-	-	-	-	-	-
AGL Infrastructure Private Limited	-	-	-	-	18.49	18.49	-	-
Others	-	-	-	-	-	-	29.61	11.47
	12.00	12.00	-	-	18.49	18.49	29.61	11.47
Loan Given								
Amazoone Ceramics Limited	1,983.33	-	-	-	-	-	-	-
AGL Surfaces Private Limited	523.78	500.00	-	-	-	-	-	-
AGL Sanitaryware Private Limited	2,846.00	500.00	-	-	-	-	-	-
Future Ceramic Private Limited	14,125.00	500.00	-	-	-	-	-	-
Crystal Ceramics Industries Limited	12,640.00	2,577.44	-	-	-	-	-	-
Rameshbhai Bhikhabhai Patel	-	-	-	-	-	-	2.50	-
	32,118.12	4,077.44	-	-	-	-	2.50	-
Loan Recovered								
Amazoone Ceramics Limited	605.00	100.00	-	-	-	-	-	-
AGL Sanitaryware Private Limited	488.00	-	-	-	-	-	-	-
AGL Surfaces Private Limited	500.00	-	-	-	-	-	-	-
Asian Institute of Technology	-	-	-	-	68.00	30.00	-	-
Crystal Ceramics Industries Limited	4,000.00	-	-	-	-	-	-	-
	5,593.00	100.00	-	-	68.00	30.00	-	-
Investment								
Amazoone Ceramics Limited	7.00	3,503.11	-	-	-	-	-	-
AGL Surfaces Private Limited	-	1.00	-	-	-	-	-	-
AGL Sanitaryware Private Limited	-	1.00	-	-	-	-	-	-
Future Ceramic Private Limited	-	1.00	-	-	-	-	-	-
	7.00	3,506.11	-	-	-	-	-	-
Reimbursement of (Expense) / Income								
Adicon Ceramica LLP	-	-	-	-	(2.15)	-	-	-



Notes to the Financial Statements

for the Year Ended 31 March, 2023

(₹ in Lakhs)

Particulars	Subsidiaries		Associate		KMP and/or their relatives having Significant Influence and others		KMP / Relatives of KMP	
	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22
Affil Vitrified Private Limited	-	-	-	-	0.01	9.70	-	-
AGL Global Trade Private Limited	0.01	-	-	-	-	-	-	-
AGL Industries Limited	0.03	-	-	-	-	-	-	-
AGL Infrabuilt Private Limited	-	-	-	-	0.01	-	-	-
Asian Institute of Technology	-	-	-	-	1.23	-	-	-
Crystal Ceramic Industries Limited	24.89	-	-	-	-	-	-	-
Amazoone Ceramics Limited	(6.00)	(6.13)	-	-	-	-	-	-
Powergrace Industries Limited	(101.80)	37.36	-	-	-	-	-	-
AGL Surfaces Private Limited	0.01	0.01	-	-	-	-	-	-
AGL Sanitaryware Private Limited	0.02	0.01	-	-	-	-	-	-
Future Ceramic Private Limited	0.01	0.01	-	-	-	-	-	-
	(82.83)	31.25	-	-	(0.90)	9.70	-	-
Director's Remuneration								
Kamleshkumar Bhagubhai Patel	-	-	-	-	-	-	63.80	58.56
Mukeshbhai Jivabhai Patel	-	-	-	-	-	-	46.78	44.40
Sureshbhai Jivabhai Patel	-	-	-	-	-	-	45.02	39.12
Bhavesbhai Vinodbhai Patel	-	-	-	-	-	-	26.60	23.76
Kanubhai Bhikhabhai Patel	-	-	-	-	-	-	14.79	25.05
Bhogibhai Bhikhabhai Patel	-	-	-	-	-	-	20.22	17.16
	-	-	-	-	-	-	217.21	208.05
Director Sitting Fee								
Amrutlal Ishwerlal Patel	-	-	-	-	-	-	-	0.10
Maganbhai Prajapati	-	-	-	-	-	-	1.10	1.40
Indira Nityanandam	-	-	-	-	-	-	0.40	0.50
Hemendrakumar Chamanlal Shah	-	-	-	-	-	-	1.50	2.35
Mukesh Mahendrabhai Shah	-	-	-	-	-	-	1.00	2.25
Dipti Atulbhai Mehta	-	-	-	-	-	-	0.75	2.25
Kandarp Gajendra Trivedi	-	-	-	-	-	-	1.35	1.40
	-	-	-	-	-	-	6.10	10.25
Employee Benefit Expense								
Others Employee Benefits	-	-	-	-	-	-	393.15	199.59
	-	-	-	-	-	-	393.15	199.59
Corporate Social Responsibility								
Asian Institute of Technology	-	-	-	-	107.93	66.31	-	-
	-	-	-	-	107.93	66.31	-	-
Contribution to Gratuity Fund								
Asian Granito India Limited Employees Group Gratuity Fund	-	-	-	-	172.00	163.40	-	-
	-	-	-	-	172.00	163.40	-	-
Disinvestment								
Astron Paper and Board Mill Limited	-	-	-	877.50	-	-	-	-
	-	-	-	877.50	-	-	-	-



Notes to the Financial Statements

for the Year Ended 31 March, 2023

(₹ in Lakhs)

Particulars	Subsidiaries		Associate		KMP and/or their relatives having Significant Influence and others		KMP / Relatives of KMP	
	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22
Preferential Share Amount Received								
Others	-	-	-	-	-	-	-	239.40
	-	-	-	-	-	-	-	239.40
Business Support								
Powergrace Industries Limited	40.00	-	-	-	-	-	-	-
	40.00	-	-	-	-	-	-	-
Balances as at year end								
Trade Payable								
Adicon Ceramica LLP	-	-	-	-	1,488.35	-	-	-
Amaton Ceramic LLP	-	-	-	-	-	19.03	-	-
Amazoone Ceramics Limited	18.14	605.92	-	-	-	-	-	-
Crystal Ceramic Industries Limited	96.19	885.81	-	-	-	-	-	-
Gresart Ceramica Private Limited	1,673.74	-	-	-	-	-	-	-
Ivanta Ceramics LLP	-	-	-	-	144.08	-	-	-
Powergrace Industries Limited	18.35	1.32	-	-	-	-	-	-
Affil Vitrified Private Limited	-	-	-	-	17.36	2,380.00	-	-
	1,806.42	1,493.05	-	-	1,649.79	2,399.03	-	-
Trade Receivable								
Affil Vitrified Private Limited	-	-	-	-	644.63	-	-	-
Amazoone Ceramics Limited	3,712.77	1,019.18	-	-	-	-	-	-
Amaton Ceramic LLP	-	-	-	-	-	17.82	-	-
Adicon Ceramica LLP	-	-	-	-	70.97	8.20	-	-
Crystal Ceramic Industries Limited	1,349.59	389.81	-	-	-	-	-	-
Ivanta Ceramics LLP	-	-	-	-	4,177.69	-	-	-
Powergrace Industries Limited	1.17	4.03	-	-	-	-	-	-
Asian Institute of Technology	-	-	-	-	0.16	0.20	-	-
Gresart Ceramica Private Limited	-	0.03	-	-	-	-	-	-
AGL Surfaces Private Limited	-	0.01	-	-	-	-	-	-
AGL Sanitaryware Private Limited	-	0.01	-	-	-	-	-	-
Future Ceramic Private Limited	-	0.01	-	-	-	-	-	-
	5,063.53	1,413.08	-	-	4,893.46	26.22	-	-
Guarantees Given								
Crystal Ceramic Industries Limited	15,303.72	15,303.72	-	-	-	-	-	-
	15,303.72	15,303.72	-	-	-	-	-	-
Deposit								
Shaliniben Shaunak Patel	-	-	-	-	-	-	1.38	1.38
Sejalben Vipulbhai Patel	-	-	-	-	-	-	1.38	-
Hinaben Kamleshbhai Patel	-	-	-	-	-	-	1.38	1.38
Narayanbhai Madhabhai Patel	-	-	-	-	-	-	1.38	-
Manilal Valjibhai Patel	-	-	-	-	-	-	1.38	-
	-	-	-	-	-	-	6.90	2.76



Notes to the Financial Statements

for the Year Ended 31 March, 2023

(₹ in Lakhs)

Particulars	Subsidiaries		Associate		KMP and/or their relatives having Significant Influence and others		KMP / Relatives of KMP	
	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22
Loan Given								
Crystal Ceramic Industries Limited	4,042.88	3,743.78	-	-	-	-	-	-
Crystal Ceramic Industries Limited - Debenture Adv.	9,083.47	-	-	-	-	-	-	-
Donroy Ceramics LLP	-	-	-	-	947.98	880.61	-	-
AGL Global Trade Private Limited	-	5.68	-	-	-	-	-	-
Amazoone Ceramics Limited	1,429.76	-	-	-	-	-	-	-
Asian Institute of Technology	-	-	-	-	19.80	82.19	-	-
AGL Surfaces Private Limited	562.31	502.37	-	-	-	-	-	-
AGL Sanitaryware Private Limited	2,950.93	502.37	-	-	-	-	-	-
Future Ceramic Private Limited	15,095.27	502.32	-	-	-	-	-	-
	33,164.62	5,256.52	-	-	967.78	962.80	-	-

38 Contingent Liabilities and Commitments

I. Contingent liabilities

(₹ in Lakhs)

Particulars	As at 31 March, 2023	As at 31 March, 2022
(a) Claims against the Company not acknowledged as debts comprise of		
i) In respect of Pending Income Tax Demands	1,693.10	1,815.68
ii) In respect of Pending Sales Tax Demands	3,666.40	4,224.55
iii) In respect of Pending Excise Duty claim by DGCEI	2,043.18	2,043.18
iv) In respect of Pending Consumer/Legal Cases	46.09	70.05
(b) Bank guarantees for Performance, Earnest Money & Security Deposits	1,584.20	1,954.09
(c) Corporate Guarantee Given on behalf of subsidiaries	15,303.72	15,303.72
Total	24,336.69	25,411.27

II. Commitments

(₹ in Lakhs)

Particulars	As at 31 March, 2023	As at 31 March, 2022
Letter of Credit Opened with Banks	60.86	1,535.92
Total	60.86	1,535.92

The above matters are currently being considered by the tax authorities with various forums and the Company expects the judgement will be in its favour and has therefore, not recognised the provision in relation to these claims. Future cash outflow in respect of above will be determined only on receipt of judgement & decision pending with tax authorities with various forums. The potential undiscounted amount of total payments for taxes that the Company may be required to make if there was an adverse decision related to these disputed demands of regulators as of the date reporting period ends are as stated above.



Notes to the Financial Statements

for the Year Ended 31 March, 2023

39 Regulatory Disclosures

a) Disclosure as per Regulation 53(F) Of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015:

(₹ in Lakhs)

Particulars	Relationship	Outstanding amount as at		Maximum Outstanding balance during the year ended	
		31 March, 2023	31 March, 2022	31 March, 2023	31 March, 2022
Crystal Ceramic Industries Limited	Subsidiary	13,126.35	3,743.78	13,126.35	3,743.78
Amazoone Ceramics Limited	Subsidiary	1,429.76	-	1,429.76	650.00
AGL Global Trade Private Limited	Subsidiary	-	5.68	-	5.68
AGL Surfaces Private Limited	Subsidiary	562.31	502.37	562.31	502.37
AGL Sanitaryware Private Limited	Subsidiary	2,950.93	502.37	2,950.93	502.37
Future Ceramic Private Limited	Subsidiary	15,095.27	502.32	15,095.27	502.32

The above loan given to subsidiary for its business activities (Refer Note 37)

b) Disclosure as per Section 186 of the Companies Act, 2013

The details of loans, guarantees and investments under Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 are as follows:

- (i) Details of Investments made are given in Note 5.
- (ii) Details of loans given by the Company are as follows:

Particulars	Relationship	Rate of Interest (%)		Loan Given (₹ in Lakhs)	
		Year ended 31 March, 2023	Year ended 31 March, 2022	As at 31 March, 2023	As at 31 March, 2022
Crystal Ceramic Industries Limited	Subsidiary	8.50%	8.50%	4,042.88	3,743.78
Crystal Ceramic Industries Limited-(Debenture Adv.)	Subsidiary	7.00%	NA	9,083.47	-
Amazoone Ceramics Limited	Subsidiary	8.00%	8.50%	1,429.76	-
AGL Global Trade Private Limited	Subsidiary	NA	8.50%	-	5.68
AGL Surfaces Private Limited	Subsidiary	8.00%	8.00%	562.31	502.37
AGL Sanitaryware Private Limited	Subsidiary	8.00%	8.00%	2,950.93	502.37
Future Ceramic Private Limited	Subsidiary	8.00%	8.00%	15,095.27	502.32

- (iii) There are guarantees issued by the Company in accordance with Section 186 of the Companies Act, 2013 read with rules issued thereunder are as below.

(₹ in Lakhs)

Particulars	Relationship	As at 31 March, 2023	As at 31 March, 2022
Crystal Ceramic Industries Limited	Subsidiary	15,303.72	15,303.72



Notes to the Financial Statements

for the Year Ended 31 March, 2023

- 40** The Company has not received full information from vendors regarding their status under Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act); disclosure relating to amount unpaid at year end together with interest paid/payable have been given based on the information so far available with the Company/identified by the Company management:

(₹ in Lakhs)

Particulars	As at 31 March, 2023	As at 31 March, 2022
1 the principal amount and the interest due thereon remaining unpaid to any supplier at the end of the year	40.35	68.15
2 the amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
3 the amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	-	-
4 the amount of interest accrued and remaining unpaid at the end of the year	1.95	0.78
5 the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-

41 Leases

A. Operating lease commitments - Company as lessee

The Company's lease asset classes primarily consist of leases for Office & Other Building. The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate.

The Company has elected not to apply the requirements of Ind AS 116 Leases to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term.



Notes to the Financial Statements

for the Year Ended 31 March, 2023

Following are the changes in the carrying value of right of use assets for the year ended 31 March, 2023 and 31 March, 2022

Particulars	(₹ in Lakhs)	
	As at 31 March, 2023	As at 31 March, 2022
Right of Use Assets (Refer Note 3)	949.17	776.22
Total	949.17	776.22

The aggregate depreciation expense on ROU assets is included under depreciation and amortization expense in the statement of profit and loss.

The following is the movement in lease liabilities during the year ended 31 March, 2023 and 31 March, 2022

Particulars	(₹ in Lakhs)	
	As at 31 March, 2023	As at 31 March, 2022
(i) Recognition on adoption of Ind AS 116	-	-
(ii) Opening Lease Liabilities	881.83	775.76
(iii) Additions during the year	526.24	388.78
(iv) Finance cost accrued during the year	82.71	79.51
(v) Payment of lease liabilities	(375.72)	(291.60)
(vi) Rent concession on Lease Rentals	-	(11.02)
(vii) Sale of Lease Liabilities	(34.39)	(59.59)
Total	1,080.68	881.83

The following is the break-up of current and non-current lease liabilities as at 31 March, 2023 and 31 March, 2022

Particulars	(₹ in Lakhs)	
	As at 31 March, 2023	As at 31 March, 2022
(Measured at amortised cost, Refer Note 31)		
(i) Non-current lease liabilities	790.42	703.53
(ii) Current lease liabilities	290.26	178.30
Total	1,080.68	881.83

The table below provides details regarding the contractual maturities of lease liabilities as at 31 March, 2023 and 31 March, 2022 on discounted basis

Particulars	(₹ in Lakhs)	
	As at 31 March, 2023	As at 31 March, 2022
(i) Not later than a year	290.26	222.80
(ii) Later than a year but not later than five years	535.18	510.76
(iii) More than five years	255.24	148.27

The following impact have been given in profit and loss of Ind AS 116 - Leases

Changes [Increase / (decrease)]	(₹ in Lakhs)	
	As at 31 March, 2023	As at 31 March, 2022
(i) Depreciation and Amortisation	319.60	255.43
(ii) Finance Cost (Net)	86.07	81.30
(iii) Lease Rent Cost	(375.72)	(291.60)
(iv) Ind As 116 Lease Concession	-	11.02
(v) Profit/(Loss) on Sale of Lease Asset	0.71	6.98
Profit before tax	30.66	63.14



Notes to the Financial Statements

for the Year Ended 31 March, 2023

B. Operating lease commitments - Company as lessor

The Company has given various premises under operating lease or leave and license Agreements. These are generally cancellable, having a term between 11 months and 3 years and have no specific obligation for renewal.

42 Segment Information

The Company has only one reportable segment viz, Tiles & Marbles as per Ind As 108 - Operating Segment.

Entity Wide Disclosure

(₹ in Lakhs)

Particulars	As at	As at
	31 March, 2023	31 March, 2022
Non-Current Operating Assets:		
In India	25,986.90	25,184.91
Outside India	-	-
Total	25,986.90	25,184.91

Geographic Information

(₹ in Lakhs)

Particulars	As at	As at
	31 March, 2023	31 March, 2022
Revenue from external customers:		
In India	1,14,626.20	1,16,881.36
Outside India	19,713.74	17,730.16
Total	1,34,339.94	1,34,611.52

43 Disclosure of Significant Interest in Subsidiaries as per Ind AS 27

Sr. No.	Name of Entities	Relationship	Places of Business	Ownership as at	
				31 March, 2023	31 March, 2022
1	AGL Industries Limited	Subsidiary	India	100.00%	100.00%
2	Amazoone Ceramics Limited	Subsidiary	India	97.82%	97.77%
3	AGL Global Trade Private Limited (Refer Note 5)	Subsidiary	India	-	100.00%
4	Powergrace Industries Limited	Step Subsidiary	India	100.00%	100.00%
5	Crystal Ceramic Industries Limited	Subsidiary	India	70.00%	70.00%
6	Gresart Ceramica Private Limited	Step Subsidiary	India	61.00%	61.00%
7	AGL Surfaces Private Limited	Subsidiary	India	100.00%	100.00%
8	AGL Sanitaryware Private Limited	Subsidiary	India	100.00%	100.00%
9	Future Ceramic Private Limited	Subsidiary	India	100.00%	100.00%

44 The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.

45 Income Tax

The Income Tax department had carried out a search operation at Company's business premises on 26 May, 2022. The Company had extended full co-operation to the income tax officials during the search and provided all the information sought by them. The company had made necessary disclosure to the stock exchanges in this regard on 31 May, 2022, in accordance with regulation 30 of the SEBI (LODR) regulation, 2015 (as amended). As on the date of issuance of these financial statements, the company has not received any communication for any demand from the income tax department.



Notes to the Financial Statements

for the Year Ended 31 March, 2023

46 In the opinion of Board of Directors

- (a) Current assets, non-current loans and advances are realizable in the ordinary course of business, at the value at which they are stated.
- (b) The provision for all known liabilities are adequate and not in excess of the amount reasonably necessary.

47 Balance of Trade receivables, Trade payables, loans and advances are subject to confirmation from the respective parties.

48 Ratios

Particulars	Numerator	Denominator	31 March, 2023	31 March, 2022	Deviation	Explanation
Liquidity Ratio (In times)						
Current Ratio	Current Assets	Current Liabilities	2.63	3.05	-13.69%	
Solvency Ratio (In times)						
Debt - Equity Ratio	Total Borrowings	Total Equity	0.06	0.01	776.47%	Due to increase in working capital requirements.
Debt Service Coverage Ratio	Earnings available for debt service	Debt Service	1.84	1.03	79.20%	Due to loss incurred during the year.
Profitability ratio (in %)						
Return On Equity Ratio	Net Profit after Tax	Average Net Worth	-2.56%	12.87%	-119.91%	Due to loss incurred during the year.
Net Profit Ratio	Net Profit(PAT)	Net Sales	-1.95%	6.52%	-129.89%	Due to loss incurred during the year.
Return On Capital Employed (ROCE)	Earning before Income Tax - EBIT	Capital Employed / Or (Total Assets - Total Current Liability)	-2.29%	15.21%	-115.06%	Due to loss incurred during the year.
Return On investment (ROI)*	Return	Cost of Investment	3.60%	3.67%	-1.85%	
Utilization Ratio (In times)						
Inventory Turnover Ratio	Cost of Goods Sold	Average Inventory	6.25	4.99	25.26%	Due to increase in input cost of material and liquidation of slow moving inventory during the year.
Trade Receivable Turnover Ratio	Net Credit Sales	Avg. Accounts Receivable	3.36	3.56	-5.72%	
Trade Payable Turnover Ratio	Net Credit Purchases	Average Trade Payables	0.82	0.85	-3.60%	
Net Capital Turnover Ratio	Net Sales	Net Working Capital (Cur Assets - Cur liab)	2.29	2.71	-15.28%	

* Investments in subsidiary and associate are made only for production related. Hence ROI is not applicable for the same.



Notes to the Financial Statements

for the Year Ended 31 March, 2023

49 Other Statutory Information

- (i) The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- (ii) The Company do not have any transactions with companies struck off.
- (iii) The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iv) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (v) The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - a. 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
 - b. provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (vi) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
 - a. 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
 - b. provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (vii) The Company have not any such transaction which is 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 surveyor any other relevant provisions of the Income Tax Act, 1961).

50 The figures pertaining to previous periods have been regrouped and restated wherever necessary, to make them comparable.

As per our report of even date attached

For **R R S & Associates**

Chartered Accountants
ICAI Firm Reg. No.- 118336W

Rajesh Shah

Partner
Membership No.- 034549

Place: Ahmedabad

Date: 24 May, 2023

For and on behalf of the Board of Directors

Kamleshkumar B. Patel

Chairman and Managing Director
DIN: 00229700

CA Mehul Shah

Chief Financial Officer
Membership No.- 107359

Place: Ahmedabad

Date: 24 May, 2023

Mukeshbhai J. Patel

Managing Director
DIN: 00406744

Dr. Dhruti Trivedi

Company Secretary
Membership No.- A31842



Independent Auditor's Report

TO

THE MEMBERS OF

ASIAN GRANITO INDIA LIMITED

Report on the Audit of the Consolidated Financial Statements Opinion

Opinion

We have audited the accompanying consolidated financial statements of ASIAN GRANITO INDIA LIMITED (the "Company") and its subsidiary, (the Company and its subsidiary together referred to as the "Group") which comprise the Consolidated Balance Sheet as at 31 March, 2023, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information (herein 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 the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS"), and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31 March, 2023, and their consolidated loss, their consolidated total comprehensive income, their consolidated cash flows and their consolidated changes in equity 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 ("SA") specified under section 143 (10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibility 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 ("ICAI") together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Emphasis on Matter

We draw your attention to the Note 46 of the Consolidated Financial Statements that describes the search operation carried out by the Income Tax department at the Company's business premises on 26 May, 2022. The Company has not received any communication for any demand from the Income Tax department. Our conclusion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there are no key audit matters to be communicated in our report.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexure to Board's Report, Corporate Governance Report and Shareholder's Information, but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon. The other information is expected to be made available to us after the date of this auditor's report.

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

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

When we read the Other Information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Management's Responsibility for the Consolidated 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 consolidated financial statements that give a true and



fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Company, as aforesaid.

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

The respective Board of Directors of the companies included in the group are also responsible for overseeing the group's financial reporting process.

Auditor's Responsibilities for the Audit of 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 omission, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company and its subsidiary companies 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 group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated 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 the entities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors.

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

We communicate with those charged with governance of the Company and such other entities included in the consolidated financial statements, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.



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

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

Other Matter

We did not audit the financial statements of two subsidiaries whose financial statements, reflect total assets of ₹ 48,308.14 Lakhs as at 31 March, 2023, total income of ₹ 24,914.36 Lakhs, total net loss after tax of ₹ 4,566.43 Lakhs, total comprehensive income of ₹ 4,543.10 Lakhs and net cash outflow amounting to ₹ 1,011.24 Lakhs for the year ended on that date, as considered in the consolidated financial statements. These subsidiaries' financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements above and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the 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 by the Company so far as it appears from our examination of those books.
 - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flow dealt with by this Report are in agreement

with the relevant books of account for the purpose of preparation of consolidated financial statements.

- d) In our opinion, the aforesaid Consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.
- e) On the basis of the written representations received from the Directors of the Company as on 31 March, 2023 taken on record by the Board of Directors of the Company and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group companies 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 of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditors' reports of the Company and its subsidiary companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of those companies.
- 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 by the Company to its directors during the year is in accordance with the provision 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:
 - i. There consolidated financial statements disclose the impact of pending litigation on the consolidated financial position of the Group.
 - ii. The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Group.
 - iv. (a) The Management has represented that, to the best of its knowledge and belief, no



- funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Group 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 Group ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Group from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. a) The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with Section 123 of the Act, as applicable.
- b) No interim dividend declared and paid by the Company during the year and until the date of this report.
- c) As stated in Note 14.2 to the consolidated financial statements, the Board of Directors of the company have not proposed final dividend for the year.
2. With respect to matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/"CARO") issued by the central government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanation given to us, based on the CARO reports issued by us for the Company and its subsidiaries included in the consolidated financial statements of the company, to which reporting under CARO is applicable, we report that the following qualification or adverse remark are given in CARO Reports:

Name	CIN	Holding Company/ Subsidiary/ Associate/ Joint Venture	Clause No. under CARO report which is qualified or adverse
Crystal Ceramic Industries Limited	U26933GJ2008PLC052576	Subsidiary Company	3(ii)(b)

For **R.R.S. & Associates**
Chartered Accountants
FRN.118336W

Rajesh Shah
(Partner)

Membership No: 034549
UDIN:23034549BGYRDB2082

Date: 24 May, 2023.
Place: Ahmedabad



Annexure "A" to the Independent Auditor's Report

Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of ASIAN GRANITO INDIA LIMITED of even date)

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

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended 31 March, 2023, we have audited the internal financial controls over financial reporting of **ASIAN GRANITO INDIA LIMITED** (hereinafter referred to as "Company") and its subsidiary companies, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Company and its subsidiary companies which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies 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 (the "ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013(the "Act").

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Company and its subsidiary companies which are companies incorporated in India.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial controls over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of the financial statements for external purpose in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting included 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 transaction are recorded as necessary to permit preparation of financial statement 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 company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Control over Financial Reporting

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



Opinion

In our opinion to the best of our information and according to the explanations given to us, the Company and its subsidiary company, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March,

2023, based on the internal financial control over financial reporting criteria established by the respective companies 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 **R.R.S. & Associates**
Chartered Accountants
FRN.118336W

Rajesh Shah
(Partner)

Membership No: 034549
UDIN:23034549BGYRDB2082

Date: 24 May, 2023.
Place: Ahmedabad



Consolidated Balance Sheet

As at 31 March, 2023

Particulars	Notes	(₹ in Lakhs)	
		As at 31 March, 2023	As at 31 March, 2022
I ASSETS			
1 Non-Current Assets			
(a) Property, Plant and Equipment	2	56,295.60	46,347.74
(b) Capital Work-in-Progress	2	17,687.73	5,200.53
(c) Right of Use Assets	3	1,008.77	893.02
(d) Investment Property	4	50.76	50.76
(e) Goodwill	5	331.67	331.67
(f) Financial Assets			
(i) Investments	6	23.61	26.12
(ii) Loans	7	50.65	138.05
(iii) Other Financial Assets	8	422.40	359.42
(g) Other Non-Current Assets	9	3,530.46	1,959.93
Total Non-Current Assets		79,401.65	55,307.26
2 Current Assets			
(a) Inventories	10	25,504.37	32,855.69
(b) Financial Assets			
(i) Investments	6	1,300.88	6,565.00
(ii) Trade Receivables	11	41,734.27	46,906.92
(iii) Cash and Cash Equivalents	12	2,379.44	3,542.93
(iv) Bank Balances other than (iii) above	12	18,653.62	473.50
(v) Loans	7	1,622.04	1,474.96
(vi) Other Financial Assets	8	503.18	914.14
(c) Other Current Assets	9	20,940.36	4,830.47
(d) Current Tax Assets (Net)	21	129.63	-
Total Current Assets		1,12,767.79	97,563.61
Total Assets		1,92,169.44	1,52,870.85
II EQUITY AND LIABILITIES			
1 EQUITY			
(a) Equity Share Capital	13	12,674.53	5,675.16
(b) Other Equity	14	1,12,930.89	86,143.51
Equity attributable to Owners		1,25,605.42	91,818.67
Non-Controlling Interest	14	2,129.57	3,449.25
Total Equity		1,27,734.99	95,267.92
2 LIABILITIES			
(i) Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	15	8,148.05	8,986.86
(ii) Lease Liabilities	41	843.52	799.74
(iii) Other Financial Liabilities	17	47.20	41.56
(b) Provisions	18	211.83	268.35
(c) Deferred Tax Liabilities (Net)	19	457.65	3,129.63
(d) Other Non-Current Liabilities	20	-	133.41
Total Non-Current Liabilities		9,708.25	13,359.55
(ii) Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	15	13,339.32	9,875.64
(ii) Lease Liabilities	41	319.78	223.99
(iii) Trade Payables	16		
Dues of micro enterprises and small enterprises		112.78	161.66
Dues of other than micro enterprises and small enterprises		30,358.80	27,930.48
(iv) Other Financial Liabilities	17	3,231.28	2,535.37
(b) Other Current Liabilities	20	6,752.06	2,226.04
(c) Provisions	18	612.18	470.59
(d) Current Tax Liabilities (Net)	21	-	819.61
Total Current Liabilities		54,726.20	44,243.38
Total Liabilities		64,434.45	57,602.93
Total Equity and Liabilities		1,92,169.44	1,52,870.85
Significant Accounting Policies	1		
See accompanying notes to the Financial Statements	2 - 52		

As per our report of even date attached

For **R R S & Associates**

Chartered Accountants

ICAI Firm Reg. No.-118336W

Rajesh Shah

Partner

Membership No.- 034549

Place: Ahmedabad

Date: 24 May, 2023

For and on behalf of the Board of Directors

Kamleshkumar B. Patel

Chairman and Managing Director

DIN: 00229700

CA Mehul Shah

Chief Financial Officer

Membership No.- 107359

Place: Ahmedabad

Date: 24 May, 2023

Mukeshbhai J. Patel

Managing Director

DIN: 00406744

Dr. Dhruvi Trivedi

Company Secretary

Membership No.-A31842



Consolidated Statement of Profit and Loss

For the year ended 31 March, 2023

(₹ in Lakhs)

Particulars	Notes	Year Ended 31 March, 2023	Year Ended 31 March, 2022
1 Income			
Revenue from Operations	22	1,56,271.95	1,56,382.31
Other Income	23	1,676.23	4,435.71
Total Income		1,57,948.18	1,60,818.02
2 Expenses			
Cost of Materials Consumed	24	27,576.03	27,959.06
Purchase of Stock-in-Trade		75,705.00	72,273.85
Changes in inventories of Finished Goods, Stock-in-Trade and Work-in-Progress	25	4,356.69	66.36
Employee Benefits Expenses	26	11,981.15	11,159.18
Finance Costs	27	2,695.34	2,557.46
Depreciation and Amortisation Expenses	28	3,413.69	3,007.10
Power & Fuel	29	21,054.49	17,759.82
Other Expenses	30	22,409.44	14,700.02
Total Expenses		1,69,191.83	1,49,482.85
3 Profit/(Loss) before Share of Profit of Associate & Joint Venture (1-2)		(11,243.65)	11,335.17
4 Share in Profit/(Loss) of Associate & Joint Venture		-	50.36
5 Profit/(Loss) before tax (3+4)		(11,243.65)	11,385.53
6 Tax Expense			
(1) Current Tax		64.25	1,906.85
(2) Earlier Year Tax		43.37	0.03
(3) Deferred Tax		(2660.70)	269.75
Total Tax Expense/(Income)		(2,553.08)	2,176.63
7 Profit/(Loss) for the Year (3-4)		(8,690.57)	9,208.90
8 Other Comprehensive Income/(Loss)			
Items that will not be reclassified to Profit or Loss			
(i) Remeasurements of defined benefit plans		(21.97)	(13.56)
(ii) Income tax relating to above items		11.31	1.69
Total Other Comprehensive Income/(Loss) (i + ii)		(10.66)	(11.87)
9 Total Comprehensive Income/(Loss) for the Year (5 + 6)		(8,701.13)	(9,197.03)
Profit Attributable to:			
(i) Owners		(7,269.46)	9,194.62
(ii) Non Controlling Interest		(1,421.11)	14.28
Other Comprehensive Income/(Loss) Attributable To			
(i) Owners		(17.72)	(9.62)
(ii) Non Controlling Interest		7.06	(2.25)
Total Comprehensive Income/(Loss) Attributable To			
(i) Owners		(7,287.18)	9,185.00
(ii) Non Controlling Interest		(1,414.06)	12.03
Earnings per equity Share (Face value of ₹ 10 each)	33		
(1) Basic (in ₹)		6.10	18.00
(2) Diluted (in ₹)		6.10	18.00
Significant Accounting Policies	1		
See accompanying notes to the Financial Statements	2 - 52		

As per our report of even date attached

For **R R S & Associates**
Chartered Accountants
ICAI Firm Reg. No.-118336W

Rajesh Shah
Partner
Membership No.- 034549
Place: Ahmedabad
Date: 24 May, 2023

For and on behalf of the Board of Directors

Kamleshkumar B. Patel
Chairman and Managing Director
DIN: 00229700

CA Mehul Shah
Chief Financial Officer
Membership No.- 107359
Place: Ahmedabad
Date: 24 May, 2023

Mukeshbhai J. Patel
Managing Director
DIN: 00406744
Dr. Dhruvi Trivedi
Company Secretary
Membership No.-A31842



Consolidated Statement of Cash Flow

For the year ended 31 March, 2023

Particulars	(₹ in Lakhs)	
	Year ended 31 March, 2023	Year ended 31 March, 2022
Cash Flow From Operating Activities		
Profit/(Loss) Before Tax	(11,243.65)	11,385.53
Adjustment for :		
Depreciation	3,413.69	3,007.10
Interest Paid	2,695.34	2,557.46
Interest Income	(1,467.89)	(252.02)
Allowance for Expected Credit Loss	198.02	172.71
Bad Debts	2,969.75	-
Net (Gain) / Loss on Sale of Property, Plant & Equipment	16.15	(44.31)
Share in profit of Associate & Joint Venture	-	(50.36)
Gain on Sale of Investment of Associate	-	(3,800.88)
Rent concession on Lease Rentals	-	(11.02)
(Gain) on Sale of Lease Asset	-	(6.98)
Operating Profit/(Loss) before Working Capital changes	(3,418.58)	12,957.23
Changes in Working Capital		
Adjustment for:		
(Increase) / Decrease in Inventories	7,351.32	(924.64)
(Increase) / Decrease in Trade Receivables	2,004.88	(5,051.14)
(Increase) / Decrease in Financial Assets	328.59	(11.63)
(Increase) / Decrease in Other Assets	(17,680.42)	(1,571.09)
Increase / (Decrease) in Trade Payables	2,379.44	(4,921.58)
Increase / (Decrease) in Other Financial Liabilities	701.55	438.25
Increase / (Decrease) in Other Liabilities	4,392.61	(281.71)
Increase / (Decrease) in Provisions	63.10	32.47
Cash generated/(used) in operations before Income Tax Paid	(3,877.52)	666.16
Direct Taxes Paid	(1,056.86)	(1,412.96)
Net Cash Flow used in Operating Activities [A]	(4,934.38)	(746.81)
Cash Flow From Investing Activities :		
Payments for purchase of Property, Plant & Equipment including Capital Work-in-Progress	(25,653.03)	(7,813.98)
Proceeds from sales of Property, Plant & Equipment	140.09	591.55
Proceeds / (Payments) of term deposits	(18,224.91)	(83.92)
(Purchase) / Sale in Investments (Net)	2.51	4,725.68
Interest Received	1,467.89	252.02
Net Cash Flow Used In Investing Activities [B]	(42,267.45)	(2,328.65)
Cash Flow From Financing Activities :		
Proceeds from Non-Current Borrowings (Net)	(838.81)	(2,063.74)
Increase/ (Decrease) in Current Borrowings (Net)	3,463.68	(7,633.12)
Interest Paid	(2,600.29)	(2,459.80)
Issue of Preferential Share Warrants	-	314.55
Proceeds from Issue of Shares including shares issued to Minority Shareholders	89.01	292.44
Proceeds from Issue of share capital	44,096.02	22,464.19
Payment of Share issue expenses	(2,129.51)	(632.98)
Payment of lease liability	(419.79)	(338.78)
Dividend paid	(886.08)	(171.11)
Net Cash Flow generated from Financing Activities [C]	40,774.22	9,771.65
Net Increase/(decrease) in cash and cash equivalents during the year [A+B+C]	(6,427.61)	6,696.20
Add: Cash and cash equivalents at the beginning of the year	10,107.93	3,411.73
Cash and cash equivalents at the end of the year	3,680.32	10,107.93



Consolidated Statement of Cash Flow (Cont.)

For the year ended 31 March, 2023

Notes:

a) Components of Cash & Cash Equivalents

Particulars	(₹ in Lakhs)	
	As at 31 March, 2023	As at 31 March, 2022
Cash and Cash Equivalents: (Refer Note 12)		
Cash on Hand	30.46	33.23
Balance with Bank	2,219.51	3,436.29
Term Deposits with Bank	129.47	73.41
Sub Total - A	2,379.44	3,542.93
Current Investments: (Refer Note 6)		
Investment in Mutual Funds	1,300.88	6,565.00
Sub Total - B	1,300.88	6,565.00
Total (A + B)	3,680.32	10,107.93

b) Reconciliation of liabilities arising from financing activities

(₹ in Lakhs)				
As at 31 March, 2023	Opening Balance	Cash Flows	Non Cash Changes	Closing Balance
Long term Borrowings	8,986.86	(838.81)	-	8,148.05
Short term Borrowings	9,875.64	3,463.68	-	13,339.32
Total liabilities from financing activities	18,862.50	2,624.87	-	21,487.37

(₹ in Lakhs)				
As at 31 March, 2022	Opening Balance	Cash Flows	Non Cash Changes	Closing Balance
Long term Borrowings	11,050.60	(2,063.74)	-	8,986.86
Short term Borrowings	17,508.76	(7,633.12)	-	9,875.64
Total liabilities from financing activities	28,559.36	(9,696.86)	-	18,862.50

c) The above Statement of Cash Flows has been prepared under the 'Indirect Method' as set out in the Ind AS 7 on Statement of Cash Flows as notified under Companies (Accounts) Rules, 2015.

Significant Accounting Policies	1
See accompanying notes to the financial statements	2 - 52

As per our report of even date attached

For **R R S & Associates**
Chartered Accountants
ICAI Firm Reg. No.-118336W

Rajesh Shah
Partner
Membership No.- 034549
Place: Ahmedabad
Date: 24 May, 2023

For and on behalf of the Board of Directors

Kamleshkumar B. Patel
Chairman and Managing Director
DIN: 00229700

CA Mehul Shah
Chief Financial Officer
Membership No.- 107359
Place: Ahmedabad
Date: 24 May, 2023

Mukeshbhai J. Patel
Managing Director
DIN: 00406744

Dr. Dhruvi Trivedi
Company Secretary
Membership No.-A31842



Consolidated Statement of Changes in Equity

For the year ended 31 March, 2023

Particulars	As at		Reserves & Surplus							Total Equity attributable to Owners	Non-Controlling Interest	Total
	31 March, 2023	31 March, 2022	Capital Reserve on Consolidation	Security Premium	General Reserve	Retained Earnings	Capital Reserve	Preferential Share Warrants				
Balance at the beginning of the year	5,675.16	3,405.44										
Changes in Equity share capital during the year	6,999.37	2,269.72										
Balance at the end of the year	12,674.53	5,675.16										
Other Equity												
Balance as at 01 April, 2021			3,362.67	14,434.41	890.00	40,175.43	-	329.85	-	59,192.36	2,982.90	62,175.26
Profit/(Loss) for the year			-	-	-	9,194.62	-	-	-	9,194.62	14.28	9,208.90
Other Comprehensive Income/(Loss) for the year			-	-	-	(9.62)	-	-	-	(9.62)	(2.25)	(11.87)
Total Comprehensive Income/(Loss) for the year						9,185.00	-			9,185.00	12.03	9,197.03
Changes in interest in subsidiary (Refer Note 14.3)			(161.88)	-	-	-	-	-	-	(161.88)	(34.68)	(196.56)
Recognition of Non controlling interest in Step Subsidiary (Refer Note 14.4)			-	-	-	-	-	-	-	-	489.00	489.00
Issue of Security Premium			-	19,980.89	-	-	-	-	-	19,980.89	-	19,980.89
Issue of Preferential Share Warrants			-	-	-	-	-	314.55	-	314.55	-	314.55
Conversion of Preferential Share Warrants in to Equity Share Capital and Security Premium			-	-	-	-	-	(419.40)	-	(419.40)	-	(419.40)
Other Comprehensive Income/(Loss) for the year			-	-	-	(1,776.57)	225.00	(225.00)	-	-	-	-
Total Comprehensive Income/(Loss) for the year			-	-	-	(1,776.57)	-	-	-	(1,776.57)	-	(1,776.57)
Dividends (Refer Note 14.2)			-	-	-	(171.44)	-	-	-	(171.44)	-	(171.44)
Balance as at 31 March, 2022			3,200.79	34,415.30	890.00	47,412.42	225.00	(0.00)		86,143.51	3,449.25	89,592.76
Profit/(Loss) for the year			-	-	-	(7,269.46)	-	-	-	(7,269.46)	(1,421.11)	(8,690.57)
Other Comprehensive Income/(Loss) for the year			-	-	-	(17.72)	-	-	-	(17.72)	7.06	(10.66)
Total Comprehensive Income/(Loss) for the year						(7,287.18)				(7,287.18)	(1,414.06)	(8,701.23)

A Equity Share Capital

B Other Equity



Consolidated Statement of Changes in Equity

For the year ended 31 March, 2023

(₹ in Lakhs)

Particulars	Reserves & Surplus					Capital Reserve	Preferential Share Warrants	Total Equity attributable to Owners	Non-Controlling Interest	Total
	Capital Reserve on Consolidation	Security Premium	General Reserve	Retained Earnings						
Changes in interest in subsidiary (Refer Note 14.3)	(5.37)	-	-	-	-	-	(5.37)	(1.63)	(7.00)	
Recognition of Non controlling interest in Step Subsidiary (refer Note 14.4)	-	-	-	-	-	-	-	96.00	96.00	
Issue of Security Premium	-	34,967.14	-	-	-	-	34,967.14	-	34,967.14	
Dividends (Refer Note 14.2)	-	-	-	(887.22)	-	-	(887.22)	-	(887.22)	
Balance as at 31 March, 2023	3,195.42	69,382.44	890.00	39,238.03	225.00	-	1,12,930.89	2,129.57	1,15,060.46	

Significant Accounting Policies 1

See accompanying notes to the Financial Statements 2 - 52

As per our report of even date attached

For **R S & Associates**

Chartered Accountants

ICAI Firm Reg. No.-118336W

Rajesh Shah

Partner

Membership No. - 034549

Place: Ahmedabad

Date: 24 May, 2023

For and on behalf of the Board of Directors

Kamleshkumar B. Patel

Chairman and Managing Director

DIN: 00229700

CA Mehul Shah

Chief Financial Officer

Membership No.- 107359

Place: Ahmedabad

Date: 24 May, 2023

Mukeshbhai J. Patel

Managing Director

DIN: 00406744

Dr. Dhruvi Trivedi

Company Secretary

Membership No.-A31842



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

Group's Background:

The consolidated financial statements comprise financial statements of Asian Granito India Limited (the Parent), its subsidiaries and associate (collectively, the group) for the year ended 31 March, 2023. The Parent is a public limited company domiciled and incorporated in India under the Companies Act, 1956. The Equity shares of the Parent are listed in India on the BSE Limited and National Stock Exchange Limited. The registered office of the Parent is located at 202, Dev Arc, Opp. Isckon Temple, S.G. Highway, Ahmedabad - 380015.

The Group is engaged in manufacturing and trading of Tiles, Marble and allied products.

The consolidated financial statements of the group for the year ended on 31 March, 2023 were authorised for issue in accordance with a resolution of the Directors on 24 May, 2023.

1. Statement on Significant Accounting Policies, Key Accounting Estimates and Judgements:

1.1 Basis for Preparation:

These financial statements are the consolidated financial statements of the group prepared in accordance with Indian Accounting Standards ('Ind AS') as notified under Section 133 of the Companies Act, 2013, read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

These consolidated financial statements have been prepared and presented under the historical cost convention, on the accrual and going concern basis of accounting except for the certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies set out below.

The accounting policies have been applied consistently over all the periods presented in these financial statements.

1.2 Functional and presentation currency:

These consolidated financial statements are presented in Indian Rupees (₹), which is also the Group's functional currency. All amounts have been rounded-off to the nearest lakhs, unless otherwise stated.

1.3 Key accounting estimates and judgements:

The preparation of the Group's consolidated financial statements requires the management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions

and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

1.4 Critical accounting estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below:

i) Property, Plant and Equipment:

Property, Plant and Equipment represent a significant proportion of the asset base of the Group. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of Group's assets are determined at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technical or commercial obsolescence arising from changes or improvements in production or from a change in market demand of the product or service output of the asset.

ii) Income taxes:

The Group's tax jurisdiction is India. Significant judgements are involved in estimating budgeted profits for paying advance tax, determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions.

iii) Defined Benefit Obligation:

The costs of providing pensions and other post-employment benefits are charged to the Statement of Profit and Loss in accordance with Ind AS 19 'Employee benefits' over the period during which benefit is derived from the employees' services. The costs are assessed on the basis of assumptions selected by the management. These assumptions include salary escalation rate, discount rates, expected rate of return on assets and mortality rates.

iv) Estimates:

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Group and that are believed to be reasonable under the circumstances.



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

v) Estimation of uncertainties relating to the global health pandemic from COVID-19:

In view of the unprecedented COVID-19 pandemic, the Group has made a detailed assessment of its liquidity position for the next one year and recoverability of Property, Plant and Equipment, Investments, Trade Receivables and Inventories as at the balance sheet date. In assessing the recoverability, the Group has considered internal and external information upto the date of approval of these Ind AS consolidated financial statements and has concluded that there are no material impact on the operations and the financial position of the Group. However, the impact of the global health pandemic may be different from that estimated at the date of approval of these consolidated financial statements and the Group will continue to closely monitor any material changes to future economic conditions.

1.5 Current / Non-Current Classification:

Any asset or liability is classified as current if it satisfies any of the following conditions:

- i. the asset/liability is expected to be realized/settled in the Group's normal operating cycle;
- ii. the asset is intended for sale or consumption;
- iii. the asset/liability is expected to be realized/settled within twelve months after the reporting period;
- iv. the asset is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date;
- v. In the case of a liability, the Group does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

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

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

For the purpose of current/non-current classification of assets and liabilities, the Group has ascertained its normal operating cycle as twelve months. This is based on the nature of services and the time between the acquisition of assets or inventories for processing and their realization in cash and cash equivalents.

1.6 Basis for consolidation:

The consolidated financial statements comprise the financial statements of the Group and Group's share of profit/loss in its associate as at 31 A, 2023. Control exists when the Group has:

- power over the investee;

- exposure or rights, to variable returns from its involvement with the investee; and
- ability to use its power over the investee to affect its returns.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

Generally, there is a presumption that a majority of voting rights result in control. When the Group has less than a majority of the voting rights of an investee, it has power over the investee when the voting rights are sufficient to give it the practical ability to direct the relevant activities of the investee unilaterally. The Group considers all relevant facts and circumstances in assessing whether or not the Group's voting rights in an investee are sufficient to give it power, including:

- The size of the Group's holding of voting rights relative to the size and dispersion of holdings of the other vote holders;
- Potential voting rights held by the Group, other vote holders or other parties;
- Rights arising from other contractual arrangements; and
- Any additional facts and circumstances that indicate that the Group have, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous shareholders meetings.

Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Specifically, income and expenses of a subsidiary acquired or disposed off during the year are included in the Consolidated Statement of Profit and Loss from the date when the group gains control until the date when the Group ceases to control the subsidiary.

If the Group loses control over a subsidiary, it derecognises the related assets (including goodwill), liabilities, non-controlling interest and other components of equity. Any investment retained is measured at fair value. Any resultant gain or loss is recognised in the Consolidated Statement of Profit and Loss.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

The consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies in line with the Group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the Parent, i.e., year ended on 31 March, 2023.

The consolidated financial statements have been prepared on the following basis:

- i) The financial statements of the Parent and its subsidiaries have been consolidated on a line-by-line basis by adding together like items of assets, liabilities, income and expenses after eliminating intra-group balances, intra-group transactions and resulting unrealised profits or losses in accordance with Ind AS 110 "Consolidated Financial Statements". Further, the carrying amount of the Parent's investments in each subsidiary and the Parent's portion of equity of each subsidiary are eliminated on consolidation.
- ii) The consolidated financial statements include the share of profit / loss of an associate which have been accounted for using equity method as per Ind AS 28 "Investment in Associate and Joint Ventures". The investment is initially recognised at cost, and the carrying amount is increased or decreased to recognise the investor's share of the profit or loss (the loss being restricted to the cost of investment) of the investee after the acquisition date.
- iii) Profit or loss and each component of Other Comprehensive Income (the 'OCI') are attributed to the equity holders of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance.
- iv) The excess of cost to the Group of its investments in the subsidiary companies, joint venture and associate over its share of equity of the subsidiary companies, at the dates on which the investments in the subsidiary companies were made, is recognised as 'Goodwill' being an asset in the consolidated financial statements and is tested for impairment on annual basis. On the other hand, where the share of equity in the subsidiaries, joint venture and associate as on the date of investment is in excess of cost of investments of the Group, it is recognised as 'Capital Reserve' and shown under the head 'Reserves & Surplus', in the consolidated financial statements.
- v) Non-controlling Interest in the net assets of the consolidated subsidiaries consist of the amount of equity attributable to the non-controlling shareholders at the date on which investments in the subsidiary companies were made and further movements in their share in the equity, subsequent to the dates of investments. Net profit / loss for the year and each component of Other Comprehensive Income of the subsidiaries attributable to non-controlling interest is identified and adjusted against the profit after tax of the Group in order to arrive at the income attributable to shareholders of the parent.

1.7 Summary of Significant accounting policies:

a) Business Combinations:

Business combinations are accounted for using the acquisition method. At the acquisition date, identifiable assets acquired and liabilities assumed are measured at fair value. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition date fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable. The consideration transferred is measured at fair value at acquisition date and includes the fair value of any contingent consideration. However, deferred tax asset or liability and any liability or asset relating to employee benefit arrangements arising from a business combination are measured and recognized in accordance with the requirements of Ind AS 12, Income Taxes and Ind AS 19, Employee Benefits, respectively.

Where the consideration transferred exceeds the fair value of the net identifiable assets acquired and liabilities assumed, the excess is recorded as goodwill. Alternatively, in case of a bargain purchase wherein the consideration transferred is lower than the fair value of the net identifiable assets acquired and liabilities assumed, the difference is recorded as a gain in other comprehensive income and accumulated in equity as capital reserve. The costs of acquisition excluding those relating to issue of equity or debt securities are charged to the Statement of Profit and Loss in the period in which they are incurred.

In case of business combinations involving entities under common control, the above policy does not apply. Business combinations involving entities under common control are accounted for using the pooling of interests method. The net assets of the transferor entity or business are accounted at their carrying amounts on the date of the acquisition subject to necessary adjustments required to harmonise



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

accounting policies. Any excess or shortfall of the consideration paid over the share capital of transferor entity or business is recognised as capital reserve under equity.

b) Property, Plant & Equipment:

i. Measurement at recognition:

An item of property, plant and equipment that qualifies as an asset is measured on initial recognition at cost. Following initial recognition, items of property, plant and equipment are carried at its cost less accumulated depreciation and accumulated impairment losses.

The cost of an item of property, plant and equipment comprises of its purchase price, including import duties, borrowing cost, changes on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the assets, other non-refundable purchase taxes or levies and any cost directly attributable to bringing the assets to its working condition for its intended use.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

ii. Depreciation:

Depreciation on each part of an item of property, plant and equipment is provided using the Straight-Line Method (SLM) Method based on the useful life of the asset as prescribed in Schedule II to the Companies Act, 2013 except following items of Property, Plant and Equipment where group has estimated different useful life:

Particulars	Useful Life varying between
Plant & Machinery	8 & 21 Years
Buildings	10 & 60 Years
Furniture & Fixtures and Office equipment	5 & 13 Years

Land is not depreciated.

The useful lives, residual values of each part of an item of property, plant and equipment and the depreciation methods are reviewed at the end of each financial year. If any of these expectations differ from previous estimates, such change is accounted for as a change in an accounting estimate.

iii) Derecognition:

The carrying amount of an item of property, plant and equipment is derecognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the Derecognition of an item of property, plant and equipment is measured as the difference between the net disposal proceeds and the carrying amount of the item and is recognized in the Statement of Profit and Loss when the item is derecognized.

iv) Capital Work in progress:

Cost of assets not ready for intended use, as on the Balance Sheet date, is shown as capital work in progress

c) Investment Property:

Investment Property is measured initially at cost including related transaction costs.

The cost comprises the purchase price, borrowing cost if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for its intended use.

Subsequent expenditures are capitalized only when it is probable that future economic benefits associated with these will flow to the group and the cost of the item can be measured reliably. All day-to-day repair and maintenance expenditure are charged to the statement of profit and loss for the period during which such expenses are incurred.

Gains or losses arising from derecognition of investment property are measured as the difference between the net disposal proceeds and the carrying amount of the asset at the time of disposal and are recognized in the statement of profit and loss when the asset is derecognized.

d) Borrowing Costs:

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs, if any, directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized, if any. All other borrowing costs are expensed in the period in which they occur.



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

e) Impairment of non-financial assets:

The Group assesses at each reporting date as to whether there is any indication that any property, plant and equipment and intangible assets or group of assets, called cash generating units (CGU) may be impaired. If any such indication exists the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the CGU to which the asset belongs.

An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets.

The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

f) Inventory:

Raw materials, finished goods, packing materials, stores, spares, consumables and stock-in-trade are carried at the lower of cost and net realizable value. However, materials and other items held for use in production of inventories are not written down below cost if the finished goods in which they will be incorporated are expected to be sold at or above cost. The comparison of cost and net realizable value is made on an item-by item basis.

In determining the cost of raw materials, packing materials, stock-in-trade, stores, spares, components and consumables, first in first out (FIFO) method is used. Cost of inventory comprises all costs of purchase, duties, taxes (other than those subsequently recoverable from tax authorities) and all other costs incurred in bringing the inventory to their present location and condition.

Cost of finished goods and work-in-progress includes the cost of raw materials, packing materials, an appropriate share of fixed and variable production overheads as applicable and other costs incurred in bringing the inventories to their present location and condition. Fixed production overheads are allocated on the basis of normal capacity of production facilities.

g) Financial Instrument:

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial Assets:

Initial recognition and measurement:

The Group recognizes a financial asset in its Balance Sheet when it becomes party to the contractual provisions of the instrument. All financial assets are recognized initially at fair value, plus in the case of financial assets not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial asset.

Where the fair value of a financial asset at initial recognition is different from its transaction price, the difference between the fair value and the transaction price is recognized as a gain or loss in the Statement of Profit and Loss at initial recognition if the fair value is determined through a quoted market price in an active market for an identical asset (i.e. level 1 input) or through a valuation technique that uses data from observable markets (i.e. level 2 input).

In case the fair value is not determined using a level 1 or level 2 input as mentioned above, the difference between the fair value and transaction price is deferred appropriately and recognized as a gain or loss in the Statement of Profit and Loss only to the extent that such gain or loss arises due to a change in factor that market participants take into account when pricing the financial asset.

However, trade receivables that do not contain a significant financing component are measured at transaction price.

Subsequent measurement:

For subsequent measurement, the Group classifies a financial asset in accordance with the below criteria:

- i. The Group's business model for managing the financial asset and
- ii. The contractual cash flow characteristics of the financial asset.

Based on the above criteria, the Group classifies its financial assets into the following categories:

- i. Financial assets measured at amortized cost.



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for the Year Ended 31 March, 2023

- ii. Financial assets measured at fair value through other comprehensive income (FVTOCI)
- iii. Financial assets measured at fair value through profit or loss (FVTPL)
- i. **Financial assets measured at amortized cost:**
A financial asset is measured at the amortized cost if both the following conditions are met:
 - a) The Group's business model objective for managing the financial asset is to hold financial assets in order to collect contractual cash flows, and
 - b) The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

This category applies to cash and bank balances, trade receivables, loans and other financial assets of the Group. Such financial assets are subsequently measured at amortized cost using the effective interest method.

Under the effective interest method, the future cash receipts are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial asset over the relevant period of the financial asset to arrive at the amortized cost at each reporting date. The corresponding effect of the amortization under effective interest method is recognized as interest income over the relevant period of the financial asset. The same is included under other income in the Statement of Profit and Loss.

The amortized cost of a financial asset is also adjusted for loss allowance, if any.

- ii. **Financial assets measured at FVTOCI:**
Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair

value through other comprehensive income. Fair value movements are recognized in the other comprehensive income (OCI).

iii. Financial assets measured at FVTPL:

A financial asset is measured at FVTPL unless it is measured at amortized cost or at FVTOCI as explained above. This is a residual category applied to all other investments of the Group excluding investments in subsidiary and associate companies. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the Statement of Profit and Loss.

Derecognition:

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognized (i.e. removed from the Group's Balance Sheet) when any of the following occurs:

- i. The contractual rights to cash flows from the financial asset expires;
- ii. The Group transfers its contractual rights to receive cash flows of the financial asset and has substantially transferred all the risks and rewards of ownership of the financial asset;
- iii. The Group retains the contractual rights to receive cash flows but assumes a contractual obligation to pay the cash flows without material delay to one or more recipients under a 'pass-through' arrangement (thereby substantially transferring all the risks and rewards of ownership of the financial asset);
- iv. The Group neither transfers nor retains substantially all risk and rewards of ownership and does not retain control over the financial asset.

In cases where Group has neither transferred nor retained substantially all of the risks and rewards of the financial asset, but retains control of the financial asset, the Group continues to recognize such financial asset to the extent of its continuing involvement in the financial asset. In that case, the Group also recognizes an associated liability. The financial asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

On Derecognition of a financial asset, (except as mentioned in ii above for financial assets measured at FVTOCI), the difference between the carrying amount and the consideration received is recognized in the Statement of Profit and Loss.

Impairment of financial assets:

The Group applies expected credit losses (ECL) model for measurement and recognition of loss allowance on the following:

i. Trade receivables:

Trade receivables are initially recognised at fair value. Subsequently, these assets are held at amortised cost less provision for impairment based on expected credit loss.

For trade and lease receivable only, the Group applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of such receivables.

ii. Financial assets measured at amortized cost (other than trade receivables)

In case of trade receivables, the Group follows a simplified approach wherein an amount equal to lifetime ECL is measured and recognized as loss allowance.

In case of other assets (listed as ii above), the Group determines if there has been a significant increase in credit risk of the financial asset since initial recognition. If the credit risk of such assets has not increased significantly, an amount equal to 12-month ECL is measured and recognized as loss allowance. However, if credit risk has increased significantly, an amount equal to lifetime ECL is measured and recognized as loss allowance.

Subsequently, if the credit quality of the financial asset improves such that there is no longer a significant increase in credit risk since initial recognition, the Group reverts to recognizing impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial asset. 12-month ECL are a portion of the lifetime ECL which result

from default events that are possible within 12 months from the reporting date.

ECL are measured in a manner that they reflect unbiased and probability weighted amounts determined by a range of outcomes, taking into account the time value of money and other reasonable information available as a result of past events, current conditions and forecasts of future economic conditions.

Financial Liabilities

Initial recognition and measurement:

The Group recognizes a financial liability in its Balance Sheet when it becomes party to the contractual provisions of the instrument. All financial liabilities are recognized initially at fair value minus, in the case of financial liabilities not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial liability.

Where the fair value of a financial liability at initial recognition is different from its transaction price, the difference between the fair value and the transaction price is recognized as a gain or loss in the Statement of Profit and Loss at initial recognition if the fair value is determined through a quoted market price in an active market for an identical asset (i.e. level 1 input) or through a valuation technique that uses data from observable markets (i.e. level 2 input).

In case the fair value is not determined using a level 1 or level 2 input as mentioned above, the difference between the fair value and transaction price is deferred appropriately and recognized as a gain or loss in the Statement of Profit and Loss only to the extent that such gain or loss arises due to a change in factor that market participants take into account when pricing the financial liability.

Subsequent measurement:

All financial liabilities of the Group are subsequently measured at amortized cost using the effective interest method.

Under the effective interest method, the future cash payments are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial liability



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over the relevant period of the financial liability to arrive at the amortized cost at each reporting date. The corresponding effect of the amortization under effective interest method is recognized as interest expense over the relevant period of the financial liability. The same is included under finance cost in the Statement of Profit and Loss.

Derecognition:

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the Derecognition of the original liability and the recognition of a new liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid is recognized in the Statement of Profit and Loss.

Offsetting of Financial Instruments:

Financial assets and financial liabilities are offset, and the net amount is reported in consolidated financial statements 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.

h) Fair Value:

The Group measures financial instruments at fair value in accordance with the accounting policies mentioned above. 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. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows, the inputs to valuation techniques used to measure value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or

liabilities (Level 1 inputs) and the lowest priority to unobservable inputs (Level 3 inputs).

Level 1 — quoted (unadjusted) market prices in active markets for identical assets or liabilities

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

Level 3 — inputs that are unobservable for the asset or liability

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

i) Revenue Recognition:

The Group has applied Ind AS 115 - Revenue from Contracts with Customers which establishes a comprehensive framework for determining whether, how much and when revenue is to be recognised.

Revenue from sale of goods is recognised when control of the products being sold is transferred to customer and when there are no longer any unfulfilled obligations. The Performance Obligations in contracts are fulfilled at the time of dispatch, delivery or upon formal customer acceptance depending on contract terms.

Revenue is measured at fair value of the consideration received or receivable, after deduction of any trade discounts, volume rebates and any taxes or duties collected on behalf of the government such as goods and services tax, etc.

Revenue is only recognised to the extent that it is highly probable a significant reversal will not occur. Customers have the contractual right to return goods only when authorised by the Group.

Interest and dividends:

Interest income is recognized using effective interest method. Dividend income is recognized when the right to receive payment is established.

Export benefits:

The Company recognises income from duty drawback and export benefit on accrual basis.



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for the Year Ended 31 March, 2023

j) **Income Taxes:**

Tax expense is the aggregate amount included in the determination of profit or loss for the period in respect of current tax and deferred tax.

Current tax:

Current tax is the amount of income taxes payable in respect of taxable profit for a period. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible under the Income Tax Act, 1961. Current tax is measured using tax rates that have been enacted by the end of reporting period for the amounts expected to be recovered from or paid to the taxation authorities.

Deferred tax:

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit under Income Tax Act, 1961.

Deferred tax liabilities are generally recognized for all taxable temporary differences. However, in case of temporary differences that arise from initial recognition of assets or liabilities in a transaction (other than business combination) that affect neither the taxable profit nor the accounting profit, deferred tax liabilities are not recognized. Also, for temporary differences if any that may arise from initial recognition of goodwill, deferred tax liabilities are not recognized.

Deferred tax assets are generally recognized for all deductible temporary differences to the extent it is probable that taxable profits will be available against which those deductible temporary difference can be utilized. In case of temporary differences that arise from initial recognition of assets or liabilities in a transaction (other than business combination) that affect neither the taxable profit nor the accounting profit, deferred tax assets are not recognized.

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

Deferred tax assets and liabilities are measured at the tax rates that have been enacted or substantively enacted by the Balance Sheet date and are expected

to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

Presentation of current and deferred tax:

Current and deferred tax are recognized as income or an expense in the Statement of Profit and Loss, except when they relate to items that are recognized in Other Comprehensive Income, in which case, the current and deferred tax income/ expense are recognized in Other Comprehensive Income.

The Group offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. In case of deferred tax assets and deferred tax liabilities, the same are offset if the Group has a legally enforceable right to set off corresponding current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority on the Group.

k) **Foreign Currency Transaction & Translation:**

Initial Recognition:

On initial recognition, transactions in foreign currencies entered into by the Group are recorded in the functional currency (i.e. Indian Rupees), by applying to the foreign currency amount, the spot exchange rate between the functional currency and the foreign currency at the date of the transaction. Exchange differences arising on foreign exchange transactions settled during the year are recognized in the Statement of Profit and Loss.

Measurement of foreign currency items at reporting date:

Foreign currency monetary items of the Group are translated at the closing exchange rates. Non-monetary items that are measured at historical cost in a foreign currency, are translated using the exchange rate at the date of the transaction. Non-monetary items that are measured at fair value in a foreign currency, are translated using the exchange rates at the date when the fair value is measured.

Exchange differences arising out of these translations are recognized in the Statement of Profit and Loss.

l) **Provision & Contingencies:**

The Group recognizes provisions when a present obligation (legal or constructive) as a result of a



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for the Year Ended 31 March, 2023

past event exists and it is probable that an outflow of resources embodying economic benefits will be required to settle such obligation and the amount of such obligation can be reliably estimated.

If the effect of time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

m) Employee Benefits:

Short Term Employee Benefits:

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits and they are recognized in the period in which the employee renders the related service. The Group recognizes the undiscounted amount of short term employee benefits expected to be paid in exchange for services rendered as a liability (accrued expense) after deducting any amount already paid.

Post-Employment Benefits:

i. Defined Contribution plans:

Defined contribution plans are employee provident fund, employee state insurance scheme and Government administered pension fund scheme for all applicable employees.

Recognition and measurement of defined contribution plans:

The Group recognizes contribution payable to a defined contribution plan as an expense in the Statement of Profit and Loss when the employees render services to the Group during the reporting period. If the contributions payable for services received from employees before the reporting date exceeds the contributions already paid, the deficit payable is recognized as a liability after deducting the contribution already

paid. If the contribution already paid exceeds the contribution due for services received before the reporting date, the excess is recognized as an asset to the extent that the prepayment will lead to, for example, a reduction in future payments or a cash refund.

ii. Defined Benefit plans:

The Group operates a defined benefit gratuity plan for employees.

Recognition and measurement of Defined Benefit plans:

The cost of providing defined benefits is determined using the Projected Unit Credit method with actuarial valuations being carried out at each reporting date. The defined benefit obligations recognized in the Balance Sheet represent the present value of the defined benefit obligations as reduced by the fair value of plan assets, if applicable. Any defined benefit asset (negative defined benefit obligations resulting from this calculation) is recognized representing the present value of available refunds and reductions in future contributions to the plan.

All expenses represented by current service cost, past service cost, if any, and net interest on the defined benefit liability / (asset) are recognized in the Statement of Profit and Loss. Remeasurements of the net defined benefit liability / (asset) comprising actuarial gains and losses and the return on the plan assets (excluding amounts included in net interest on the net defined benefit liability/asset), are recognized in Other Comprehensive Income. Such remeasurements are not reclassified to the Statement of Profit and Loss in the subsequent periods.

The Group presents the above liability/(asset) as current and non-current in the Balance Sheet as per actuarial valuation by the independent actuary; however, the entire liability towards gratuity is considered as current as the Group will contribute this amount to the gratuity fund within the next twelve months.

Other Long-Term Employee Benefits:

Entitlements to annual leave and sick leave are recognised when they accrue to employees. Sick leave can only be availed or encashed subject to a restriction on the maximum number of accumulation of leave. The group determines the liability for such accumulated leave using the projected accrued



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benefit method with actuarial valuations being carried out at each Balance Sheet date.

n) Lease Accounting:

The Group evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

Group as a Lessee

The Group assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether: (i) the contract involves the use of an identified asset (ii) the Group has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Group has the right to direct the use of the asset. The Group uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

At the date of commencement of the lease, the Group recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Group recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease. The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease

payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses. Right-of-use assets are depreciated from the commencement date on a straight-line basis over the lease term and useful life of the underlying asset. The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Group changes its assessment if whether it will exercise an extension or a termination option. Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows. Further, refer note no. 41, for effect of transition to Ind AS 116, classification of leases and other disclosures relating to leases.

Group as a Lessor

Leases in which the Group does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease. 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

o) Segment Reporting:

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Group. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Group.

p) Earnings per share:

Basic earnings per share is computed by dividing the net profit after tax attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Diluted earnings per equity share is computed by dividing adjusted net profit after tax by the aggregate of weighted average number of equity shares and dilutive potential equity shares during the year.



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

q) Cash Flow Statement:

Cash Flow are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the group are segregated.

r) Cash and cash equivalents:

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand, deposit accounts and term deposits accounts with original maturity of three months or less as at balance sheet date, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash on hand, deposit accounts and term deposits as defined above and investment in liquid funds for short term purpose.

s) Events after reporting date:

Where events occurring after the Balance Sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the consolidated financial statements. Otherwise, events after the Balance Sheet date of material size or nature are only disclosed.

t) Investment in Associate & Joint Venture:

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

A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

An investment in an associate or a joint venture is accounted for using the equity method from the date on which the investee becomes an associate or a joint venture. Under the equity method, an investment in an associate or a joint venture is initially recognised in the consolidated balance sheet at cost and adjusted thereafter to recognise the Group's share of the profit or loss and Other Comprehensive Income of the associate or Joint venture. Distributions received from an associate or a joint venture reduce the carrying amount of the investment. When the Group's share of losses of an associate or a joint venture exceeds the Group's interest in that associate or joint venture (which includes any long-term interests that, in substance, form part of the Group's net investment in the associate or joint venture); the Group discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate or joint venture.

When a group entity transacts with an associate or a joint venture of the Group, profits and losses resulting from the transactions with the associate or joint venture are recognised in the Group's consolidated financial statements only to the extent of interests in the associate or joint venture that are not related to the Group.



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for the Year Ended 31 March, 2023

2 Property, Plant and Equipment

(₹ in Lakhs)

Particulars	Land	Factory Building	Office & Other Building	Plant & Equipment	Furniture & Fixtures	Office Equipment	Vehicles	Computers	Total	Capital Work-in-Progress
Cost / Deemed cost										
As at 01 April, 2021	6,929.81	10,247.90	951.14	34,910.80	2,115.72	439.14	747.12	547.56	56,889.19	2,442.51
Additions	30.06	-	316.41	4,414.97	71.81	26.95	139.02	58.20	5,057.42	4,340.94
Deductions	-	-	-	(1,341.54)	(45.52)	(45.46)	(110.46)	(121.49)	(1,664.47)	(1,582.92)
As at 31 March, 2022	6,959.87	10,247.90	1,267.55	37,984.23	2,142.01	420.63	775.68	484.27	60,282.14	5,200.53
Additions	637.40	961.62	-	10,734.60	242.34	57.98	250.29	290.44	13,174.67	22,440.64
Deductions	-	-	(15.53)	(245.59)	(124.36)	(96.72)	(128.57)	(16.92)	(627.69)	(9,953.44)
As at 31 March, 2023	7,597.27	11,209.52	1,252.02	48,473.24	2,259.99	381.89	897.40	757.79	72,829.11	17,687.73
Accumulated depreciation										
As at 01 April, 2021	-	1,641.89	74.31	8,414.33	950.24	334.17	469.42	452.69	12,337.05	-
Depreciation for the year	-	342.43	20.21	2,087.54	138.50	29.57	53.26	43.05	2,714.57	-
Depreciation consider in CWIP (See Note (b))	-	-	-	(0.21)	-	(0.02)	(1.18)	(0.03)	(1.44)	-
Net Depreciation Charged in Profit & Loss Account	-	342.43	20.21	2,087.33	138.50	29.55	52.09	43.02	2,713.13	-
Deductions	-	-	-	(853.83)	(38.64)	(43.67)	(69.08)	(112.02)	(1,117.24)	-
As at 31 March, 2022	-	1,984.32	94.52	9,648.05	1,050.10	320.07	453.60	383.73	13,934.39	-
Depreciation for the year	-	358.69	24.28	2,398.35	146.56	33.95	60.78	47.95	3,070.56	-
Depreciation consider in CWIP (See Note (b))	-	-	-	(0.31)	(0.03)	(0.57)	(4.30)	(3.59)	(8.79)	-
Net Depreciation Charged in Profit & Loss Account	-	358.69	24.28	2,398.04	146.53	33.38	56.48	44.36	3,061.77	-
Deductions	-	-	(3.60)	(197.13)	(96.41)	(93.59)	(71.78)	(8.94)	(471.45)	-
As at 31 March, 2023	-	2,343.01	115.20	11,849.27	1,100.25	260.43	442.60	422.74	16,533.50	-
As at 31 March, 2023	7,597.27	8,866.51	1,136.82	36,623.97	1,159.74	121.46	454.80	335.05	56,295.60	17,687.73
As at 31 March, 2022	6,959.87	8,263.58	1,173.03	28,336.18	1,091.91	100.56	322.08	100.54	46,347.74	5,200.53

CWIP Ageing Schedule

As At 31 March, 2023

Particulars	Amount in CWIP for a period of			Total
	Less than 1 year	1-2 years	More than 3 years	
Projects in progress	17,034.53	151.20	-	17,687.73

As At 31 March, 2022

Particulars	Amount in CWIP for a period of			Total
	Less than 1 year	1-2 years	More than 3 years	
Projects in progress	4,302.58	168.64	12.60	5,200.53

Note:

- (a) For information on Property Plant and Equipment pledged as a security by the Group Refer Note 15.
- (b) Future Ceramic Pvt Ltd & AGL Sanitaryware Pvt Ltd. (wholly owned subsidiaries of Holding Company) has not started any commercial operation till 31 March, 2023, hence depreciation consider as capital work in progress instead of Profit & loss account.



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3 Right of Use Assets

(₹ in Lakhs)	
Particulars	Office & Other Building
As at 01 April, 2021	1,292.06
Additions	444.79
Deductions	(71.28)
As at 31 March, 2022	1,665.57
Additions	526.22
Deductions	(98.83)
As at 31 March, 2023	2,092.96
Accumulated depreciation	
As at 01 April, 2021	497.23
Depreciation for the year	293.98
Deductions	(18.67)
As at 31 March, 2022	772.54
Depreciation for the year	320.80
Deductions	(9.15)
As at 31 March, 2023	1,084.19
Net Block	
As at 31 March, 2023	1,008.77
As at 31 March, 2022	893.02

Refer Note 41 for related disclosures.

4 Investment Property

(₹ in Lakhs)	
Particulars	Free hold -Land
Cost / Deemed cost	
As at 01 April, 2021	50.76
Additions	-
Deductions	-
As at 31 March, 2022	50.76
Additions	-
Deductions	-
As at 31 March, 2023	50.76
Accumulated depreciation	
As at 01 April, 2021	-
Depreciation for the year	-
Deductions	-
As at 31 March, 2022	-
Depreciation for the year	-
Deductions	-
As at 31 March, 2023	-
Net Block	
As at 31 March, 2023	50.76
As at 31 March, 2022	50.76

Notes:

- The Group has classified freehold land located at Nandan Vatrika as Investment Property. There are no amounts pertaining to these investment properties recognised in the statement of profit and Loss, since Group does not receive any rental Income and does not incur any depreciation or other operating expenses.
- The Group does not have any contractual obligation to purchase, construct or develop for maintenance or enhancement of investment property.
- The Group has no restrictions on the realisability of its investment property.



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

d) Fair Value of investment property:

Particulars	(₹ in Lakhs)	
	As at 31 March, 2023	As at 31 March, 2022
Free hold - Land	50.76	50.76
Total	50.76	50.76

5 Goodwill

Particulars	(₹ in Lakhs)	
	Goodwill on Consolidation	
Cost / Deemed cost		
As at 01 April, 2021		331.67
Additions		-
Deductions		-
As at 31 March, 2022		331.67
Additions		-
Deductions		-
As at 31 March, 2023		331.67
Accumulated depreciation		
As at 01 April, 2021		-
Depreciation for the year		-
Deductions		-
As at 31 March, 2022		-
Depreciation for the year		-
Deductions		-
As at 31 March, 2023		-
Net Block		
As at 31 March, 2023		331.67
As at 31 March, 2022		331.67

6 Investments

Particulars	(₹ in Lakhs)	
	As at 31 March, 2023	As at 31 March, 2022
Non-Current Investments		
Investment in Others	23.61	26.12
Total	23.61	26.12
Current Investments		
Investment in Mutual Funds	1,300.88	6,565.00
Total	1,300.88	6,565.00



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

(₹ in Lakhs)

Particulars	Face Value	As at 31 March, 2023		As at 31 March, 2022	
		No. of Shares	₹	No. of Shares/Units	₹
Non-Current					
I Other Investments (Measured at Cost, Refer Note 32)	-	-	23.61	-	26.12
			23.61		26.12
			23.61		26.12
Current					
Quoted (Measured at FVTPL) (Refer Note 32)					
Investment in Mutual Funds					
SBI Credit Risk Fund Regular Growth - NAV: NIL(Previous Year : 36.1575)	-	-	-	3,19,897.63	115.67
SBI Short Term Debt Fund Regular Growth Plan - NAV: NIL (Previous Year : 26.0457)	-	-	-	24,98,045.96	650.60
Tata Money Market Fund Direct Plan - Growth- NAV: NIL (Previous Year : 3825.342)	-	-	-	53,387.32	2,042.25
SBI Savings Fund - Direct Plan - Growth- NAV: NIL (Previous Year : 35.5614)	-	-	-	65,89,178.90	2,343.20
Aditya Birla Sun Life Money Manager Fund- Growth-Direct -NAV: - NIL (Previous Year : 298.9105)	-	-	-	4,72,805.22	1,413.27
Aditya Birla Sun Life Liquid Fund - Direct Plan - Growth NAV:363.0832 (Previous Year : NIL)	3,58,287.17	1,300.88	-	-	-
Total			1,300.88		6,565.00

(₹ in Lakhs)

Particulars	As at 31 March, 2023		As at 31 March, 2022	
	Book Value	Market Value	Book Value	Market Value
Non-Current				
Total Unquoted Investments	23.61	-	26.12	-
Current				
Total Quoted Investments	1,300.88	1,300.88	6,565.00	6,565.00

7 Loans

(₹ in Lakhs)

Particulars	As at	
	31 March, 2023	31 March, 2022
Non-Current		
Unsecured, Considered good		
Loans to Related Parties (Refer Note 38)	50.65	54.62
Loans to Others	-	83.43
Total	50.65	138.05
Breakup:		
Loans considered good - Secured	-	-
Loans considered good - Unsecured	50.65	138.05
Loans which have significant increase in credit risk	-	-
Loans - Credit impaired	-	-
Less: Allowance for doubtful Loans	-	-
Total	50.65	138.05



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

(₹ in Lakhs)

Particulars	As at 31 March, 2023	As at 31 March, 2022
Current		
Unsecured, Considered good		
Loans to Related Parties (Refer Note 38)	967.78	962.80
Loans and Advances to Employees	36.88	25.60
Loans to Others	617.38	486.56
Total	1,622.04	1,474.96
Breakup:		
Loans considered good - Secured	-	-
Loans considered good - Unsecured	1,622.04	1,474.96
Loans which have significant increase in credit risk	-	-
Loans - Credit impaired	-	-
Less: Allowance for doubtful Loans	-	-
Total	1,622.04	1,474.96

(a) Notes:

Loans or Advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013)

Type of Borrower	Amount of loan or advance in the nature of loan outstanding		Percentage to the total Loans and Advances in the nature of loans	
	As at 31 March, 2023	As at 31 March, 2022	As at 31 March, 2023	As at 31 March, 2022
Related Parties	998.63	935.23	59.70%	57.98%

8 Other Financial Assets

(₹ in Lakhs)

Particulars	As at 31 March, 2023	As at 31 March, 2022
Non-Current		
Security and Other Deposits	378.75	319.86
In Term Deposit Accounts with original maturity more than 12 months	43.65	39.56
Total	422.40	359.42
Current		
Export Incentive Receivables	38.32	249.30
Insurance Claim Receivables	8.57	-
Security and Other Deposits	130.33	74.97
Others	325.96	589.87
Total	503.18	914.14



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

9 Other Assets

(₹ in Lakhs)

Particulars	As at 31 March, 2023	As at 31 March, 2022
Non-Current		
Payment under Protest	1,151.65	1,111.65
Capital Advances	2,378.31	816.12
Advance Tax	-	32.16
Others	0.50	-
Total	3,530.46	1,959.93
Current		
Balances with Government Authorities	1,682.29	912.64
Advances to Vendors	18,241.10	3,646.00
Prepaid Expenses	287.90	271.51
Others	729.07	0.32
Total	20,940.36	4,830.47

10 Inventories

(₹ in Lakhs)

Particulars	As at 31 March, 2023	As at 31 March, 2022
Valued at Lower of Cost or Net Realisable Value		
Raw Material	4,277.55	6,244.18
Work-in-Progress	3,830.36	5,071.94
Finished Goods	11,188.59	13,665.03
Stock in Trade	2,516.03	3,154.71
Stores, Spares, Fuel & Consumables	3,274.13	4,347.20
Packing Materials	417.71	372.63
Total	25,504.37	32,855.69

11 Trade Receivables

(₹ in Lakhs)

Particulars	As at 31 March, 2023	As at 31 March, 2022
Receivables from Others	36,667.06	44,760.84
Receivables from Related Parties (Refer Note 38)	5,067.21	2,146.08
Total	41,734.27	46,906.92
Breakup:		
Trade Receivables considered good - Secured	-	-
Trade Receivables considered good - Unsecured	41,734.27	46,906.92
Trade Receivables which have significant increase in credit risk	-	-
Trade Receivables - Credit impaired	299.47	110.28
Less: Allowance for Expected Credit Loss	(299.47)	(110.28)
Total	41,734.27	46,906.92



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

a) Trade Receivables Ageing Schedule

As At 31 March, 2023

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment [#]					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables – considered good	32,417.30	4,285.87	2,108.92	372.99	603.59	39,788.67
Undisputed Trade Receivables – considered doubtful	0.25	31.31	26.52	7.86	233.54	299.47
Disputed Trade Receivables considered good	6.95	42.15	252.15	194.22	1,450.13	1,945.59
Disputed Trade Receivables considered doubtful	-	-	-	-	-	-

As At 31 March, 2022

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables – considered good	40,145.17	931.52	1,580.69	1,261.72	355.50	44,274.60
Undisputed Trade Receivables – considered doubtful	0.56	11.79	2.94	4.35	90.64	110.28
Disputed Trade Receivables considered good	1.00	367.89	71.76	310.26	1,881.42	2,632.33
Disputed Trade Receivables considered doubtful	-	-	-	-	-	-

12 Cash and Bank Balances

(₹ in Lakhs)

Particulars	As at 31 March, 2023	As at 31 March, 2022
Cash and Cash Equivalents		
Cash on Hand	30.46	33.23
Balances with Banks		
In Current Accounts	2,219.51	3,436.29
In Term Deposit	129.47	73.41
Total	2,379.44	3,542.93
Other Balances with Banks		
Unpaid Dividend	4.16	3.02
In Term Deposit Accounts with Original Maturity more than 3 months but less than 12 months*	18,649.46	470.48
Total	18,653.62	473.50

*It includes deposits given to bank for margin requirements against Bank Guarantee and Letter of Credit facilities.



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

13 Equity Share Capital

(₹ in Lakhs)

Particulars	As at	As at
	31 March, 2023	31 March, 2022
Authorised		
14,00,00,000 Equity Shares of ₹ 10/- each	14,000.00	6,500.00
(P.Y. 6,50,00,000) Equity Shares of ₹ 10 Each		
Issued, Subscribed and Paid up		
12,67,45,316 Equity Shares of ₹ 10/- Each fully Paid up	12,674.53	5,675.16
(P.Y. 5,67,51,634) Equity Shares of ₹ 10 Each		
Total	12,674.53	5,675.16

13.1 Reconciliation of shares outstanding at the end of the year

(₹ in Lakhs)

Particulars	As at 31 March, 2023		As at 31 March, 2022	
	No. of Shares	₹	No. of Shares	₹
At the beginning of the year	5,67,51,634	5,675.16	3,40,54,446	3,405.44
Add: Issued during the year	6,99,93,682	6,999.37	2,26,97,188	2,269.72
At the end of the year	12,67,45,316	12,674.53	5,67,51,634	5,675.16

- (a) During the previous financial year 2021-22, the Holding Company has allotted 2,33,000 equity shares (Instrument value of ₹ 180/-) of face value of ₹ 10/- each and premium of ₹ 170/- each on conversion of convertible warrants issued on preferential basis. (Refer Note 13.1)
- (b) During the previous financial year 2021-22, the Holding Company has issue of 2,24,64,188 equity shares of face value of ₹ 10 each (the "Rights Issue Shares") at a price of ₹ 100 per Rights Equity Shares (including premium of ₹ 90 per Rights Equity Share) in the ratio of 19:29, i.e. 19 Rights Equity Shares for every 29 existing Equity Shares held by the eligible equity shareholders as on the record date, i.e. 09 September, 2021. The issue was oversubscribed and the Holding Company received bids for 2,58,86,126 number of Rights Equity shares. On 16 October, 2021, the Board of Directors of the Holding Company approved the allotment of 2,24,64,188 equity shares of face value ₹ 10/- each to the eligible equity shareholders as fully paid up. There was no deviation in use of proceeds from the objects stated in the Offer document for Right Issue.
- (c) On 04 February, 2022 the Board of Directors of the Company had approved the Offer and Issuance of equity shares of the Company (the "Equity Shares") for an amount upto ₹ 422.17 Crores by way of a rights issue to the eligible equity shareholders of the Company as on the record date, i.e. 12 April, 2022, in accordance with applicable laws, including the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, subject to such approvals, as may be required under the applicable laws ("Rights Issue"). Further, the Board constituted Rights Issue Committee, which has been authorised to decide the pricing of the issue, ratio, record date, appointment of monitoring agency and other things as may be required in accordance with the applicable laws.

The Rights Issue Committee on account of above constitution and powers given by the Board approved the issue of 6,99,93,682 equity shares of face value of ₹ 10 each (the "Rights Issue Shares") at a price of ₹ 63/- per Rights Equity Shares (including premium of ₹ 53/- per Rights Equity Share) in the ratio of 37:30, i.e. 37 Rights Equity Shares for every 30 existing Equity Shares held by the eligible equity shareholders as on the record date, i.e. 12 April, 2022. The issue was oversubscribed and the Company received bids for 8,88,24,321 number of Rights Equity shares. On 16 May, 2022, the Rights Issue Committee of the Board of Directors of the Company approved the allotment of 6,99,93,682 equity shares of face value ₹ 10/- each to the eligible equity shareholders as fully paid up.

The expenses related to rights issue will be adjusted with the security premium account, and there is no rights issue related expenses debited to profit and loss account of the current quarter.



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

(c) Utilisation of Proceeds from Rights Issue

The proceeds of the right issue [refer (a) above] were utilized in accordance with the details set forth below:

(₹ in Lakhs)

Sr. No	Item Head	Amount as proposed in Letter of offer dated 06 April, 2022	Revised Amount as proposed in Letter of offer dated 06 April, 2022 & Postal Ballot dated 02 February, 2023	Amount Utilized during the Period	Total Unutilized Amount*
i	Funding the capital expenditure for setting up of new manufacturing units under the newly incorporated wholly owned subsidiaries of the Company.	25,079.63	21,862.80	15,458.33	6,404.47
ii	Funding the working capital requirements of the Proposed Projects, post commencement of commercial production.	3,940.00	3,000.00	-	3,000.00
iii	Funding the capital expenditure for setting up of display centre cum office to showcase our entire range of products and capabilities	3,723.32	7,380.15	-	7,380.15
iv	Funding the capital expenditure for Setting up of a Stock point for carrying out Trading Business of various building construction materials under Asian Granito India Limited.	-	500.00	-	500.00
v	General Corporate Purpose	9,474.51	9,474.51	9,474.51	-
Total		42,217.46	42,217.46	24,932.84	17,284.62

* During the quarter, company has deposited unutilized proceed in Scheduled Commercial Bank as per ICDR provision.

13.2 Terms/Rights attached to Equity shares

The Company has one class of shares referred to as Equity shares having face value of ₹ 10.

(a) Equity Shares

In the event of liquidation of the Company, the holders of Equity shares will be entitled to receive any of the residual assets of the Company, after distribution of all preferential amounts and Preference shares. The distribution will be in proportion to the number of Equity shares held by the Shareholders. Each holder of Equity shares is entitled to one vote per share.

(b) Dividend

The Company declares and pays dividend in Indian rupees and shareholders are entitled to receive the same upon declaration of the same. The dividend proposed by the Board is subject to the approval of the Shareholders in the ensuing Annual General Meeting.

13.3 Details of Shareholders holding more than 5% of Equity shares

Particulars	As at 31 March, 2023		As at 31 March, 2022	
	No. of Shares	%	No. of Shares	%
Kamleshkumar B Patel	83,17,258	6.56%	63,71,710	11.23%
Mukeshbhai J Patel	49,48,481	3.90%	36,52,862	6.44%
Sureshbhai J Patel	34,98,481	2.76%	32,03,379	5.64%



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

12.4 Shares held by promoters

Sr. No	Category	Promoter name	At the end of the year as at 31 March, 2023		At the end of the year as at 31 March, 2022		% Change during the year
			No. of Shares	% of total shares	No. of Shares	% of total shares	
1	Promoter	Bhaveshbhai V Patel	44,15,401	3.48%	10,000	0.02%	3.46%
2		Girish N Patel	17,02,139	1.34%	53,750	0.09%	1.25%
3		Kamleshkumar B Patel	83,17,258	6.56%	63,71,710	11.23%	-4.67%
4		Kanubhai B Patel	17,44,445	1.38%	1,63,299	0.29%	1.09%
5		Mukeshbhai J Patel	49,48,481	3.90%	36,52,862	6.44%	-2.54%
6		Pankaj M Patel	10,51,149	0.83%	67,600	0.12%	0.71%
7		Rameshbhai B Patel	2,81,615	0.22%	4,66,121	0.82%	-0.60%
8	Promoter Group	Alpaben J Patel	5,29,552	0.42%	24,500	0.04%	0.38%
9		Bhanuben M Patel	3,50,000	0.28%	-	0.00%	0.28%
10		Bhikhabhai V Patel HUF	59,183	0.05%	26,500	0.05%	0.00%
11		Bhikhabhai V Patel	78,671	0.06%	35,226	0.06%	0.00%
12		Bhoghibhai B Patel HUF	1,28,269	0.10%	57,434	0.10%	0.00%
13		Bhogilal B Patel	10,98,229	0.87%	4,19,073	0.74%	0.13%
14		Chhayaben S Patel	18,00,000	1.42%	-	0.00%	1.42%
15		Dimpalben B Patel	15,82,668	1.25%	-	0.00%	1.25%
16		Dipak N Patel	5,42,905	0.43%	2,33,092	0.41%	0.02%
17		Dipakkumar N Patel HUF	1,27,530	0.10%	57,103	0.10%	0.00%
18		Girish N Patel HUF	1,35,661	0.11%	60,744	0.11%	0.00%
19		Girishbhai M Patel HUF	21,216	0.02%	9,500	0.02%	0.00%
20		Gitaben P Patel	90,896	0.07%	40,700	0.07%	0.00%
21		Gitaben R Patel	-	0.00%	72,672	0.13%	-0.13%
22		Hinaben K Patel	10,75,000	0.85%	-	0.00%	0.85%
23		Kamleshbhai B Patel HUF	12,04,704	0.95%	5,39,420	0.95%	0.00%
24		Kanubhai B Patel HUF	44,666	0.04%	20,000	0.04%	0.00%
25		Khemiben M Patel	99,941	0.08%	44,750	0.08%	0.00%
26		Manilal V Patel	67,692	0.05%	30,310	0.05%	0.00%
27		Manilal V Patel HUF	18,983	0.01%	8,500	0.01%	0.00%
28		Narayanbhai M Patel	4,59,997	0.36%	2,05,969	0.36%	0.00%
29		Narayanbhai M Patel HUF	1,07,568	0.08%	48,165	0.08%	0.00%
30		Paliben B Patel	87,971	0.07%	39,390	0.07%	0.00%
31		Pankajkumar M Patel HUF	24,566	0.02%	11,000	0.02%	0.00%
32		Parulben K Patel	1,23,503	0.10%	55,300	0.10%	0.00%
33		Patel G Manilal	3,51,417	0.28%	1,57,351	0.28%	0.00%
34		Sangitaben G Patel	1,24,758	0.10%	55,862	0.10%	0.00%
35		Suresh B Patel	4,26,309	0.34%	1,90,885	0.34%	0.00%
36		Sureshbhai J Patel	34,98,481	2.76%	32,03,379	5.64%	-2.88%
37		Sureshkumar B Patel HUF	54,493	0.04%	24,400	0.04%	0.00%



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

14 Other Equity

(₹ in Lakhs)

Particulars	Reserves & Surplus					Capital Reserve	Preferential Share Warrants	Total Equity attributable to Owners	Non-Controlling Interest	Total
	Capital Reserve on Consolidation	Security Premium	General Reserve	Retained Earnings						
Balance as at 01 April, 2021	3,362.67	14,434.41	890.00	40,175.42	-	-	329.85	59,192.35	2,982.90	62,175.26
Profit for the year	-	-	-	9,194.62	-	-	-	9,194.62	14.28	9,208.90
Other Comprehensive Income for the year	-	-	-	(9.62)	-	-	-	(9.62)	(2.25)	(11.87)
Total Comprehensive Income for the year	-	-	-	9,185.00	-	-	-	9,185.00	12.03	9,197.03
Changes in interest in subsidiary (Refer Note 14.3)	(161.88)	-	-	-	-	-	-	(161.88)	(34.68)	(196.56)
Recognition of Non controlling interest in Step Subsidiary (refer Note 14.4)	-	-	-	-	-	-	-	-	489.00	489.00
Issue of Security Premium	-	19,980.89	-	-	-	-	-	19,980.89	-	19,980.89
Issue of Preferential Share Warrants	-	-	-	-	-	-	314.55	314.55	-	314.55
Share Issue related expenses	-	-	-	-	-	-	-	-	-	-
Conversion of Preferential Share Warrants in to Equity Share Capital and Security Premium	-	-	-	-	-	-	(419.40)	(419.40)	-	(419.40)
Forfeiture of Preferential Share Warrants	-	-	-	-	225.00	-	(225.00)	-	-	-
Profit / Loss on On Account of Derecognition of Associate	-	-	-	(1,776.57)	-	-	-	(1,776.57)	-	(1,776.57)
Dividends (Refer Note 14.2)	-	-	-	(171.44)	-	-	-	(171.44)	-	(171.44)
Balance as at 31 March, 2022	3,200.79	34,415.30	890.00	47,412.42	225.00	-	-	86,143.51	3,449.25	89,592.76
Profit for the year	-	-	-	(7,269.46)	-	-	-	(7,269.46)	(1,421.11)	(8,690.57)
Other Comprehensive Income for the year	-	-	-	(17.72)	-	-	-	(17.72)	7.06	(10.66)
Total Comprehensive Income for the year	-	-	-	(7,287.18)	-	-	-	(7,287.18)	(1,414.06)	(8,701.23)
Changes in interest in subsidiary (Refer Note 14.3)	(5.37)	-	-	-	-	-	-	(5.37)	(1.63)	(7.00)
Recognition of Non controlling interest in Step Subsidiary (refer Note 14.4)	-	-	-	-	-	-	-	-	96.00	96.00
Issue of Security Premium	-	34,967.14	-	-	-	-	-	34,967.14	-	34,967.14
Dividends (Refer Note 13.2)	-	-	-	(887.22)	-	-	-	(887.22)	-	(887.22)
Balance as at 31 March, 2023	3,195.42	69,382.44	890.00	39,238.03	225.00	-	-	1,12,930.89	2,129.57	1,15,060.45



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

14.1 Nature and purpose of other reserves:

(a) Securities premium

Securities premium is used to record the premium on issue of shares. The reserve will be utilised in accordance with the provisions of the Companies Act, 2013.

(b) General Reserve

General Reserve is created from time to time by way of transfer profits from retained earnings for appropriation purposes.

(c) Capital Reserve on consolidation

Capital Reserve represents difference between fair value of the net assets acquired and consideration issued for past business combination.

(d) Retained Earnings

The amount of retained earning includes the component of other comprehensive income, which cannot be distributed by the Company as dividends to its equity shareholders. Balance amount is available for distribution to equity share holders.

(e) Capital Reserve

The capital reserve is created through forfeiture of shares warrants, shares, revaluation of existing assets, the redemption of preference shares and accumulated capital surplus not available for distribution of dividend.

(f) Preferential Share Warrants

During the Previous Financial Year the Holding Company has allotted 2,33,000 equity shares (Instrument value of ₹ 180/-) of face value of ₹ 10/- each and premium of ₹ 170/- each. In Promoter category 1,33,000 equity shares and in Non-promoter category 1,00,000 equity shares are allotted on conversion of convertible warrants issued on preferential basis. The Paid-up Equity capital of the Holding Company has increased from ₹ 3,405.44 Lakhs to ₹ 3,428.74 Lakhs and resultant security premium of ₹ 396.10 Lakhs has been credited into security premium account and shown in the "Reserve and Surplus" in "Other Equity". The proceeds of the preferential issue were utilised for the objectives as stated.

The Holding Company has received total 42,00,000 Fully Convertible Warrants out of 47,00,000 Fully Convertible Warrants. Hence 5,00,000 Preferential Share Warrants are forfeited at ₹ 45 per convertible warrant (25% of ₹ 180/-) amounting ₹ 225.00 Lakhs which are shown in "Capital Reserve".

14.2 Dividend:

The Board of Directors at its meeting held on 24 May, 2023 have recommended a payment of final dividend of ₹ NIL (P.Y. ₹ 0.70) per equity share of the face value of ₹ 10 each for the financial year ended 31 March, 2023.

During the current financial year, the holding company has increased its stake in subsidiary company Amazoone Ceramics Limited from 97.77% to 97.82% by way of directly purchase of 16,250 shares at ₹ 43/- per shares from other shareholders.

During the year, the Subsidiary Company Amazoone Ceramics Limited have further subscribed for 15,01,580 Equity Shares of ₹ 10 each in Gresart Ceramica Private Limited (Wall tiles manufacturing) aggregating 61.00% of the equity share capital making it a step down subsidiary of the Holding Company.



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

15 Borrowings

Particulars	(₹ in Lakhs)	
	As at 31 March, 2023	As at 31 March, 2022
Non-Current Borrowings		
(measured at amortised cost, Refer Note 32)		
Secured		
Term Loans		
- From Banks	6,257.62	7,836.80
- From Financial Institutions	1,881.75	1,528.58
SBLC	-	403.85
Vehicle Loans	217.81	135.13
Unsecured		
Loan		
- From Others	817.62	1,192.68
Sub-Total (A)	9,174.80	11,097.04
Current Maturities of Borrowings		
Secured		
Term loan from Banks	649.16	1,530.09
Term loan from Financial Institutions	325.00	119.13
SBLC	-	403.85
Vehicle Loans	52.59	44.91
Unsecured		
Loan		
- From Others	-	12.20
Sub-Total (B)	1,026.75	2,110.18
Total (A-B)	8,148.05	8,986.86
Current Borrowings		
(measured at amortised cost, Refer Note 32)		
Secured		
Working Capital facilities from banks	12,312.57	7,765.46
Current Maturities of Non-current Borrowings	1,026.75	2,110.18
Total	13,339.32	9,875.64

Notes:

- (a1) SBLC of ₹ NIL (Previous Year ₹ 403.85 Lakhs) are secured by way of First and Exclusive charge on Hypothecation of the entire Plant & Machinery (Bought through capex LC).
- (b1) Working capital loans of ₹ 6,637.69 (Previous Year ₹ NIL) Lakhs are secured by way of hypothecation over current assets including raw materials, stock in process, finished goods, receivable and other current assets of vitrified/wall/marble division (Dalpur unit) and Ceramic division (Idar unit) of the Company.
- (c1) The sanction facilities have been secured by the personal guarantees of directors of the Company more specifically spelt out in related Sanction Letter from the Banks.
- (d1) Vehicle loans of ₹ 203.99 (Previous Year ₹ 131.21) Lakhs are secured by hypothecation of vehicles in favour of Bank. Each Vehicle loans consist of 60 equated monthly installments from the date of disbursement.
- (e1) The working capital facilities have been availed @7.95% to 9.01% from April 2022 to March 2023.

Amazoone Ceramics Limited:

- a-2) Hypothecation of stocks, receivables and entire current assets of the Company and further secured by way of equitable mortgage of factory land & building of the Company situated at Plot No. 1 & 2 over block No. 83 Old ₹ no-450 paiki admeasuring 56514 sq.meters at village Dalpur-383430, together with construction thereon and second charge over fixed assets of the Company. Further, the borrowing facilities are secured against personal guarantees of (a) Shri Vipul V. Patel -(director) (b) Shri Girishbhai M. Patel (Managing Director) (c) Shri Mukeshbhai Jivabhai Patel and (d) Shri Kamleshbhai B. Patel
- (b-2) There has been no default during the year under review in repayment of either principal or interest due thereon.
- (c-2) The working capital facilities have been availed @8.50% to 9.80% from April 2022 to March 2023.



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

Crystal Ceramics Industries Private Limited:

- (a-3) Punjab National Bank -T/L No.IC-206 with PNB for ₹ 8.47 Crores outstanding as on 31 March, 2022 have been fully repaid with entire outstanding and said loan accounts have been closed during the year ended on 31 March, 2023. The loan was secured by way of First Pari Passu charge over the movable & immovable properties of the Company situated at Survey No. 34, 36 Paiki, 63, 64, 61 Paiki 1 etc. Situated at village Kaiyal, Taluka-Kadi, Dist: Mehsana, Gujarat-382705, over the movable assets including Plant & Machineries situated at above Survey Numbers AND Second Pari passu charge over entire current Assets situated at Survey No. 34, 36 Paiki, 63,64, 61 Paiki 1 etc. at village Kaiyal, Taluka-Kadi, Dist.: Mehsana, Gujarat-382705 and also secured by corporate guarantee provided by parent holding company Asian Granito India Ltd for the sanctioned amount and personal guarantees of directors of the company and more specifically spelt out in related Sanction Letter from the Bank.
- (b-3) Covid 19 emergency credit line demand loan with PNB for ₹ 1.16 Crores outstanding as on 31 March, 2022 (Original Sanctioned ₹ 5 Crores) have been fully repaid with entire outstanding and said loan accounts have been closed during the year ended on 31 March, 2023. The Loan was secured by way of First Pari Passu charge by way of hypothecation On entire current assets present and future of the company comprising of raw materials, WIP, FG, spares /consumables and receivables and extension of charge of the collateral security as specified in related sanction letter.
- (c-3) Working Term Loan under GECL 2.0 PNB TL A/c No 444100IL00000042 for ₹ 9.69 Crores outstanding as on 31 March, 2023 and Repayable in 32 Monthly Instalments of ₹ 30.29 Lakhs each. (Original Sanctioned ₹ 14.54 Crores) and secured by guarantee of NCGTC and by way of Second charge on existing primary security and collateral security including all cash flows of the company.
- (d-3) Working Term Loan under GECL 2.0 Axis Bank TL A/c No 921060053453466 for ₹ 5.80 Crores outstanding as on 31 March, 2022 (Original Sanctioned ₹ 5.92 Crores) have been fully repaid with entire outstanding and said loan accounts have been closed during the year ended on 31 March, 2023. The loan was secured by guarantee of NCGTC and by way of Second charge on existing primary security and collateral security including all cash flows of the company.
- (e-3) Standard Chartered Bank Term Loan A/c No 52658791 for ₹ 8.87 Crores outstanding as on 31 March, 2022 (Original Sanctioned ₹ 9.29 Crores) have been fully repaid with entire outstanding and said loan accounts have been closed during the year ended on 31st March 2023. The Loan was secured by commercial immovable property situated at 202,203 Dev Arc, Opposite Iscon Temple, Ahmedabad – 380059 owned by Asian Granito India Limited
- (f-3) Standard Chartered Bank Term Loan A/c No 52893138 for ₹ 10.38 Crores outstanding as on 31 March, 2022 (Original Sanctioned ₹ 10.75 Crores) have been fully repaid with entire outstanding and said loan accounts have been closed during the year ended on 31 March, 2023. The Loan was secured by commercial immovable property situated at S. No 489/1 489/2, Plot 108,109 Nr Gota Bridge S.G Highway, Gota, Ahmedabad – 382481 owned by AGL Infrastructure Private Limited
- (g-3) Working Term Loan under GECLGS 2.0 Axis Bank TL for ₹ 2.97 Crores outstanding as on 31 March, 2022 (Original Sanctioned ₹ 2.97 Crores) have been fully repaid with entire outstanding and said loan accounts have been closed during the year ended on 31 March, 2023. The Loan was secured by Extension of hypothecation charge on primary securities available for existing securities and hypothecation charge over entire current assets of the company both present and future with punjab National Bank.
- (h-3) Standard Chartered Bank Term Loan A/c No 53369998 for ₹ 5.90 Crores outstanding as on 31 March, 2023 (Original Sanctioned ₹ 5.90 Crores) Repayable in 34 monthly instalments of ₹ 16.39 Lakhs each. The Loan is secured by commercial immovable property situated at S. No 489/1 489/2 , Plot 108,109 Nr Gota Bridge S.G Highway, Gota, Ahmedabad – 382481 owned by AGL Infrastructure Private Limited, and 100 % guaranteed by Credit Guarantee Trustee Company (NCGTC)
- (i-3) Working Capital Term Loan (WCTL) under GECL 2.0 Extension A/c No 444100EG00000087 for ₹ 7.27 Crores outstanding as on 31 March, 2023 and repayable in 44 Monthly Instalments of ₹ 15.15 Lakhs each. (Original Sanctioned ₹ 7.27 Crores). The Loan is secured by way of extension of charge over entire present and future current assets of the company on second pari passu with other members of consortium, existing primary and collateral securities and the additional WCTL granted shall rank second charge with the existing credit facilities in term of cash flows and securities with charge on assets financed under the scheme and the scheme will be secured through guarantee coverage from NCGTC.
- (j-3) Secured Short term borrowings from banks are secured against stock and Book Debts and also secured by corporate guarantee provided by parent holding company Asian Granito India Limited for the sanctioned amount and personal guarantees of directors of the company and more specifically spelt out in related Sanction Letter from the Bank.



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

(k-3) Siemens Financial Services Pvt Ltd Term Loan for ₹ 4.14 Crores outstanding as on 31 March, 2022 (Original Sanctioned ₹ 4.70 Crores) have been fully repaid with entire outstanding and said loan accounts have been closed during the year ended on 31 March, 2023. The Loan was secured with exclusive charge by way of hypothecation of machinery of Fast Single Layer Roller Kiln M/c & equi, model FCC 295 /170.

(l-3) Siemens Financial Services Pvt Ltd Term Loan for ₹ 1.21 Crores outstanding as on 31 March, 2022 (Original Sanctioned ₹ 1.33 Crores) have been fully repaid with entire outstanding and said loan accounts have been closed during the year ended on 31 March, 2023. The Loan was secured with exclusive charge by way of hypothecation of machinery of Tiles Digital Printer CREADIGIT E With Standard Accessories.

(m-3) Bajaj Finance Limited Term Loan for ₹ 9.94 Crores outstanding as on 31 March, 2022 (Original Sanctioned ₹ 19.00 Crores) have been fully repaid with entire outstanding and said loan accounts have been closed during the year ended on 31 March, 2023. The Loan was secured with Personal Guarantee of promoters.

(n-3) Bajaj Finance Limited Term Loan for ₹ 18.82 Crores outstanding as on 31 March, 2023 and repayable in 19 Monthly Instalments of ₹ 81.25 Lakhs each. (Original Sanctioned ₹ 19.50 Crores). The Loan is secured with pari passu first charge by way of mortgage over immovable property and hypothecation of plant and machinery, movable assets of the company and Personal Guarantee of promoters.

Powergrace Industries Limited:

(a-4) Vehicle loans are secured by hypothecation of vehicles in favour of Bank.

Gresart Ceramica Private Limited:

(a-5) Term Loan and Working capital loans are secured by :-

Primary Security-

Land & Building : Exclusive Charge on land and building by way of mortgage on entire property located at Survey No. RS No. 341-P1/P1, 341-P1/P2, 341-P2, 341 - P3, B/H Harikrupa Paper Mill LLP, Kandla highway, At Gungan, Morbi 363642. **Plant & Machineries**: Exclusive charge on present and future plant and machineries of M/s Gresart Ceramica Private Limited by way of hypothecation (Movable + Immovable).

Secondary Collateral-

Current Assets : Exclusive charge on present and future current assets of companies by way of hypothecation. Personal Guarantee of Mr. Kamlesh Patel (Director), Mr. Mukesh Patel (Director), Mr. Bhaveshbhai Vinodbhai Patel (Director), Mr Jaymik Adroja (Director), Mr. Dharmesh Kanjiya (Director)

(b-5) Term Loan under Moratorium period and hence no Interest amount and Principal amount is due on that. Working Capital loan has been sanctioned but not yet disbursed

(c-5) The Term loan is availed on interest rate of 6.85%+ spread on date of disbursement

Maturity Profile and Rate of Interest of Term Loans

Type of Loan	Terms of Repayment	Maturity	Rate of	No. of	Outstanding at 31 March, 2023
Punjab National Bank Ltd.	Monthly	Refer As per Note (c-3)	9.30%	Refer As per Note (c-3)	969.36
Standard Chartered Bank	Monthly	Refer As per Note (i-3)	8.10%	Refer As per Note (i-3)	593.81
Punjab National Bank	Monthly	Refer As per Note (j-3)	9.30%	Refer As per Note (j-3)	727.00
Bajaj Finance Limited	Monthly	Refer As per Note (n-3)	10.75%	Refer As per Note (n-3)	1,881.75

(i) Borrowings secured against current assets

Quarterly returns or statements of current assets filed by the Holding Company with banks or financial institutions are in agreement with the books of accounts.



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

16 Trade Payables

(₹ in Lakhs)

Particulars	As at 31 March, 2023	As at 31 March, 2022
Current		
Due to Micro and Small enterprises (Refer Note 40)	112.78	161.66
Due to Others (Including Acceptances)*	28,902.97	24,336.84
Provision for Others	1,455.83	3,593.64
Total	30,471.58	28,092.14

*Acceptances includes arrangement where operational suppliers of goods are initially paid by banks while the Group continue to recognize the liability till settlement with banks which are normally affected within a period of 90 days.

a) Trade Payables Ageing Schedule

As At 31 March, 2023

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment [#]				Total
	Less than 6 months	6 months - 1 year	2-3 years	More than 3 years	
MSME	112.78	-	-	-	112.78
Others	29,597.18	512.04	190.09	59.49	30,358.80
Disputed dues – MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-

As At 31 March, 2022

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment [#]				Total
	Less than 6 months	6 months - 1 year	2-3 years	More than 3 years	
MSME	161.66	-	-	-	161.66
Others	25,809.27	1,315.17	25.28	780.75	27,930.48
Disputed dues – MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-

[#] Information has been disclose from the date of the transaction.

17 Other Financial Liabilities

(₹ in Lakhs)

Particulars	As at 31 March, 2023	As at 31 March, 2022
Non-Current		
Payable to Employees	8.87	6.82
Other Financial Liabilities	38.33	34.74
Total	47.20	41.56
Current		
Trade Deposits	1,761.12	1,590.14
Unclaimed Dividend*	4.16	3.02
Payable to Employees	821.24	830.90
Advance Received from Customers	644.76	111.31
Total	3,231.28	2,535.37

* These figures do not include any such amount to be credited to Investor Education and Protection Fund (IEPF).



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

18 Provisions

(₹ in Lakhs)

Particulars	As at 31 March, 2023	As at 31 March, 2022
Non-Current		
Provision for Gratuity (Refer Note 37)	88.09	126.38
Provision for Leave Encashment	114.48	141.97
Provision for Others	9.26	-
Total	211.83	268.35
Current		
Provision for Employee Benefits		
Provision for Gratuity (Refer Note 37)	150.18	150.72
Provision for Leave Encashment	17.27	15.03
Provision for Others	444.73	304.84
Total	612.18	470.59

19 Deferred Tax Liabilities (Net)

(₹ in Lakhs)

Particulars	As at 31 March, 2023	As at 31 March, 2022
i) Deferred Tax Liabilities	5,615.49	5,289.76
ii) Deferred Tax Assets	5,157.84	2,160.13
Total (i - ii)	457.65	3,129.63

19.1 Movements in Deferred Tax

(₹ in Lakhs)

Particulars	As at 01 April, 2021	Charged/ (Credited) to Profit or Loss	Charged/ (Credited) to OCI	As at 31 March, 2022	Charged/ (Credited) to Profit or Loss	Charged/ (Credited) to OCI	As at 31 March, 2023
Deferred Tax Liability							
Property, Plant & Equipment	4,683.15	380.34	-	5,063.49	302.68	-	5,366.17
Processing Fees	20.36	(4.11)	-	16.25	(5.84)	-	10.41
Right of Use Assets	175.05	20.32	-	195.37	43.54	-	238.91
Others	-	14.65	-	14.65	(14.65)	-	-
Sub Total (A)	4,878.56	411.21	-	5,289.76	325.72	-	5,615.49
Deferred Tax Assets							
Provision for Employee Benefits	161.95	13.33	1.69	176.97	(29.96)	11.31	158.32
Amortization of Preliminary Expense	149.99	(83.05)	-	66.94	(66.94)	-	-
Provision for Expected Credit Loss	53.52	7.62	-	61.14	43.15	-	104.29
Unabsorbed Business Losses	406.69	239.01	-	645.70	3029.05	13.82	3,660.93
MAT Credit	1,044.43	(62.60)	-	981.83	(25.97)	-	955.86
Lease Liabilities	195.26	26.71	-	221.97	50.04	-	272.01
Rent / Leases Deposit	5.13	0.45	-	5.58	0.85	-	6.43
Others	-	-	-	-	-	-	-
Sub Total (B)	2,016.97	141.47	1.69	2,160.13	3000.22	25.13	5157.84
Deferred Tax Liabilities (Net) (A - B)	2,861.59	269.74	(1.69)	3,129.63	(2674.50)	(25.13)	457.65



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

19.2 Reconciliation of tax expenses and the profit/(Loss) before tax multiplied by India's tax rate:

(₹ in Lakhs)

Particulars	As at 31 March, 2023	As at 31 March, 2022
Profit/(Loss) before tax	(11,243.65)	11,335.17
Tax expenses at statutory tax rate	63.53	2,853.07
Expense not allowed as deduction	0.50	549.17
Expense allowed as deduction	0.00	(375.72)
Adjustment of tax expense relating to earlier periods	43.41	0.03
Tax on Exempt Income effect	0.00	(956.61)
Tax on Income at different rates	0.00	38.77
Deferred Tax	(2660.69)	0.00
Others (net)	0.18	67.92
Total Tax Expense	(2,553.08)	2,151.37
Effective Tax Rate	22.71%	18.98%

20 Other Liabilities

(₹ in Lakhs)

Particulars	As at 31 March, 2023	As at 31 March, 2022
Non-Current		
Creditors for Capital Goods	-	133.41
Total	-	133.41
Current		
Advance Received from Customers	5,032.69	904.36
Statutory Liabilities	1,084.46	1,148.67
Creditors for Capital goods	403.60	-
Others	231.31	173.01
Total	6,752.06	2,226.04

21 Current Tax Liability/(Assets) (Net)

(₹ in Lakhs)

Particulars	As at 31 March, 2023	As at 31 March, 2022
Current Tax Liabilities/(Assets) (Net)	(129.63)	819.61
Total	(129.63)	819.61

22 Revenue From Operations

(₹ in Lakhs)

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Revenue from Sale of Products	1,55,192.62	1,56,022.52
Other Operating Revenues		
Export Incentives	492.59	282.37
Wind Mill Power Generation	76.30	54.73
Job Work	497.95	-
Others	12.49	22.69
Total	1,079.33	359.79
Total	1,56,271.95	1,56,382.31



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

Disaggregation of Revenue from Sale of Products

Revenue based on Geography

(₹ in Lakhs)

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
In India	1,32,584.12	1,35,827.12
Outside India	22,608.50	20,195.40
Total	1,55,192.62	1,56,022.52

Reconciliation of Revenue from Sale of Products with contract price

(₹ in Lakhs)

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Revenue as per contract price	1,56,107.15	1,56,355.89
Less: Discounts	(914.53)	(333.37)
Revenue from Sale of Products	1,55,192.62	1,56,022.52

23 Other Income

(₹ in Lakhs)

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Interest Income from:		
- Term deposits	1,112.93	33.13
- Others	354.96	218.89
Sub-Total (A)	1,467.89	252.02
Rental Income	157.46	88.76
Sub-Total (B)	157.46	88.76
Other Gains		
Gain on Sale of Property, Plant & Equipment (Net)	-	-
Profit on redemption of units of mutual funds (Net)	9.21	103.32
Gain on Sale of Investment of Associate	-	3,800.88
Current Investment measured at FVPTL	(0.76)	136.66
Sub-Total (C)	8.45	4,040.86
Others Income	42.43	54.07
Sub-Total (D)	42.43	54.07
Total (A+B+C+D)	1,676.23	4,435.71

24 Cost of Material Consumed

(₹ in Lakhs)

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Glaze, Frits and Chemicals & Others	25,302.13	25,410.96
Packing Materials	2,273.90	2,548.10
Total	27,576.03	27,959.06



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

25 Changes in inventories of Finished Goods, Stock-in-Trade and Work-in-Progress

(₹ in Lakhs)

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Inventories at the beginning of the year		
Finished Goods	13,753.92	13,952.08
Work-in-Progress	5,071.93	5,127.29
Stock-in-Trade	3,065.82	2,878.66
Total (A)	21,891.67	21,958.03
Inventories at the end of the year		
Finished Goods	11,188.59	13,753.92
Work-in-Progress	3,830.36	5,071.93
Stock-in-Trade	2,516.03	3,065.82
Total (B)	17,534.98	21,891.67
Total of Changes In Inventories of Finished Goods, Stock-in-Trade and Work-in-Progress (A - B)	4,356.69	66.36

26 Employee Benefits Expenses

(₹ in Lakhs)

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Salaries and Wages (Incl. Managerial Remuneration) (Refer Note 37)	11,291.08	10,625.32
Contribution to Provident and Other Funds	480.75	481.49
Staff Welfare Expenses	209.32	52.37
Total	11,981.15	11,159.18

27 Finance Costs

(₹ in Lakhs)

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Interest Expenses on:		
- Term Loans	546.99	629.37
- Working Capital Facilities	1,365.68	1,192.84
- Others	347.01	381.33
Other Borrowing Costs	435.66	353.92
Total	2,695.34	2,557.46

28 Depreciation And Amortization Expense

(₹ in Lakhs)

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Depreciation Expense on Property, Plant and Equipment	3,061.77	2,713.13
Depreciation Expense on Right of Use Assets	351.92	293.97
Total	3,413.69	3,007.10

29 Power & Fuel

(₹ in Lakhs)

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Consumption of Gas & Fuel	17,079.07	13,303.62
Power Expense	3,975.42	4,456.20
Total	21,054.49	17,759.82



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

30 Other Expenses

(₹ in Lakhs)

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Consumption of Stores & Spares	4,820.57	2,423.58
Other Manufacturing Expense	1,066.23	1,098.14
Rent, Rates & Taxes	307.26	436.36
Insurance	127.34	91.60
Repairs & Maintenance		
- To Plant & Machineries	318.59	163.84
- To Buildings	46.95	32.18
- To Vehicles	47.82	34.79
- To Others	327.82	95.49
Communication Expenses	147.41	117.78
Printing & Stationery	15.14	17.83
Legal & Professional	658.43	576.23
Auditor's Remuneration (Refer Note 31)	27.94	26.80
Directors' Sitting Fees	7.80	11.75
Directors' Travelling	16.35	9.54
Travelling & Conveyance	1,593.00	1,069.90
Advertisement Expenses	2,292.19	760.19
Other Selling & Distribution Expenses	2,258.67	2,208.32
Freight & Forwarding Charges	4,741.84	5,333.08
Allowance for Expected Credit Loss	198.02	172.71
Sundry Balance Written off	154.27	56.88
Bad Debts	2,969.75	-
Donation	5.96	27.19
Loss on Sale of Property, Plant & Equipment (Net)	16.15	(44.31)
Corporate Social Responsibility (Refer Note 33)	112.04	95.03
Loss on Sale of Investment of Mutual Fund	-	2.94
GST Expenses and Sales Tax Expenses	10.73	3.56
Reversal of excessively booked subsidy incentive	275.43	-
Miscellaneous Expenses	308.39	324.70
Net Foreign Exchange Loss / (Gain)	(462.65)	(446.08)
Total	22,409.44	14,700.02

31 Payment to Auditors (Excluding Taxes)

(₹ in Lakhs)

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Statutory Audit Fees	22.19	21.30
Certification Fees and Other Services	5.75	5.50
Total	27.94	26.80



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

32 Fair Value Measurements

a) Accounting classification and fair values

As at 31 March, 2023

(₹ in Lakhs)

Particulars	Carrying Value			Fair Value				
	At Cost	At FVTPL	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Investments (Note b i)	23.61	1,300.88	-	1,324.49	1,300.88	-	-	1,300.88
Loans	-	-	1,672.69	1,672.69	-	-	-	-
Trade Receivables	-	-	41,734.27	41,734.27	-	-	-	-
Cash and Cash Equivalents	-	-	2,379.44	2,379.44	-	-	-	-
Other Bank Balances	-	-	18,653.62	18,653.62	-	-	-	-
Other Financial Assets	-	-	925.58	925.58	-	-	-	-
Total Financial Assets	23.61	1,300.88	65,365.60	66,690.09	1,300.88	-	-	1,300.88
Borrowings (Incl. Current Maturities)	-	-	21,487.37	21,487.37	-	-	-	-
Lease Liabilities (Incl. Current Lease Liabilities)	-	-	1,163.30	1,163.30	-	-	-	-
Trade Payables	-	-	30,471.58	30,471.58	-	-	-	-
Other Financial Liabilities	-	-	3,278.48	3,278.48	-	-	-	-
Total Financial Liabilities	-	-	56,400.73	56,400.73	-	-	-	-

As at 31 March, 2022

(₹ in Lakhs)

Particulars	Carrying Value			Fair Value				
	At Cost	At FVTPL	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Investments (Note b i)	26.12	6,565.00	-	6,591.12	6,565.00	-	-	6,565.00
Loans	-	-	1,613.01	1,613.01	-	-	-	-
Trade Receivables	-	-	46,906.92	46,906.92	-	-	-	-
Cash and Cash Equivalents	-	-	3,542.93	3,542.93	-	-	-	-
Other Bank Balances	-	-	473.50	473.50	-	-	-	-
Other Financial Assets	-	-	1,273.56	1,273.56	-	-	-	-
Total Financial Assets	26.12	6,565.00	53,809.92	60,401.04	6,565.00	-	-	6,565.00
Borrowings (Incl. Current Maturities)	-	-	18,862.50	18,862.50	-	-	-	-
Lease Liabilities (Incl. Current Lease Liabilities)	-	-	1,023.73	1,023.73	-	-	-	-
Trade Payables	-	-	28,092.14	28,092.14	-	-	-	-
Other Financial Liabilities	-	-	2,576.93	2,576.93	-	-	-	-
Total Financial Liabilities	-	-	50,555.30	50,555.30	-	-	-	-

b) Measurement of fair values:

(i) Investments in Associate, Joint Venture and Subsidiaries:

Investments in Associate and Joint Venture have been accounted at cost. Since these are scope out of Ind AS 109 for the purposes of measurement, the same have been disclosed at cost in the tables above.

(ii) Financial Instrument measured at Amortised Cost:

The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are reasonable approximation of their fair values since the Group does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.



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for the Year Ended 31 March, 2023

(iii) Levels 1, 2 and 3

Level 1: It includes Investment in equity shares and mutual fund that has a quoted price and which are actively traded on the stock exchanges. It is been valued using the closing price as at the reporting period on the stock exchanges.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.

(iv) There have been no transfers between Level 1 and Level 2 during the years.

33 Corporate Social Responsibility Expenditure

As per Section 135 of the Companies Act, 2013, the Company has spent required amount of ₹ 119.46 Lakhs (2021-22: ₹ 94.33 Lakhs) during the current financial year. The details of amount spent are as under:

Nature of Activities	(₹ in Lakhs)	
	Year ended 31 March, 2023	Year ended 31 March, 2022
Educational & Medical	110.54	85.32
Eradicating Hunger	1.50	-
COVID related activities	-	9.71
Total	112.04	95.03

32.1 There is no shortfall at the end of the year as well as previous year

32.2 For Details of related party transaction refer note 38

34 Earnings Per Share

Particulars	Units	Year ended	
		31 March, 2023	31 March, 2022
Basic & Diluted Earning Per Share (EPS)			
(a) Profit attributable to equity shareholders of the Group	(₹ in Lakhs)	(7,269.46)	9,194.62
(b) Weighted average number of equity shares	(in Nos.)	11,92,09,192	5,10,77,841
(c) Earning per Share (Basic and Diluted)	₹	(6.10)	18.00
(d) Face value per Share	₹	10.00	10.00

35 Financial Risk Management

The Group's financial liabilities comprise mainly of borrowings, trade, other payables and financial assets comprise mainly of investments, cash and cash equivalents, other balances with banks, loans, trade receivables and other receivables.

The Group's is exposed to Market risk, Credit risk and Liquidity risk. The Board of the Group monitors the risk as per risk management policy. Further The Audit Committee has additional oversight in the area of financial risks and controls.

The following disclosures summarize the Group's exposure to financial risks and information regarding use of derivatives employed to manage exposures to such risks. Quantitative sensitivity analysis have been provided to reflect the impact of reasonably possible changes in market rates on the financial results, cash flows and financial position of the Group.

(a) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risks: interest rate risk and currency risk. Financial instruments affected by market risk includes borrowings, investments, trade payables, trade receivables and loans.

Within the various methodologies to analyze and manage risk, Group's has implemented a system based on "sensitivity analysis" on symmetric basis. This tool enables the risk managers to identify the risk position of the entities. Sensitivity analysis provides



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for the Year Ended 31 March, 2023

an approximate quantification of the exposure in the event that certain specified parameters were to be met under a specific set of assumptions. The risk estimates provided here assume:

- a parallel shift of 100-basis points of the interest rate yield curves in major currencies.
- a simultaneous, parallel foreign exchange rates shift in which the INR appreciates / depreciates against all currencies by 5%

The potential economic impact, due to these assumptions, is based on the occurrence of adverse / inverse market conditions and reflects estimated changes resulting from the sensitivity analysis. Actual results that are included in the Statement of profit and loss may differ materially from these estimates due to actual developments in the global financial markets.

The analysis exclude the impact of movements in market variables on the carrying values of gratuity, pension and other post-retirement obligations and provisions.

The following assumption has been made in calculating the sensitivity analysis:

The sensitivity of the relevant statement of profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at 31 March, 2023 and 31 March, 2022.

(i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's seeks to mitigate such risk by maintaining an adequate proportion of floating and fixed interest rate borrowings. As at 31 March, 2023, approximately 19.19% of the Group's borrowings and other financial liabilities are at fixed rate (31 March, 2022 : 21.08%). Summary of financial assets and financial liabilities has been provided below:

Exposure to interest rate risk

The interest rate profile of the Group's interest - bearing financial instrument as reported to management is as follows:

Particulars	As at	
	31 March, 2023	31 March, 2022
(₹ in Lakhs)		
Fixed-rate instruments		
Financial Assets	20,458.39	2,170.86
Financial Liabilities	4,460.49	4,311.40
Variable-rate instruments		
Financial Assets	-	-
Financial Liabilities	18,788.00	16,141.24

Interest rate sensitivity

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of change in interest rates. The following table demonstrates the sensitivity of floating rate financial instruments to a reasonably possible change in interest rates. The risk estimates provided assume a parallel shift of 100 basis points interest rate across all yield curves. This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date. The period end balances are not necessarily representative of the average debt outstanding during the period.

Impact on Profit / (loss) after tax

Particulars	Year ended	
	31 March, 2023	31 March, 2022
(₹ in Lakhs)		
Increase in 100 basis points	(140.59)	(120.78)
Decrease in 100 basis points	140.59	120.78



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for the Year Ended 31 March, 2023

(ii) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group transacts business in foreign currencies (primarily USD, EUR and GBP). Consequently, the Group has foreign currency trade payables and receivables and is therefore exposed to foreign exchange risk. The Group manages its foreign currency risk by following policies approved by board as per established risk management policy. The carrying amounts of the Group's foreign currency denominated monetary items are as follows:

Exposure to currency risk

The summary quantitative data about the Group's exposure to currency risk (based on notional amounts) is as follows:

(₹ in FCY)

Particulars	31 March, 2023			31 March, 2022		
	USD	EUR	GBP	USD	EUR	GBP
Financial Assets						
Trade receivables	54,24,776	(29,555)	23,013	55,86,559	-	-
Other Bank Balances	1,73,411	-	-	8,39,955	-	-
Total (A)	55,98,187	(29,555)	23,013	64,26,514	-	-
Financial Liabilities						
Trade payables	3,02,642	(3,23,092)	-	1,94,669	3,22,512	-
Other Financial Liabilities	-	-	-	5,21,000	-	-
Total (B)	3,02,642	(3,23,092)	-	7,15,669	3,22,512	-
Net exposure to foreign currency (A-B)	52,95,546	2,93,537	23,013	57,10,845	(3,22,512)	-

The following significant exchange rates have been applied during the year.

(₹ in Lakhs)

Particulars	Average rate		Year-end spot rate	
	Year Ended 31 March, 2023	Year Ended 31 March, 2022	As at 31 March, 2023	As at 31 March, 2022
USD 1	79.01	74.65	82.22	75.81
EUR 1	87.13	85.38	89.61	84.66
GBP 1	100.71	100.25	101.87	99.55

Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in USD, EUR and GBP rates to the functional currency of respective entity, with all other variables held constant. The Group's exposure to foreign currency changes for all other currencies is not material. The impact on the Group's profit before tax is due to changes in the fair value of monetary assets and liabilities.

(₹ in Lakhs)

Particulars	USD			EUR			GBP		
	Change in exchange rate	Profit / (loss) before tax	Equity (net of tax)	Change in exchange rate	Profit / (loss) before tax	Equity (net of tax)	Change in exchange rate	Profit / (loss) before tax	Equity (net of tax)
31 March, 2023									
Strengthening	5%	209.21	156.55	5%	12.79	9.57	5%	1.16	0.87
Weakening		(209.21)	(156.55)		(12.79)	(9.57)		(1.16)	(0.87)
31 March, 2022									
Strengthening	5%	213.17	159.51	5%	(13.77)	(10.30)	5%	-	-
Weakening		(213.17)	(159.51)		13.77	10.30		-	-



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(b) Credit risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The group is exposed to credit risk primarily trade receivables and other financial assets including deposits with banks. Credit risk arising from trade receivables is managed in accordance with the Group's established policy, procedures and control relating to customer credit risk management.

Other financial assets

This comprises mainly of deposits with banks and other intercompany receivables. Credit risk arising from these financial assets is limited.

Trade receivables

Customer credit risk is managed by each business unit subject to the group's established policy and procedures. Trade receivables are non-interest bearing and generally have a credit period not exceeding 90 days. Concentrations of credit risk with respect to trade receivables are limited, due to the customer base being large and diverse. All trade receivables are reviewed and assessed for default on a quarterly basis. Historical experience of collecting receivables of the Group is supported by low level of past default and hence the credit risk is perceived to be low.

The Group has used practical expedient by computing the expected credit loss allowance for doubtful trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and adjusted for forward-looking estimates. The expected credit loss allowance is based on the ageing of the days the receivables are due and the rates used in the provision matrix. In calculating expected credit loss, the Group has also considered credit information for its customers to estimate the probability of default in future and has taken into account estimates of possible effect from the pandemic relating to COVID-19.

Reconciliation of loss allowance provision – Trade receivables

Particulars	₹ in Lakhs	
	As at 31 March, 2023	As at 31 March, 2022
Opening provision	110.28	119.97
Add: Additional provision made	198.02	172.71
Less: Provision write off	(8.83)	(182.40)
Closing provisions	299.47	110.28

Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the group's finance department in accordance with the group's policy. Investments of surplus funds are made only with approved counterparties.

(c) Liquidity risk

Liquidity risk is the risk that the group will encounter difficulty in raising funds to meet commitments associated with financial instruments that are settled by delivering cash or another financial asset. Liquidity risk may result from an inability to sell a financial asset quickly at close to its fair value. The group's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The group closely monitors its liquidity position and deploys a robust cash management system. It maintains adequate sources of financing from both banks and financial institutions at an optimised cost.

The table below analysis non-derivative financial liabilities of the group into relevant maturity groupings based on the remaining period from the reporting date to the contractual maturity date. The amounts disclosed under the ageing buckets are the contractual undiscounted cash flows and includes contractual interest payments.



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

Particulars	Carrying amount	Less than 12 months	More than 12 months	(₹ in Lakhs)
				Total
As at 31 March, 2023				
Financial Liabilities				
Borrowings (Incl. Current Maturities)	21,487.37	13,339.32	8,148.05	21,487.37
Lease Liabilities (Incl. Current Lease Liabilities)	1,163.30	319.78	843.52	1,163.30
Trade Payables	30,471.58	30,471.58	-	30,471.58
Other Financial Liabilities	3,278.48	3,231.28	47.20	3,278.48
Total	56,400.73	47,361.96	9,038.77	56,400.73
As at 31 March, 2022				
Financial Liabilities				
Borrowings (Incl. Current Maturities)	18,862.50	9,875.64	8,986.86	18,862.50
Lease Liabilities (Incl. Current Lease Liabilities)	1,023.73	223.99	799.74	1,023.73
Trade Payables	28,092.14	28,092.14	-	28,092.14
Other Financial Liabilities	2,576.93	2,535.37	41.56	2,576.93
Total	50,555.30	40,727.14	9,828.16	50,555.30

36 Capital management

For the purpose of the group's capital management, capital includes paid-up equity capital and all other equity reserves attributable to the equity holders of the Group. The primary objective of the group's capital management is to ensure that it maintains a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital, as well as level of dividends to equity share holders.

The group manages its capital structure and makes adjustments to it in the light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The group monitors capital using Debt-Equity ratio, which is net debt divided by total equity. The group's policy is to keep the net debt to equity ratio below 2. The group includes within net debt, interest bearing loans and borrowings, less cash and short-term deposits.

Particulars	(₹ in Lakhs)	
	As at 31 March, 2023	As at 31 March, 2022
Interest-bearing Borrowings (Incl. Current Maturity)(Note 15)	21,487.37	18,862.50
Less: Cash and Bank Balances (Note 12)	(21,033.06)	(4,016.43)
Adjusted Net Debt	454.31	14,846.07
Equity Share Capital (Note 13)	12,674.53	5,675.16
Other Equity (Note 14)	1,12,930.89	86,143.51
Total Equity	1,25,605.42	91,818.67
Adjusted net debt to total equity ratio	0.00	0.16

In order to achieve this overall objective, the group'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. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March, 2023 and 31 March, 2022.



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for the Year Ended 31 March, 2023

37. Employee Benefits

a) Defined contribution plans:

The Group's makes contributions towards provident fund to defined contribution retirement benefit plan for qualifying employees. The provident fund contributions are made to Government administered Employees Provident Fund. Both the employees and the Group make monthly contributions to the Provident Fund Plan equal to a specified percentage of the covered employee's salary.

Details of amount recognized as expenses during the year:

Particulars	(₹ in Lakhs)	
	Year ended 31 March, 2023	Year ended 31 March, 2022
Contribution to Provident Fund	324.58	323.63
Total	324.58	323.63

b) Defined benefit plan:

The Group has defined benefit gratuity plan for its employees. The employee who has completed five years or more of service is entitled to gratuity on termination of his employment at 15 days last drawn salary for each completed year of service. The scheme is funded. The present value of obligation in respect of gratuity is determined based on actuarial valuation using the Project Unit Credit Method as prescribed by Ind AS - 19. Gratuity has been recognised in the financial statement as per details given below:

Investment risk:

The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting year on government bonds. If the return on plan asset is below this rate, it will create plan deficit.

Interest risk:

A fall in the discount rate which is linked to the Government Security Rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.

Longevity risk:

Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

Salary risk:

The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.

The following table sets out the status of the gratuity plan and the amounts recognised in the consolidated financial statements as at 31 March, 2023 and 31 March, 2022.

(i) Reconciliation in present value of defined benefit obligation:

Particulars	(₹ in Lakhs)	
	As at 31 March, 2023	As at 31 March, 2022
Defined benefit obligations as at beginning of the year	709.98	631.69
Current service cost	120.70	111.24
Interest cost	50.13	42.80
Actuarial (Gains)/Losses	24.79	14.85
Benefits paid	(68.08)	(90.60)
Defined benefit obligations as at end of the year	837.52	709.98



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

(ii) Reconciliation change in fair value of plan assets:

(₹ in Lakhs)

Particulars	As at	As at
	31 March, 2023	31 March, 2022
Fair Value of Plan Assets at the beginning of the year	432.86	323.06
Interest Income	30.79	22.10
Contribution by Employer	172.00	173.40
Benefits paid from the fund	(39.34)	(88.08)
Return on Plan Assets, Excluding Interest Income	2.92	2.38
Fair Value of Plan Assets at the end of the year	599.24	432.86

(iii) Amount recognised in balance sheet

(₹ in Lakhs)

Particulars	As at	As at
	31 March, 2023	31 March, 2022
PVO at the end of year	837.52	709.98
Fair value of planned assets at the end of year	(599.24)	(432.86)
Net Liability recognised in the balance sheet	238.28	277.12

(iv) Amount recognised in Statement of Profit and Loss:

(₹ in Lakhs)

Particulars	Year Ended	Year Ended
	31 March, 2023	31 March, 2022
Current service cost	120.70	111.24
Interest cost	19.34	20.70
Expense recognised	140.04	131.94

(v) Amount recognised in Other Comprehensive Income:

(₹ in Lakhs)

Particulars	Year Ended	Year Ended
	31 March, 2023	31 March, 2022
Total Actuarial (Gains)/ Losses	21.97	13.56

(vi) Principal assumptions used in determining defined benefit obligations for the Company

Particulars	As at	As at
	31 March, 2023	31 March, 2022
Discount rate (Per Annum)	7.30%-7.15%	5.66%-7.15%
Salary escalation rate (Per Annum)	4%-6%	4%-6%
Mortality Rate [as % of Indian Assured Lives Mortality (IALM) (2006-08) Ultimate]	IALM (2012-14) Rates	IALM (2012-14) Rates
Normal Retirement Age (In Years)	58, 63, 64, 65, 67, 68, 69, 73 & 82 years	58
Average Future Service (In Years)	5-11	8-11

Note 1: Discount rate is determined by reference to market yields at the balance sheet date on Government bonds, where the currency and terms of the Government bonds are consistent with the currency and estimated terms for the benefit obligation.

Note 2: The estimate of future salary increases taken into account inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.



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for the Year Ended 31 March, 2023

Additional Disclosure Items

(vii) Category of Assets

(₹ in Lakhs)

Particulars	As at	As at
	31 March, 2023	31 March, 2022
Insurance Fund	599.24	432.87

(viii) Expected Cash flow of Maturity Profile for following years of Defined Benefit Obligations:

(₹ in Lakhs)

Particulars	As at	As at
	31 March, 2023	31 March, 2022
1 Year	112.11	46.57
Between 2 to 5 Year	257.62	224.40
Between 6 to 10 Year	377.78	326.61
Beyond 10 Years	122.70	780.98

(ix) Sensitivity analysis

(₹ in Lakhs)

Particulars	As at	As at
	31 March, 2023	31 March, 2022
Under Base Scenario		
Salary Escalation - Up by 1 %	59.91	59.63
Salary Escalation - Down by 1%	(54.79)	(53.52)
Withdrawal Rates - Up by 1%	11.66	9.38
Withdrawal Rates - Down by 1 %	(12.52)	(10.76)
Discount Rates - Up by 1 %	(53.28)	(52.86)
Discount Rates - Down by 1 %	60.32	60.49

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 Group's financial statements as at balance sheet date:

(₹ in Lakhs)

Total employee benefit liabilities	Note	As at	As at
		31 March, 2023	31 March, 2022
Provisions	18		
Non Current		88.09	126.38
Current		150.18	150.72



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

38. Related Party Disclosures

As per the Ind AS - 24 Related Party Disclosures, the related parties of the Group are as follows :

(a) Name of the related parties and nature of relationships :

(i) Associate:

Astron Paper and Board Mill Limited (Till 10 August, 2021)

(ii) Key Management Personnel (KMP) and Directors

Name	Designation
Kamleshbhai Bhagubhai Patel	Chairman and Managing Director
Mukeshbhai Jivabhai Patel	Managing Director
Sureshbhai Jivabhai Patel	Director
Bhogibhai Bhikhabhai Patel	Director
Kanubhai Bhikhabhai Patel (Till 07 November, 2022)	Director
Bhavesbhai Vinodbhai Patel	Director
CA Amarendra Kumar Gupta (Till 09 June, 2022)	Chief Financial Officer
CA Mehul Shah (From 10 June, 2022)	Chief Financial Officer
Dr. Dhruvi Trivedi	Company Secretary

(iii) Independent Directors

Amrutlal Ishwerlal Patel (Till 23 June, 2021)

Kandrap Gajendra Trivedi (w.e.f. 26 June, 2021)

Indira Nityanandam

Maganlal Prajapati (w.e.f. 26 May, 2021)

Hemendrakumar Chamanlal Shah

Mukesh Mahendrabhai Shah

Dipti Atulbhai Mehta (Till 08 August, 2022)

(iv) Relatives of Key Management Personnel (KMP) and Directors

Asmitaben Bhavesbhai Patel

Bhupendra R Patel

Bharatbhai Parshottamdas Patel

Bhavesbhai Bhogibhai Patel

Girishbhai Manibhai Patel

Hinaben Kamleshbhai Patel

Hirenbhai Sureshbhai Patel

Manilal Valjibhai Patel

Narayanbhai Madhabhai Patel

Rameshbhai Bhikhabhai Patel

Sejalben Vipulbhai Patel

Shaliniben Shaunakbhai Patel

Shaunakbhai Mukeshbhai Patel

Sureshbhai Bhikhabhai Patel

Varshaben Girishbhai Patel

Vinodbhai Lalabhai Patel

Vipulbhai Vinodbhai Patel

(v) Enterprises over which KMP and/or their relatives having significant influence

Affil Vitrified Private Limited

AGL Infrastructure Private Limited

AGL Infrabuilt Private Limited

Asian Institute of Technology

AGL Developers

Amaton Ceramic LLP

Donroy Ceramics LLP

Adicon Ceramica LLP

Ivanta Ceramics LLP

(vii) Post employment benefit plan

Asian Granito India Limited Employees Group Gratuity Fund

(b) Terms and conditions of transactions with related parties

(i) Transaction entered into with related party are made on terms equivalent to those that prevail in arm's length transactions.

(iii) Financial guarantee given to Bank on behalf of subsidiaries carries no charge and are unsecured.



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(c) Transactions with key management personnel

Compensation of key management personnel of the Company.

(₹ in Lakhs)

Particulars	Year Ended 31 March, 2023	Year Ended 31 March, 2022
Kamleshbhai Bhagubhai Patel	63.80	58.56
Mukeshbhai Jivabhai Patel	46.78	44.40
Sureshbhai Jivabhai Patel	45.02	39.12
Bhaveshbhai Vinodbhai Patel	26.60	23.76
Kanubhai Bhikhabhai Patel (Till 07 November, 2022)	14.79	25.05
Bhogibhai Bhikhabhai Patel	20.22	17.16
CA Amarendra Kumar Gupta (Till 09 June, 2022)	8.80	45.23
CA Mehul Shah (From 10 June, 2022)	38.81	-
Dr. Dhruvi Trivedi	13.77	9.50
Total compensation paid to key management personnel	278.59	262.78

The following table summarizes related-party transactions and balances for the year ended as at 31 March, 2023 and 31 March, 2022

(₹ in Lakhs)

Particulars	Associate		KMP and/or their relatives having Significant Influence and others		KMP / Relatives of KMP	
	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22
Purchase of Products	-	-	22,050.80	7,901.51	-	17.89
Sale of Products	-	-	4,776.67	5,495.94	0.48	-
Trade Advance Payment	-	-	6,042.71	-	-	-
Interest Received	-	-	87.46	15.63	-	-
Interest Paid	-	-	59.94	72.00	-	2.25
Interest on Bill Discount	-	-	98.49	-	-	-
Rent Received	-	-	0.21	0.04	-	-
Rent Paid	-	-	18.49	18.49	29.61	11.47
Loan Given	-	-	-	-	2.50	-
Loan Taken	-	-	-	-	198.50	136.74
Loan Recovered	-	-	77.70	43.00	-	-
Loan Repaid	-	-	311.53	1,550.71	249.35	839.85
Reimbursement of (Expense) / Income	-	-	(0.90)	9.70	-	-
Director's Remuneration	-	-	-	-	217.21	208.05
Director Sitting Fee	-	-	-	-	6.10	10.25
Employee Benefit Expense	-	-	-	-	432.86	219.32
Corporate Social Responsibility	-	-	107.93	66.31	-	-
Contribution to Gratuity Fund	-	-	172.00	163.40	-	-
Disinvestment	-	877.50	-	-	-	-
Preferential Share Amount Received	-	-	-	-	-	239.40
Outstanding Balances						
Trade Payable	-	-	1,455.83	3,580.42	-	13.22
Trade Receivable	-	-	5,066.83	2,345.62	0.38	-
Employee benefit Expense	-	-	-	-	5.37	1.76
Deposit	-	-	-	-	6.90	2.76
Loan Given	-	-	1,018.43	1,017.42	-	-
Loan Taken	-	-	199.14	386.37	103.25	228.00



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

(₹ in Lakhs)

Particulars	Associate		KMP and/or their relatives having Significant Influence and others		KMP / Relatives of KMP	
	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22
Transactions During the Period						
Purchase of Material / Finished Goods						
Adicon Ceramica LLP	-	-	4,738.71	-	-	-
Affil Vitrified Private Limited	-	-	10,303.06	7,885.38	-	-
Amaton Ceramic LLP	-	-	858.57	16.13	-	-
Ivanta Ceramics LLP	-	-	6,150.46	-	-	-
Bhaveshbhai Vinodbhai Patel	-	-	-	-	-	5.87
Varshaben Girishbhai Patel	-	-	-	-	-	1.90
Vinodbhai Lalabhai Patel	-	-	-	-	-	1.34
Vipulbhai Vinodbhai Patel	-	-	-	-	-	8.78
	-	-	22,050.80	7,901.51	-	17.89
Sale of Products						
Adicon Ceramica LLP	-	-	67.82	9.30	-	-
Affil Vitrified Private Limited	-	-	4,320.04	5,471.37	-	-
Amaton Ceramic LLP	-	-	386.26	15.10	-	-
Asian Institute of Technology	-	-	0.14	0.17	-	-
Ivanta Ceramics LLP	-	-	1.93	-	-	-
Others	-	-	0.48	-	0.48	-
	-	-	4,776.67	5,495.94	0.48	-
Trade Advance Payment						
Affil Vitrified Private Limited	-	-	1,301.25	-	-	-
Ivanta Ceramics LLP	-	-	4,741.46	-	-	-
	-	-	6,042.71	-	-	-
Interest Received						
Donroy Ceramics LLP	-	-	74.85	-	-	-
Asian Institute of Technology	-	-	6.24	8.87	-	-
AGL Infrastructure Private Limited	-	-	6.37	6.76	-	-
	-	-	87.46	15.63	-	-
Interest Paid						
AGL Infrastructure Private Limited	-	-	10.44	26.14	-	-
Affil Vitrified Private Limited	-	-	49.50	45.86	-	-
Shaunakbhai Mukeshbhai Patel	-	-	-	-	-	2.25
	-	-	59.94	72.00	-	2.25
Interest on Bill Discount						
Adicon Ceramica LLP	-	-	2.25	-	-	-
Affil Vitrified Private Limited	-	-	96.24	-	-	-
	-	-	98.49	-	-	-
Rent Received						
AGL Infrastructure Private Limited	-	-	0.21	0.04	-	-
	-	-	0.21	0.04	-	-
Rent Paid						
AGL Infrastructure Private Limited	-	-	18.49	18.49	-	-
Others	-	-	-	-	29.61	11.47
	-	-	18.49	18.49	29.61	11.47



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

(₹ in Lakhs)

Particulars	Associate		KMP and/or their relatives having Significant Influence and others		KMP / Relatives of KMP	
	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22
Loan Given						
Rameshbhai Bhikhabhai Patel	-	-	-	-	2.50	-
	-	-	-	-	2.50	-
Loan Taken						
Kamleshkumar Bhagubhai Patel	-	-	-	-	-	50.00
Kamleshbhai Patel	-	-	-	-	60.00	-
Mukesh J Patel	-	-	-	-	40.00	-
Girishbhai Manibhai Patel	-	-	-	-	-	70.00
Vipulbhai Vinodbhai Patel	-	-	-	-	98.50	16.74
	-	-	-	-	198.50	136.74
Loan Recovered						
Asian Institute of Technology	-	-	68.00	30.00	-	-
AGL Infrastructure Private Limited	-	-	9.70	13.00	-	-
	-	-	77.70	43.00	-	-
Loan Repaid						
Bharatbhai Parshottamdas Patel	-	-	-	-	50.00	170.00
Kamleshkumar Bhagubhai Patel	-	-	-	-	60.00	50.00
Mukeshbhai Jivabhai Patel	-	-	-	-	40.00	25.00
Shaunakkumar Mukeshkumar Patel	-	-	-	-	-	120.00
Affil Vitrified Private Limited	-	-	-	973.64	-	-
AGL Infrastructure Private Limited	-	-	311.53	577.07	-	-
Bhupendra R Patel	-	-	-	-	-	20.00
Girishbhai Manibhai Patel	-	-	-	-	-	115.00
Vipulbhai Vinodbhai Patel	-	-	-	-	99.35	339.85
	-	-	311.53	1,550.71	249.35	839.85
Reimbursement of (Expense) / Income						
Adicon Ceramica LLP	-	-	(2.15)	-	-	-
Affil Vitrified Private Limited	-	-	0.01	9.70	-	-
AGL Infrabuilt Private Limited	-	-	0.01	-	-	-
Asian Institute of Technology	-	-	1.23	-	-	-
	-	-	(0.90)	9.70	-	-
Director's Remuneration						
Kamleshbhai Bhagubhai Patel	-	-	-	-	63.80	58.56
Mukeshbhai Jivabhai Patel	-	-	-	-	46.78	44.40
Sureshbhai Jivabhai Patel	-	-	-	-	45.02	39.12
Bhavesbhai Vinodbhai Patel	-	-	-	-	26.60	23.76
Kanubhai Bhikhabhai Patel	-	-	-	-	14.79	25.05
Bhogibhai Bhikhabhai Patel	-	-	-	-	20.22	17.16
	-	-	-	-	217.21	208.05
Director Sitting Fee						
Amrutlal Ishwerlal Patel	-	-	-	-	-	0.10
Maganbhai Prajapti	-	-	-	-	1.10	1.40
Indira Nityanandam	-	-	-	-	0.40	0.50
Hemendrakumar Chamanlal Shah	-	-	-	-	1.50	2.35
Dipti Atulbhai Mehta	-	-	-	-	0.75	2.25
Kandarp Gajendra Trivedi	-	-	-	-	1.35	1.40
	-	-	-	-	6.10	10.25



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

(₹ in Lakhs)

Particulars	Associate		KMP and/or their relatives having Significant Influence and others		KMP / Relatives of KMP	
	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22
Employee Benefit Expense						
Others	-	-	-	-	432.86	219.32
	-	-	-	-	432.86	219.32
Corporate Social Responsibility						
Asian Institute of Technology	-	-	107.93	66.31	-	-
	-	-	107.93	66.31	-	-
Contribution to Gratuity Fund						
Asian Granito India Limited Employees Group Gratuity Fund	-	-	172.00	163.40	-	-
	-	-	172.00	163.40	-	-
Disinvestment						
Astron Paper and Board Mill Limited	-	877.50	-	-	-	-
	-	877.50	-	-	-	-
Preferential Share Amount Received						
Others	-	-	-	-	-	239.40
	-	-	-	-	-	239.40
Balances as at year end						
Trade Payable						
Adicon Ceramica LLP	-	-	1,488.35	-	-	-
Amaton Ceramic LLP	-	-	-	19.03	-	-
Ivanta Ceramics LLP	-	-	(329.09)	1,181.39	-	-
Affil Vitrified Private Limited	-	-	296.57	2,380.00	-	-
Vinodbhai L Patel	-	-	-	-	-	13.22
	-	-	1,455.83	3,580.42	-	13.22
Trade Receivable						
Affil Vitrified Private Limited	-	-	815.65	2,319.40	-	-
Amaton Ceramic LLP	-	-	-	17.82	-	-
Adicon Ceramica LLP	-	-	73.33	8.20	-	-
Ivanta Ceramics LLP	-	-	4,177.69	-	-	-
Asian Institute of Technology	-	-	0.16	0.20	-	-
Others	-	-	-	-	0.38	-
	-	-	5,066.83	2,345.62	0.38	-
Employee benefit Expense						
Others	-	-	-	-	5.37	1.76
	-	-	-	-	5.37	1.76
Deposit						
Shaliniben Shaunak Patel	-	-	-	-	1.38	1.38
Sejalben Vipulbhai Patel	-	-	-	-	1.38	-
Hinaben Kamleshbhai Patel	-	-	-	-	1.38	1.38
Narayanbhai Madhabhai Patel	-	-	-	-	1.38	-
Manilal Valjibhai Patel	-	-	-	-	1.38	-
	-	-	-	-	6.90	2.76



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

(₹ in Lakhs)

Particulars	Associate		KMP and/or their relatives having Significant Influence and others		KMP / Relatives of KMP	
	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22
Loan Given						
Donroy Ceramics LLP	-	-	947.98	880.61	-	-
Asian Institute of Technology	-	-	19.80	82.19	-	-
AGL Infrastructure Private Limited	-	-	50.65	54.62	-	-
	-	-	1,018.43	1,017.42	-	-
Loan Taken						
AGL Infrabuild Private Limited	-	-	74.84	74.84	-	-
AGL Infrastructure Private Limited	-	-	-	311.53	-	-
Bhupendra R Patel	-	-	124.30	-	-	123.90
Girishbhai Manibhai Patel	-	-	-	-	103.25	103.25
Vipulbhai Vinodbhai Patel	-	-	-	-	-	0.85
	-	-	199.14	386.37	103.25	228.00

39 Contingent Liabilities and Commitments

I. Contingent liabilities

(₹ in Lakhs)

Particulars	As at 31 March, 2023	As at 31 March, 2022
(a) Claims against the Company not acknowledged as debts comprise of		
i) In respect of Pending Income Tax Demands	2,902.45	3,141.18
ii) In respect of Pending Sales Tax Demands	3,666.40	4,278.70
iii) In respect of Pending Excise Duty claim by DGCEI	2,241.04	2,241.04
iv) In respect of Pending Consumer/Legal Cases	46.09	70.05
v) Others	114.23	114.23
(b) Bank guarantees for Performance, Earnest Money & Security Deposits	3,520.97	3,394.33
(c) Corporate Guarantee Given on behalf of subsidiaries	16,929.01	15,303.72
Total	29,420.19	28,543.25

II. Commitments

(₹ in Lakhs)

Particulars	As at 31 March, 2023	As at 31 March, 2022
Letter of Credit Opened with Banks	60.86	1,535.92
Total	60.86	1,535.92

The above matters are currently being considered by the tax authorities with various forums and the Group expects the judgement will be in its favour and has therefore, not recognised the provision in relation to these claims. Future cash outflow in respect of above will be determined only on receipt of judgement & decision pending with tax authorities at various forums. The potential undiscounted amount of total payments for taxes that the Group may be required to make if there was an adverse decision related to these disputed demands on regulators as of the date reporting period ends are as stated above.



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

- 40** The Group has not received full information from vendors regarding their status under Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act); disclosure relating to amount unpaid at year end together with interest paid/payable have been given based on the information so far available with the Group/identified by the Group management:

(₹ in Lakhs)

Particulars	As at 31 March, 2023	As at 31 March, 2022
1 the principal amount and the interest due thereon remaining unpaid to any supplier at the end of the year	112.78	161.66
2 the amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
3 the amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	-	-
4 the amount of interest accrued and remaining unpaid at the end of the year	2.96	1.57
5 the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-

41 Leases

A. Operating lease commitments - Company as lessee

The Group's lease asset classes primarily consist of leases for Office & Other Building. The Group recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The The Group has elected not to apply the requirements of Ind AS 116 Leases to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term.



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

Following are the changes in the carrying value of right of use assets for the year ended 31 March, 2023 and 31 March, 2022

Particulars	(₹ in Lakhs)	
	As at 31 March, 2023	As at 31 March, 2022
Right of Use Assets (Refer Note 3)	1,008.77	893.02
Total	1,008.77	893.02

The following is the movement in lease liabilities during the year ended 31 March, 2023 and 31 March, 2022

Particulars	(₹ in Lakhs)	
	As at 31 March, 2023	As at 31 March, 2022
(i) Recognition on adoption of Ind AS 116	-	-
(ii) Opening Lease Liabilities	1,023.72	892.34
(iii) Additions during the year	526.24	444.79
(iv) Finance cost accrued during the year	95.05	95.99
(v) Payment of lease liabilities	(419.52)	(338.78)
(vi) Rent concession on Lease Rentals	-	(11.02)
(vii) Sale of Lease Liabilities	(62.19)	(59.59)
Total	1,163.30	1,023.73

The following is the break-up of current and non-current lease liabilities as at 31 March, 2023 and 31 March, 2022

Particulars	(₹ in Lakhs)	
	As at 31 March, 2023	As at 31 March, 2022
(Measured at amortised cost, Refer Note 32)		
(i) Non-current lease liabilities	843.52	799.74
(ii) Current lease liabilities	319.78	223.99
Total	1,163.30	1,023.73

The table below provides details regarding the contractual maturities of lease liabilities as at 31 March, 2023 and 31 March, 2022 on discounted basis

Particulars	(₹ in Lakhs)	
	As at 31 March, 2023	As at 31 March, 2022
(i) Not later than a year	317.38	268.49
(ii) Later than a year but not later than five years	590.68	606.97
(iii) More than five years	255.24	148.27

The following impact have been given in profit and loss of Ind AS 116 - Leases

Changes [Increase / (decrease)]	(₹ in Lakhs)	
	Year Ended 31 March, 2023	Year Ended 31 March, 2022
(i) Depreciation and Amortisation	351.92	293.97
(ii) Finance Cost (Net)	98.42	97.67
(iii) Lease Rent Cost	(419.53)	(338.78)
(iv) Ind As 116 Lease Concession	-	11.02
(v) Profit / (Loss) on Sale of Lease Asset	0.71	6.98
Profit before tax	31.52	70.86



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

B. Operating lease commitments - Company as lessor

The Group has given various premises under operating lease or leave and license Agreements. These are generally cancellable, having a term between 11 months and 3 years and have no specific obligation for renewal.

42 Segment Information

The Group has only one reportable segment viz, Tiles & Marbles as per Ind As 108 - Operating Segment.

Entity Wide Disclosure

(₹ in Lakhs)

Particulars	As at	As at
	31 March, 2023	31 March, 2022
Non-Current Operating Assets:		
In India	78,904.99	54,783.64
Outside India	-	-
Total	78,904.99	54,783.64

Geographic Information

(₹ in Lakhs)

Particulars	As at	As at
	31 March, 2023	31 March, 2022
Revenue from external customers:		
In India	1,32,584.12	1,35,827.12
Outside India	22,608.50	20,195.40
Total	1,55,192.62	1,56,022.52

43 Disclosure of Significant Interest in Subsidiaries as per Ind AS 27

Sr. No.	Name of Entities	Relationship	Places of Business	Ownership as at	
				31 March, 2023	31 March, 2022
1	AGL Industries Limited	Subsidiary	India	100.00%	100.00%
2	Amazoone Ceramics Limited	Subsidiary	India	97.82%	97.77%
3	AGL Global Trade Private Limited	Subsidiary	India	-	100.00%
4	Powergrace Industries Limited	Step Subsidiary	India	100.00%	100.00%
5	Gresart Ceramica Private Limited	Step Subsidiary	India	61.00%	61.00%
6	Crystal Ceramic Industries Private Limited	Subsidiary	India	70.00%	70.00%
7	AGL Surfaces Private Limited	Subsidiary	India	100.00%	100.00%
8	AGL Sanitaryware Private limited	Subsidiary	India	100.00%	100.00%
9	Future Ceramic Private limited	Subsidiary	India	100.00%	100.00%

- 44** The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified. The Group will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.
- 45** The Holding Company has incorporated Wholly owned subsidiary namely Affil Ceramics Limited, Adicon Ceramics Limited, Crystal Vitrified Limited and Ivanta Ceramic Limited on 23 March, 2023, 24 March, 2023, 23 March, 2023 and 23 March, 2023 respectively having its paid-up equity share capital of 10,000 equity shares of ₹ 10 each.
- 46** The Income Tax department had carried out a search operation at Holding company's business premises on 26 May, 2022. The holding company had extended full co-operation to the income tax officials during the search and provided all the information sought by them. The holding company had made necessary disclosure to the stock exchanges in this regard on 31 May, 2022, in accordance with regulation 30 of the SEBI (LODR) regulation, 2015 (as amended). As on the date of issuance of these financial statement, the holding company has not received any communication for any demand from the income tax department.



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

47 In the opinion of Board of Directors

- (a) Current assets, non-current loans and advances are realizable in the ordinary course of business, at the value at which they are stated.
- (b) The provision for all known liabilities are adequate and not in excess of the amount reasonably necessary.

48 Balance of Trade receivables, Trade payables, loans and advances are subject to confirmation from the respective parties.

49 The figures pertaining to previous periods have been regrouped and restated wherever necessary, to make them comparable.

50 Relationship with Struck off Companies

Details of transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956 are as follow:

Name of struck off Company	Nature of transactions with struck-off Company	Balance outstanding as at 31 March, 2023	Relationship with the Struck off company, if any, to be disclosed	Balance outstanding as at 31 March 2022	Relationship with the Struck off company, if any, to be disclosed
Raag corporation private limited	Trade Receivables	4.20	-	-	-
Unitedindia tiles sanitary private limited	Trade Receivables	3.93	-	-	-
Sealand international merchants private limited	Trade Receivables	5.93	-	-	-
B.G.Shirke Construction Technology Pvt. Ltd	Trade Receivables	-	-	14.75	-
In-Art Projects India (P) Ltd.	Trade Receivables	-	-	4.09	-
Visva Tiles and Bath Fittings Pvt Ltd.	Trade Receivables	5.54	-	5.64	-

51 Other Statutory Information

- (i) The Group have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (ii) The Group have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - a. 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
 - b. provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (iii) The Group have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
 - a. 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
 - b. provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (iv) The Group have not any such transaction which is 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 surveyor any other relevant provisions of the Income Tax Act, 1961).



Notes to the Consolidated Financial Statements

for the Year Ended 31 March, 2023

52 Additional information as required by Paragraph 2 of the general Instructions for Preparation of Consolidated Financial Statements to Schedule III to the Companies Act, 2013

(₹ in Lakhs)

Particulars	Net Assets		Share of Profit & Loss		Share of Other Comprehensive Income		Share in Total Comprehensive Income	
	% of Consolidated Net Assets	₹	% of Consolidated Profit & Loss	₹	% of Consolidated Other Comprehensive Income	₹	% of Consolidated Total Comprehensive Income	₹
Parent								
Asian Granito India Limited	95.59%	1,22,098.86	30.34%	(2,636.82)	345.49%	(36.83)	30.73%	(2,673.65)
Subsidiaries								
Amazoone Ceramics Limited	4.86%	6,206.82	9.84%	(855.24)	-24.10%	2.57	9.80%	(852.67)
AGL Industries Limited	0.30%	388.02	-0.15%	12.85	-	-	-0.15%	12.85
Crystal Ceramics Industries Limited	4.05%	5,176.71	49.08%	(4,264.99)	-218.85%	23.33	48.75%	(4,241.66)
AGL Global Trade Private Limited	0.00%	0.00	0.00%	0.00	-	-	0.00%	0.00
AGL Surfaces Private Limited	-0.03%	(34.72)	0.39%	(34.10)	-	-	0.39%	(34.10)
AGL Sanitaryware Private limited	-0.01%	(10.24)	0.11%	(9.85)	-	-	0.11%	(9.85)
Future Ceramic Private limited	-0.02%	(31.46)	0.36%	(31.11)	-	-	0.36%	(31.11)
Step Subsidiaries								
Powergrace Industries Limited	0.59%	751.21	-1.99%	173.32	-2.53%	0.27	-2.00%	173.59
Gresart Ceramica Private Limited	0.94%	1,197.92	3.47%	(301.44)	-	-	3.46%	(301.44)
Inter Company Eliminations	-6.27%	(8008.14)	8.55%	(743.20)	-	-	8.54%	(743.20)

As per our report of even date attached

For **R R S & Associates**

Chartered Accountants
ICAI Firm Reg. No.-118336W

Rajesh Shah

Partner
Membership No.- 034549

Place: Ahmedabad

Date: 24 May, 2023

For and on behalf of the Board of Directors

Kamleshkumar B. Patel

Chairman and Managing Director
DIN: 00229700

CA Mehul Shah

Chief Financial Officer
Membership No.- 107359

Place: Ahmedabad

Date: 24 May, 2023

Mukeshbhai J. Patel

Managing Director
DIN: 00406744

Dr. Dhruti Trivedi

Company Secretary
Membership No.-A31842



NOTICE

NOTICE IS HEREBY GIVEN THAT THE TWENTY EIGHTH (28TH) ANNUAL GENERAL MEETING OF THE MEMBERS OF **ASIAN GRANITO INDIA LIMITED** will be held on Wednesday, 20 September, 2023 at 11:00 a.m. through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) to transact the following businesses:

ORDINARY BUSINESSES:

1. **To receive, consider and adopt the Standalone and Consolidated Financial Statements as at 31 March, 2023 including the Audited Balance Sheet as at 31 March, 2023, the Statement of Profit and Loss for the financial year ended on that date and reports of the Board of Directors and Auditors thereon.**
2. **To appoint a director in place of Mr. Bhaveshkumar Vinodbhai Patel (DIN: 03382527), Director, who retires by rotation and being eligible offers himself for re-appointment.**

SPECIAL BUSINESSES:

3. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution:**

Re-appointment of Mr. Kamleshkumar Bhagubhai Patel (DIN: 00229700) as a Chairman and Managing Director.

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V of the Act and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Articles of Association of the Company and pursuant to Regulation 17(6) of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 and subject to such approvals, permissions and sanctions, if any required, and as approved by the Board of Directors upon recommendation of Nomination and Remuneration Committee, consent of the Company be and is hereby accorded for re-appointment of Mr. Kamleshkumar Bhagubhai Patel (DIN: 00229700) as a Chairman and Managing Director of the Company for a further period of 3 (Three) years with effect from 01 January, 2024 till 31 December, 2026 on the terms and conditions of re-appointment and remuneration as set out hereunder:

A. MONTHLY SALARY:

The Chairman and Managing Director shall be entitled to a salary of ₹ 5,00,000 – ₹ 15,00,000 per month and shall also be entitled to:

- I. Group Medical Claim Policy:
Entitled for individual with corporate benefit.
- II. Personal Accident Insurance:
The Company will take Personal Accident Insurance of Director.
- III. Provident fund and superannuation:
The Company's contribution towards provident fund and the pension's fund will not be included in the computation of ceiling on perquisites to the extent these either singly or put together are not taxable under the Income Tax Act.
- IV. Gratuity shall be paid as per Company's rule and will not be included in the computation of the ceiling on perquisites.
- V. Corporate Mobile Plan.
- VI. The Company shall reimburse actual traveling expenses incurred by the Chairman and Managing Director in connection with the Company's business.

B. Sitting Fees: The Chairman and Managing Director shall not be paid any sitting fees for attending the meetings of the Board of Directors or committee thereof during the tenure of his appointment.

C. Subject to the superintendence, control and direction of the Board as it may from time to time determine, the Chairman and Managing Director shall have substantial powers of the management of the Company and perform all other acts and things which in the ordinary course of business he may consider necessary or proper or in the interest of the Company.

RESOLVED FURTHER THAT the Board of Directors subject to recommendation of the Nomination and Remuneration Committee of the Company be and are hereby authorised to alter and vary such terms of reappointment and remuneration within the limits specified in Schedule V to the Companies Act, 2013.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year of the Company during the term of Mr. Kamleshkumar Bhagubhai Patel,



Chairman and Managing Director, the remuneration set out in the aforesaid resolution of appointment be paid or granted to Mr. Kamleshkumar Bhagubhai Patel, as minimum remuneration provided that the total remuneration by way of salary and other allowances shall not exceed the ceiling provided in Section II of Part II of Schedule V to the said Act or such other amount as may be provided in the said Schedule V as may be amended from time to time or any equivalent statutory re-enactment(s) thereof.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters and steps as may be necessary for obtaining such approvals in relation to the above and to execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of the powers herein vested in the Board to any Committee thereof or to the Managing Director(s) or Chief Financial Officer or Company Secretary, to give effect to the aforesaid resolution."

4. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution:**

Re-appointment of Mr. Mukeshbhai Jivabhai Patel (DIN: 00406744) as a Managing Director.

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V of the Act and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Articles of Association of the Company and pursuant to Regulation 17(6) of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 and subject to such approvals, permissions and sanctions, if any required, and as approved by the Board of Directors upon recommendation of Nomination and Remuneration Committee, consent of the company be and is hereby accorded for re-appointment of Mr. Mukeshbhai Jivabhai Patel (DIN: 00406744) as a Managing Director of the Company for a further period of 3 (Three) years with effect from 01 April, 2024 till 31 March, 2027 on the terms and conditions of re-appointment and remuneration as set out hereunder:

A. MONTHLY SALARY:

The Managing Director shall be entitled to a salary of ₹ 4,00,000 – ₹ 15,00,000 per month and shall also be entitled to:

- I. Group Medical Claim Policy:
Entitled for individual with corporate benefit.
- II. Personal Accident Insurance:
The Company will take Personal Accident Insurance of Director.

- III. Provident fund and superannuation:
The Company's contribution towards provident fund and the pension's fund will not be included in the computation of ceiling on perquisites to the extent these either singly or put together are not taxable under the Income Tax Act.
- IV. Gratuity shall be paid as per Company's rule and will not be included in the computation of the ceiling on perquisites.
- V. Corporate Mobile Plan.
- VI. The Company shall reimburse actual traveling expenses incurred by the Managing Director in connection with the Company's business.

B. Sitting Fees: The Managing Director shall not be paid any sitting fees for attending the meetings of the Board of Directors or committee thereof during the tenure of his appointment.

C. Subject to the superintendence, control and direction of the Board as it may from time to time determine, the Managing Director shall have substantial powers of the management of the Company and perform all other acts and things which in the ordinary course of business he may consider necessary or proper or in the interest of the Company.

RESOLVED FURTHER THAT the Board of Directors subject to recommendation of the Nomination and Remuneration Committee be and are hereby authorised to alter and vary such terms of reappointment and remuneration within the limits specified in Schedule V to the Companies Act, 2013.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year of the Company during the term of Mr. Mukeshbhai Jivabhai Patel, Managing Director, the remuneration set out in the aforesaid resolution of appointment be paid or granted to Mr. Mukeshbhai Jivabhai Patel, as minimum remuneration provided that the total remuneration by way of salary and other allowances shall not exceed the ceiling provided in Section II of Part II of Schedule V to the said Act or such other amount as may be provided in the said Schedule V as may be amended from time to time or any equivalent statutory re-enactment(s) thereof.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters and steps as may be necessary for obtaining such approvals in relation to the above and to execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of the powers herein vested in the Board to any Committee thereof or to the Managing Director(s) or Chief Financial Officer or Company Secretary, to give effect to the aforesaid resolution.



5. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution:**

Appointment of Dr. Yashree Kaushalkumar Dixit (DIN: 07775794) as an Independent Director.

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161 read with Schedule IV and Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions, sections, rules of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to Regulation 17(1)(C) and 25(2)(A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended (“SEBI Listing Regulations”) and pursuant to the provisions of Article of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee of the Company and approval of the Board of Directors of the Company, Dr. Yashree Kaushalkumar Dixit (DIN: 07775794), who was appointed as an Additional Director (Non- Executive Independent) of the Company by the Board of Directors with effect from 12 August, 2023 and who holds office till the date of ensuing Annual General Meeting, who has submitted a declaration that she meets the criteria for independence as provided in 149(6) of the Act and 16(1)(b) of SEBI Listing Regulations and also declared that she has not been debarred from holding the office of director or continuing as a Director of Company by SEBI/ MCA or any other authority, and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, signifying her intention to propose Dr. Yashree Kaushalkumar Dixit as a candidate for the office of a Director of the Company, be and is hereby appointed as an Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five consecutive years with effect from 12 August, 2023 till 11 August, 2028.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters and things as may be necessary for obtaining such approvals in relation to the above and to execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of the powers herein vested in the Board to any Committee thereof or to the Managing Director(s) or Chief Financial Officer or Company Secretary, to give effect to the aforesaid resolution.”

6. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution:**

Re-appointment of Mr. Mukesh Mahendrabhai Shah (DIN: 00084402) as an Independent Directors.

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, read with Schedule IV and Companies (Appointment and Qualification of Directors) Rules,

2014 and other applicable provisions, sections, rules of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to Regulation 25(2A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended (“SEBI Listing Regulations”) Mr. Mukesh Mahendrabhai Shah (DIN: 00084402), who was appointed as an Independent Director of the Company for a term of 5 years upto 13 November, 2023 by the Shareholders of the Company, who is eligible for re-appointment and has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations and also declared that he has not been debarred by SEBI/ MCA or any other authority from holding the office of director or continuing as a Director of the Companies and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of an Independent Director and as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation for a second term of five consecutive years commencing from 14 November, 2023 till 13 November, 2028.

RESOLVED FURTHER THAT pursuant to Regulation 17(1A) of the SEBI Listing Regulations, consent of the Members be and is hereby accorded to the continuation of directorship of Mr. Mukesh Mahendrabhai Shah (DIN: 00084402) after he attains the age of 75 years during his second term, as an Independent Director of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary for obtaining such approvals in relation to the above and to execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of the powers herein vested in the Board to any Committee thereof or to the Managing Director(s) or Chief Financial Officer or Company Secretary, to give effect to the aforesaid resolution.”

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

To approve increase in remuneration of Mr. Vipulbhai Vinodbhai Patel in respect to hold office or place of profit in the Company.

“RESOLVED THAT pursuant to the provisions of section 188(1)(f) of the Companies Act, 2013 read with Companies (Meeting of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re- enactment thereof for the time being in force), and pursuant to recommendation of the Nomination and Remuneration



Committee, Audit Committee and approved by the Board of Directors, the consent of the members be and is hereby accorded to increase the remuneration payable to Mr. Vipulbhai Vinodbhai Patel as Production Head, being related party, to continue to hold an office or place of profit in the Company in the scale from ₹ 2,50,000/- to ₹ 7,00,000/- per month and such other perquisites in accordance with the Company rule as set out hereunder:

MONTHLY SALARY:

Mr. Vipulbhai Vinodbhai Patel, Production Head shall be entitled to a salary of ₹ 2,50,000 – ₹ 7,00,000 per month and shall also be entitled to:

- I. Group Medical Claim Policy:
Entitled for individual with corporate benefit.
- II. Personal Accident Insurance:
The Company will take Personal Accident Insurance of Director.
- III. Provident fund and superannuation:
The Company's contribution towards provident fund and the pension's fund will not be included in the computation of ceiling on perquisites to the extent these either singly or put together are not taxable under the Income Tax Act.
- IV. Gratuity shall be paid as per Company's rule and will not be included in the computation of the ceiling on perquisites.
- V. Corporate Mobile Plan.
- VI. The Company shall reimburse actual traveling expenses incurred by the Chairman and Managing Director in connection with the Company's business.

RESOLVED FURTHER THAT the Board of Directors has the liberty to alter and vary such remuneration in accordance with the provisions of the Companies Act, 2013, to effect change in designation and responsibilities of the persons holding office or place of profit within the above limit approved by the shareholders.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary for obtaining such approvals in relation to the above and to execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of the powers herein vested in the Board to Committee thereof or to the Managing Director(s) or Chief Financial Officer or Company Secretary, to give effect to the aforesaid resolution."

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

To approve increase in remuneration of Dr. Bhagubhai Punjabhai Patel in respect to hold office or place of profit in the Company.

"RESOLVED THAT pursuant to the provisions of section 188(1)(f) of the Companies Act, 2013 read with Companies (Meeting of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re- enactment thereof for the time being in force), and pursuant to recommendation of the Nomination and Remuneration Committee, Audit Committee and approved by the Board of Directors, the consent of the members be and is hereby accorded to increase the remuneration payable to Dr. Bhagubhai Punjabhai Patel as Medical Officer, being related party, to continue to hold an office or place of profit in the Company in the scale from ₹ 2,50,000/- to ₹ 7,00,000/- per month and such other perquisites in accordance with the Company rule as set out hereunder:

MONTHLY SALARY:

Dr. Bhagubhai Punjabhai Patel, Medical Officer shall be entitled to a salary of ₹ 2,50,000 – ₹ 7,00,000 per month and shall also be entitled to:

- I. Group Medical Claim Policy:
Entitled for individual with corporate benefit.
- II. Personal Accident Insurance:
The Company will take Personal Accident Insurance of Director.
- III. Provident fund and superannuation:
The Company's contribution towards provident fund and the pension's fund will not be included in the computation of ceiling on perquisites to the extent these either singly or put together are not taxable under the Income Tax Act.
- IV. Gratuity shall be paid as per Company's rule and will not be included in the computation of the ceiling on perquisites.
- V. Corporate Mobile Plan.
- VI. The Company shall reimburse actual traveling expenses incurred by the Chairman and Managing Director in connection with the Company's business.

RESOLVED FURTHER THAT the Board of Directors has the liberty to alter and vary such remuneration in accordance with the provisions of the Companies Act, 2013, to effect change in designation and responsibilities of the persons holding office or place of profit within the above limit approved by the shareholders.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary for obtaining such approvals in relation to the above and to



execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of the powers herein vested in the Board to Committee thereof or to the Managing Director(s) or Chief Financial Officer or Company Secretary, to give effect to the aforesaid resolution.”

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

To approve increase in remuneration of Mr. Shaunakkumar Mukeshbhai Patel in respect to hold office or place of profit in the Company.

“**RESOLVED THAT** pursuant to the provisions of section 188(1)(f) of the Companies Act, 2013 read with Companies (Meeting of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re- enactment thereof for the time being in force), and pursuant to recommendation of the Nomination and Remuneration Committee, Audit Committee and approved by the Board of Directors, the consent of the members be and is hereby accorded to increase the remuneration payable to Mr. Shaunakkumar Mukeshbhai Patel as Marketing Head, being related party, to continue to hold an office or place of profit in the Company in the scale from ₹ 2,50,000/- to ₹ 7,00,000/- per month and such other perquisites in accordance with the Company rule as set out hereunder:

MONTHLY SALARY:

Mr. Shaunakkumar Mukeshbhai Patel, Marketing Head shall be entitled to a salary of ₹ 2,50,000 – ₹ 7,00,000 per month and shall also be entitled to:

- I. Group Medical Claim Policy:
Entitled for individual with corporate benefit.
- II. Personal Accident Insurance:
The Company will take Personal Accident Insurance of Director.
- III. Provident fund and superannuation:
The Company's contribution towards provident fund and the pension's fund will not be included in the computation of ceiling on perquisites to the extent these either singly or put together are not taxable under the Income Tax Act.
- IV. Gratuity shall be paid as per Company's rule and will not be included in the computation of the ceiling on perquisites.
- V. Corporate Mobile Plan.
- VI. The Company shall reimburse actual traveling expenses incurred by the Chairman and Managing Director in connection with the Company's business.

RESOLVED FURTHER THAT the Board of Directors has the liberty to alter and vary such remuneration in accordance with the provisions of the Companies Act, 2013, to effect change in designation and responsibilities of the persons holding office or place of profit within the above limit approved by the shareholders.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary for obtaining such approvals in relation to the above and to execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of the powers herein vested in the Board to Committee thereof or to the Managing Director(s) or Chief Financial Officer or Company Secretary, to give effect to the aforesaid resolution.”

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

To approve increase in remuneration of Mr. Hiren Sureshbhai Patel in respect to hold office or place of profit in the Company.

“**RESOLVED THAT** pursuant to the provisions of section 188(1)(f) of the Companies Act, 2013 read with Companies (Meeting of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re- enactment thereof for the time being in force), and pursuant to recommendation of the Nomination and Remuneration Committee, Audit Committee and approved by the Board of Directors, the consent of the members be and is hereby accorded to increase the remuneration payable to Mr. Hiren Sureshbhai Patel as Sales Head, being related party, to continue to hold an office or place of profit in the Company in the scale from ₹ 2,50,000/- to ₹ 7,00,000/- per month and such other perquisites in accordance with the Company rule as set out hereunder:

MONTHLY SALARY:

Mr. Hiren Sureshbhai Patel, Sales Head shall be entitled to a salary of ₹ 2,50,000 – ₹ 7,00,000 per month and shall also be entitled to:

- I. Group Medical Claim Policy:
Entitled for individual with corporate benefit.
- II. Personal Accident Insurance:
The Company will take Personal Accident Insurance of Director.
- III. Provident fund and superannuation:
The Company's contribution towards provident fund and the pension's fund will not be included in the computation of ceiling on perquisites to the extent these either singly or put together are not taxable under the Income Tax Act.



- IV. Gratuity shall be paid as per Company's rule and will not be included in the computation of the ceiling on perquisites.
- V. Corporate Mobile Plan.
- VI. The Company shall reimburse actual traveling expenses incurred by the Chairman and Managing Director in connection with the Company's business.

RESOLVED FURTHER THAT the Board of Directors has the liberty to alter and vary such remuneration in accordance with the provisions of the Companies Act, 2013, to effect change in designation and responsibilities of the persons holding office or place of profit within the above limit approved by the shareholders.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary for obtaining such approvals in relation to the above and to execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of the powers herein vested in the Board to Committee thereof or to the Managing Director(s) or Chief Financial Officer or Company Secretary, to give effect to the aforesaid resolution."

11. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution:**

Approval of 'Asian Granito - Employee Stock Option Plan - 2023' ("ESOP PLAN 2023").

"RESOLVED THAT pursuant to the applicable provisions, if any, of the Companies Act, the Memorandum and Articles of Association of the Company, and subject to such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, the consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as **"the Board"** which term shall be deemed to include any Committee, which the Board may constitute to exercise its powers, including the powers, conferred by this resolution), to create, offer, issue and allot at any time to or benefit of such person(s) who are in permanent employment of the Company, whether working in India or out of India, including any Director of the Company, whether whole time or otherwise, options exercisable into not more than 25,00,000 (Twenty Five lacs only) equity shares of face value ₹ 10 each of the Company, under 'Asian Granito - Employee Stock Option Plan 2023' (**"ESOP Plan 2023"**), in one or more tranches, and on such terms and conditions as may be fixed or determined by the Board in accordance with the provisions of the law or guidelines issued by the relevant Authority.

RESOLVED FURTHER THAT in case of any corporate action(s) such as rights issues, bonus issues, merger and sale of division and others, for the purpose of making a fair and reasonable adjustment, the number of options to be granted and / or the exercise price payable under the ESOP Plan 2023 shall be appropriately adjusted, without affecting any other rights or obligations under the Schemes.

RESOLVED FURTHER THAT the Board be and is hereby authorised to issue and allot Equity shares upon exercise of options from time to time in accordance with the employee stock option Schemes and such Equity shares shall rank pari passu in all respects with the then existing Equity Shares of the Company.

RESOLVED FURTHER THAT in case the equity shares of the Company are either sub-divided or consolidated, then the number of shares to be allotted and the price of acquisition payable by the option grantees under the Schemes shall automatically stand augmented or reduced, as the case may be, in the same proportion as the present face value of ₹ 10 per equity share bears to the revised face value of the equity shares of the Company after such sub-division or consolidation, without affecting any other rights or obligations of the said option grantees.

RESOLVED FURTHER THAT the Board be and is hereby authorized to make modifications, changes, variations, alterations or revisions in the said schemes as it may deem fit, from time to time in its sole and absolute discretion in conformity with the provisions of the Companies Act, the Memorandum and Articles of Association of the Company and any other applicable laws.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matter and things as it may at its absolute discretion, deem necessary including authorizing the Board to appoint Advisors, Consultants or Representatives, being incidental to the effective implementation and administration of ESOP Plan 2023 or desirable for issue, offer, allocate, allot and utilize proceeds and to make modifications, changes, variations, alterations, revisions in the terms and conditions of the Plan in accordance with any regulations or guidelines that may be issued from time to time by the appropriate authority unless such variation(s) modification(s) or alteration(s) is detrimental to the interest of Eligible Employees including but not limited to amendments with respect to the vesting period, number of options, exercise price, exercise period, eligibility criteria or to suspend, withdraw, terminate or revise the plan without any form of further reference, confirmation, approvals or sanctions from Members of the Company, to the extent permissible by SEBI Regulations and other relevant regulations in force, Companies Act 2013 (including any modifications, amendment and re-enactment thereof) the Memorandum and Articles of Association of the Company and any other applicable laws.



RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution the Board be and is hereby authorized on behalf of the Company to do all such acts, deeds, matters and things, as it may in its absolute discretion, deem necessary, expedient, proper or desirable for such purpose and with the power on behalf of Company to settle all questions, difficulties, doubts that may arise in this regard at any stage including at the time of Listing of Securities without being required to seek any further consent or approval of members of the company.

RESOLVED FURTHER THAT the Company shall conform to the accounting policies prescribed from time to time under the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ('SEBI SBEB Regulations') and any other applicable laws and regulations to the extent relevant and applicable to the ESOP Plan 2023."

12. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution:**

Approval of Employee Stock Option Plan - 2023 for the Eligible Employees of the Subsidiary Company(ies) of the Company.

"RESOLVED THAT pursuant to the applicable provisions, if any, of the Companies Act, the Memorandum and Articles of Association of the Company and subject to such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may

be prescribed or imposed while granting such approvals, permissions and sanctions, the consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as **"the Board"** which term shall be deemed to include any Committee, which the Board may constitute to exercise its powers, including the powers, conferred by this resolution) to extend the benefits of 'Asian Granito - Employee Stock Option Plan 2023' (**"ESOP Plan 2023"**) of the Company as proposed in the Resolution No. 11 in this Notice to such person(s) who are in permanent employment, whether working in India or out of India, including any Director, whether whole time or otherwise, of any present or future Subsidiary Company(ies) of the Company, on such terms and conditions as may be fixed or determined by the Board in accordance with the provisions of the law or guidelines issued by the relevant Authority."

By **Order of the Board of Directors**
For **Asian Granito India Limited**

Dhruvi Trivedi
Company Secretary
Membership No. A31842

202, Dev Arc, Opp. Iskon Temple,
S.G Highway
Ahmedabad – 380 015

Date: 12 August, 2023
Place: Ahmedabad



NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the Item No. 3 to 12 set out above is annexed hereto.
2. The Ministry of Corporate Affairs ("MCA") has vide its circular no. 20/2020 dated 05 May, 2020 read with circular nos. 14/2020 and 17/2020 dated 08 April, 2020 and 13 April, 2020 respectively (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. MCA had vide circular no. 10/2022 dated 28 December, 2022 has allowed the Companies whose AGM are due to be held in the year 2023, to conduct their AGMs on or before 30 September, 2023 in accordance with the requirement provided in this Circular. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the 28th AGM of the Company is being held through VC / OAVM. Hence, Members can attend and participate in the 28th AGM through VC/OAVM. The detailed procedure for participation in the meeting through VC/OAVM is annexed hereto.
3. In accordance with the MCA Circulars, provisions of the Act and SEBI Listing Regulations, the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
4. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself/herself and the proxy need not be a member of the Company. Since this AGM is being held through VC / OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed hereto. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through electronic voting ("e-voting").
5. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. All the members of the Company are encouraged to attend and vote at the AGM through VC/OVAM.
6. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
7. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulations (as amended), and pursuant to the MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as voting on the day of the AGM will be provided by NSDL. Members of the Company holding shares as on the cut-off date i.e. Wednesday, 13 September, 2023 may cast their vote either by remote e-voting or e-voting system as on date of AGM. A person who is not a member as on the cut-off date should treat this Notice for information purpose only.
8. In compliance with the MCA and SEBI Master Circulars no. SEBI/HO/CFD/CMD1/CIR1/CIR/P/2020/79 dated 12 May, 2020, SEBI Circular no. SEBI/HO/CFD/PoD-2/P/ CIR/2023/4 dated 05 January, 2023 and SEBI/HO/CFD/ PoD2/CIR/P/2023/120 dated 11 July, 2023, Notice of the 28th AGM along with the Annual Report 2022-23 is being sent through electronic mode only to those Members whose e-mail id is registered with the Company's Registrar and Share Transfer Agent ("RTA") / Depository Participants ("DPs") as on Friday, 18 August, 2023. Members may note that the Notice of AGM and the Annual Report of the Company for the financial year 2022-23 is uploaded on the Company's website www.aglasiangranito.com and may be accessed by the members and will also be available on the website of the stock exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The Notice of the AGM is also available on <https://www.evoting.nsdl.com>. Members who have not registered their e-mail id are requested to register the same with the Company / Registrar and Share Transfer Agent ("RTA") / respective DPs. This may be treated as an advance opportunity in terms of proviso to Rule 18(3)(i) of the Companies (Management and Administration) Rules, 2014.
9. Body Corporates whose Authorised Representatives are intending to attend the Meeting through VC/OAVM are requested to send to the Company by an e-mail, a certified copy of the Board Resolution/Authority letter authorising their representative to attend and vote on their behalf at the Meeting through e-voting at cs@aglasiangranito.com.
10. Only bonafide members of the Company whose names appear on the Register of Members as on Wednesday, 13 September, 2023 being cut-off date will be permitted to attend the Meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the AGM.
11. As per the provision of Section 72 of the Act, the facility for making Nomination is available for the members in respect of their shareholding in the Company either in single or



with joint names. The members are requested to submit the complete and signed form SH-13 with their Depository Participant (DP) who holds the shares in dematerialized form and those who are holding physical shares shall send the same to the Registrar and Share Transfer Agent – Link Intime India Private Limited (the 'RTA'). If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he / she may submit the same in Form No. ISR-3 or Form No. SH-14, as the case may be. The said forms are available on the Company's website www.aglasiangranito.com.

Members are requested to submit the said details to their respective DPs, in case the shares are held by them in dematerialised form and to the Company / RTA in case the shares are held by them in physical form.

12. Members holding shares in physical form are requested to notify/send the following to the RTA of the Company:
- Any change in their mailing address;
 - Particulars of their bank account, PAN no. & e-mail ids in case the same have not been sent earlier;
 - Members who hold shares in physical form in multiple folios in identical names are requested to send the share certificate for consolidation into single folio.

Further, please note that Members holding equity shares in electronic form are requested to contact to their DP with whom they are maintaining the demat accounts for updation in address, PAN no., e-mail IDs, Bank details, Bank mandate, ECS mandate, etc.

13. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or arrangements in which Directors are interested under Section 189 of the Act and all the relevant documents referred to in this Notice will be available for inspection electronically to the Members during the AGM. Members seeking to inspect such documents can send the e-mail id to cs@aglasiangranito.com by mentioning the details of Folio No. / Client ID - DP ID wherein the shares of the Company are held by the Member(s).
14. Members wishing to claim dividends, which remain unclaimed, are requested to correspond with the Company's Registrars and Transfer Agent (RTA). In case any unclaimed Dividend Warrant is lying with any member, the same should be forwarded to RTA for revalidation.

Members are requested to note that dividends not encashed or claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will, as per Section 124 of the Companies Act, 2013 read with applicable IEPF rules, be transferred to the Investor Education and Protection Fund (IEPF).

Further, provisions of Section 124 of the Companies Act, 2013 read with Rule 6 of IEPF Rules as amended, inter alia, mandates the Company to transfer all such shares, in respect of which dividend have not been paid or claimed for seven consecutive years or more, to the demat account of IEPF Authority.

During the year 2022-23, the Company has transferred 792 equity shares to the demat account of IEPF Authority.

Unclaimed dividend information is available on the website of IEPF viz. www.iepf.gov.in and also on the Company's website www.aglasiangranito.com.

15. SEBI has mandated the submission of PAN (duly linked with Aadhar), KYC details and nomination by holders of physical securities by 30 September, 2023 vide its circular no. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated 16 March, 2023. Members are requested to submit their PAN, KYC and nomination details to the Company's RTA. The forms for updating the same are available at Company's website www.aglasiangranito.com.

Members holding shares in electronic form are requested to submit their PAN to their depository participant(s).

The Company has sent individual letters to all the members holding shares of the Company in physical form for furnishing their PAN, KYC and Nomination details.

In case a holder of physical securities fails to furnish these details or link their PAN with Aadhaar before the due date, our RTA is obligated to freeze such folios. The securities in the frozen folios shall be eligible to receive payments (including dividend) and lodge grievances only after furnishing the complete documents. If the securities continue to remain frozen as on 31 December, 2025, the RTA / the Company shall refer such securities to the administering authority under the Benami Transactions (Prohibitions) Act, 1988, and / or the Prevention of Money Laundering Act, 2002.

16. Members holding shares in dematerialized mode are requested to register complete bank account details with the Depository Participants and members holding shares in physical mode are requested to send a duly signed request letter to RTA mentioning the name, Folio no, bank details, self-attested copy of PAN Card and original cancelled cheque leaf along with Form ISR-1. In case of absence of name of the first shareholder on the original cancelled cheque, bank attested copy of first page of the bank passbook / statement of accounts in original along with Original cancelled cheque. Format of the Form ISR-1 and other required details are available on the Company's website www.aglasiangranito.com.



17. Regulation 40 of the SEBI Listing Regulations, as amended, mandates that requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form. Members holding the shares in physical form are requested to dematerialize their holdings at the earliest as it will not be possible to transfer shares held in physical mode.

Further SEBI vide its circular no. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25 January 2022, has mandated that listed companies shall issue the securities in dematerialized form only, in order to enhance ease of dealing in securities markets by investors, for transactions including Issue of duplicate securities certificate, claim from unclaimed suspense account, renewal / exchange of securities certificate, endorsement, sub-division / splitting of securities certificate, consolidation of securities certificates / folios, transmission and transposition of shares.

Dematerialization would facilitate paperless trading through state-of-the-art technology, quick transfer of corporate benefits to members and avoid inherent problems of bad deliveries, loss in postal transit, theft and mutilation of share certificate and will not attract any stamp duty. It also substantially reduce the risk of fraud. Hence, we request all those members who have still not dematerialized their shares to get their shares dematerialized at the earliest.

18. At the 24th AGM held on 30 September, 2019 the Members approved appointment of R R S & Associates, Chartered Accountants (Firm Registration No.118336W) as Statutory Auditors of the Company to hold office for a period of five years from the conclusion of that AGM till the conclusion of the 29thAGM. The requirement to place the matter relating to appointment of auditors for ratification by Members at every AGM has been done away with the Companies (Amendment) Act, 2017 with effect from 07 May, 2018. Accordingly, no resolution is being proposed for ratification of appointment of statutory auditors at this AGM.

19. Pursuant to Regulation 36 of the SEBI Listing Regulations read with the Secretarial Standard on General Meetings (SS 2), brief resume and other details in respect of Directors seeking appointment/ re-appointment at the AGM has been provided in the explanatory statement to the Notice.

20. Only bonafide members of the Company whose names appear on the Register of Members will be permitted to attend the Meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the AGM.

21. The Company has dedicated E-mail address cs@aglasiangranito.com for members to mail their queries or lodge complaints, if any. We will endeavour to reply to your queries at the earliest.

22. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management

and Administration) Rules, 2014 including amendment thereto and Regulation 44 of the SEBI Listing Regulations, the Company is pleased to provide facility to the members to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting by electronic means and the items of business given in the Notice of the AGM may be transacted through e-voting services. The facility of casting vote through e-voting system from a place other than venue of the AGM ('remote e-voting') will be provided by National Securities Depository Limited ('NSDL').

23. The remote e-voting period commences at 09:00 a.m. IST on Friday, 15 September, 2023 and ends at 5:00 p.m. IST on Tuesday, 19 September, 2023. During this period, members of the Company holding shares either in physical form or in dematerialized form, as on Cut-off date of Wednesday, 13 September, 2023 ('Cut-off date'), may cast their vote by remote e-voting. No remote e-voting shall be allowed beyond the aforesaid date and time and the remote e-voting module shall be disabled for voting upon expiry of the aforesaid period. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

24. The Register of Members and Share Transfer Book of the Company will remain closed from Wednesday, 13 September, 2023 to Wednesday, 20 September, 2023 (both days inclusive) for the purpose of AGM.

25. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on Wednesday, 13 September, 2023. Any person, holding shares in physical form and non-individual shareholders who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. Wednesday, 13 September, 2023, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or ahmedabad@linkintime.co.in. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call on toll free no. 1800 1020 990 and 1800 22 44 30 . In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as on Friday, 18 August, 2023 may follow steps mentioned in the Notice of the AGM under "Access to NSDL e-Voting system".

26. Mr. Rajesh Parekh, Proprietor, Rajesh Parekh & Co., Practicing Company Secretary (Membership No. A8073) has been appointed as the scrutinizer to scrutinize the e-voting process in a fair and transparent manner failing him Ms. Aishwarya Parekh, Partner, RPAP & Co., Practicing



Company Secretary (Membership No. A58980) can carry on the Scrutinising process.

27. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, count the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least 2 witnesses not in employment of the Company. The Scrutinizer shall submit a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, within two working days of conclusion of the 28th AGM to the Chairman of the Company. The Chairman, or any other person authorised by the Chairman, shall declare the result of the voting forthwith. The result declared along with the consolidated Scrutinizer's Report shall be placed on the Company's website <http://www.aglasiangranito.com> and on the website of NSDL immediately after the result is declared by the Chairman and the same shall be simultaneously communicated to the BSE Limited and National Stock Exchange of India Limited.
28. The resolution shall be deemed to be passed on the date of AGM, subject to the receipt of sufficient votes.
29. Voting process and instruction regarding e-voting:

The instructions for shareholders voting electronically are as under:

The remote e-voting period begins on 09:00 a.m. IST on Friday, 15 September, 2023 and ends at 5:00 p.m. IST on Tuesday, 19 September, 2023. During this period, shareholders' of the Company holding shares either in physical form or in dematerialized form, as on the cut-off

date Wednesday, 13 September, 2023 may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Wednesday, 13 September, 2023, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Wednesday, 13 September, 2023.

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

Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

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

Details on Step 1 is mentioned below:





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

In terms of SEBI circular dated 09 December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

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



Type of shareholders	Login Method
	<p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;">NSDL Mobile App is available on</p> <p style="text-align: center;">   </p> <div style="display: flex; justify-content: center; gap: 20px;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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

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

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

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

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

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



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

4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:

a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

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

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

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

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

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

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

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

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

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

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

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

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

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".

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

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

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



6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to info@csrajeshparekh.in with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms. Pallavi Mhatre at evoting@nsdl.co.in.

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@aglasiangranito.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@aglasiangranito.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated 09 December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

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

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.



5. Shareholders who would like to express their views/have questions and register themselves as speaker shareholder may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cs@aglasiangranito.com on or before 15 September, 2023 (5:00 p.m. IST). The same will be replied by the Company suitably.
6. Those shareholders who have registered themselves as speaker shareholder only be allowed to express their views/ask questions during the meeting.

Explanatory Statement in respect of special businesses pursuant to Section 102(1) of the Companies Act, 2013 setting out material facts:

The following Explanatory Statement sets out all material facts relating to the special businesses set out in the accompanying notice of the Annual General Meeting.

Item No. 3:

The term of Mr. Kamleshkumar Bhagubhai Patel (DIN: 00229700) as Chairman and Managing Director of the Company will be completed on 31 December, 2023. The Board of Directors on 12 August, 2023, on recommendation of Nomination and Remuneration Committee, has approved re-appointment of Mr. Kamleshkumar Bhagubhai Patel as a Chairman and Managing Director of the Company for a period of 3 (Three) years with effect from 01 January, 2024 till 31 December, 2026 on the terms and conditions of re-appointment and remuneration as per Schedule V of the Companies Act, 2013.

Mr. Kamleshbhai B. Patel, a Bachelor in Business Administration from Sardar Patel University, has been the Chairman and Managing Director of our Company and has more than 25+ years of experience in the tiles industry. He started his career with Kedia Cera Tile Pvt. Ltd. in the year 1993, as a Director. In 1996, he promoted Kedia Industries, a partnership concern involved in the manufacturing of wall tiles. Subsequently, in 1999, he promoted Asian Tiles Limited with other promoters. In 2003, he along with other promoters foresaw an opportunity of Vitrified tiles and started plant at Himmatnagar for manufacturing the same. Looking at his past experience and expertise knowledge, the Board of Directors has recommended for his re-appointment as a Chairman and Managing Director of the Company for a further period of 3 (Three) years with effect from 01 January, 2024.

Brief profile and other details of Mr. Kamleshkumar Bhagubhai Patel, pursuant to Regulation 36 of the SEBI Listing Regulations read with the Secretarial Standard on General Meetings (SS-2), in respect of Directors seeking re-appointment at the General Meeting, are provided in annexure to Notice as Annexure B.

The remuneration as set out in the resolution is appropriate in terms of the size of the Company and as compared to persons of his qualifications, cadre, knowledge and experience in the Industry. Requisite Information as required pursuant to Schedule V of the Companies Act, 2013 is annexed herewith as a part of Annexure C.

The Board of Directors recommends the resolution as set out in Item No. 3 of the accompanying notice for the approval of the Members of the Company as a Special Resolution.

Except Kamleshkumar Bhagubhai Patel and his relatives, none of the other Directors and Key Managerial Personnel of the Company or their respective relatives is in any way, concerned or interested, financial or otherwise, in the said resolution except to the extent of their shareholding in the Company, if any.

Item No. 4:

The term of Mr. Mukeshbhai Jivabhai Patel (DIN: 00406744) as Managing Director of the Company will be completed on 31 March, 2024. The Board of Directors on 12 August, 2023, on recommendation of Nomination and Remuneration Committee, has approved re-appointment of Mr. Mukeshbhai Jivabhai Patel as a Managing Director of the Company for a period of 3 (Three) years with effect from 01 April, 2024 till 31 March, 2027 on the terms and conditions of re-appointment and remuneration as per Schedule V of the Companies Act, 2013.

Mr. Mukeshbhai Jivabhai Patel has been Managing Director of our Company and has more than 25+ years of experience in the tiles industry. He started his carrier with Kedia Cera Tile Pvt. Ltd. in the year 1993, as a Director. In 1996, he promoted Kedia Industries, a partnership concern involved in the manufacturing of wall tiles. Subsequently, in 1999, he promoted Asian Tiles Limited with other promoters. In 2003, he along with other promoters foresaw an opportunity of Vitrified tiles and started plant at Himmatnagar for manufacturing the same. Looking at his past experience and expertise knowledge, the Board of Directors has re-appointed him as a Managing Director of the Company for a further period of 3 (Three) years with effect from 01 April, 2024.

Brief profile and other details of Mr. Mukeshbhai Jivabhai Patel, pursuant to Regulation 36 of the SEBI Listing Regulations read with the Secretarial Standard on General Meetings (SS-2), in respect of Directors seeking re-appointment at the General Meeting, are provided in annexure to Notice as Annexure B.

The remuneration as set out in the resolution is appropriate in terms of the size of the Company and as compared to persons of his qualifications, cadre, knowledge and experience in the Industry. Requisite Information as required pursuant to Schedule V of the Companies Act, 2013 is annexed herewith as a part of Annexure C.

The Board of Directors recommends the resolution as set out in Item No. 4 of the accompanying notice for the approval of the Members of the Company as a Special Resolution.

Except Mr. Mukeshbhai Jivabhai Patel and his relatives, none of the other Directors and Key Managerial Personnel of the Company or their respective relatives is in any way, concerned or interested, financial or otherwise, in the said resolution except to the extent of their shareholding in the Company, if any.

**Item No. 5:**

The Board of Director, on the recommendation of the Nomination and Remuneration Committee in its meeting held on 12 August, 2023, appointed Dr. Yashree Kaushalkumar Dixit (DIN: 07775794) as an Additional Director (Non-Executive Independent Director) of the Company for the first term of five (5) years effective from 12 August, 2023 till 11 August, 2028 pursuant to the provisions of Section 161 of the Companies Act, 2013 ("the Act") and the Articles of Association of the Company and she will hold office upto the date of ensuing Annual General Meeting. Further, the Company has received recommendation from Nomination and Remuneration Committee and a notice in writing under Section 160 of the Act, proposing the candidature of Dr. Yashree Kaushalkumar Dixit for the office of the Independent Director, to be appointed as such, under the provisions of Section 149 of the Act and as per SEBI Listing Regulations.

The Board considers that her association would be of immense benefit to the Company and it is desirable to avail services of Dr. Yashree Kaushalkumar Dixit as an Independent Director. The Company has received a declaration from Dr. Yashree Kaushalkumar Dixit that she meets the criteria of independence as prescribed both under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations or any amendment thereto or modification thereof. Further she is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given her consent to act as a Director. She is not debarred from holding office of Director by virtue of any SEBI Order or any other such authority and her appointment shall not be liable to retire by rotation.

In the opinion of the Board, Dr. Yashree Kaushalkumar Dixit fulfils the conditions specified in the Act, the Rules thereunder and the SEBI Listing Regulations for appointment as an Independent Director and that she is independent of the management of the Company.

The copy of the draft letter of appointment of Dr. Yashree Kaushalkumar Dixit setting out the terms and conditions of appointment is available for inspection by the Members in electronic mode up to the date of 28th Annual General Meeting.

Brief profile and other details of Dr. Yashree Kaushalkumar Dixit, pursuant to Regulation 36 of the SEBI Listing Regulations read with the Secretarial Standard on General Meetings (SS-2), in respect of Directors seeking appointment at the General Meeting, are provided in annexure to Notice as Annexure D.

The Board of Directors recommends the resolution as set out in Item No. 5 of the accompanying notice for the approval of the Members of the Company as a Special Resolution.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives is in any way, concerned or interested, financial or otherwise, in the said resolution except to the extent of their shareholding in the Company, if any.

Item No. 6:

Mr. Mukesh Mahendrabhai Shah (DIN: 00084402) was appointed as an Independent Director of the Company for his first term of 5 years with the approval of shareholders at the Annual General Meeting of the Company held on 30 September, 2019 and shall be completing his first term of office as an Independent Director on 13 November, 2023. He is eligible for re-appointment as an Independent Director for another term of five consecutive years subject to approval of the Members by Special Resolution.

Based on his skills, experience, knowledge and his performance evaluation and recommendation of the Nomination and Remuneration Committee at its meeting held on 12 August, 2023, the Board has proposed the re-appointment of Mr. Mukesh Mahendrabhai Shah as an Independent Director for second term of five consecutive years effective from 14 November, 2023 till 13 November, 2028.

Further note that as per Regulation 17(1A) of the SEBI Listing Regulations, no listed company shall appoint or continue the directorship of a Non-Executive Director who has attained the age of 75 years, unless a special resolution is passed to that effect.

Considering that during the course of second term of appointment of Mr. Mukesh Mahendrabhai Shah as Independent Director, he will be attaining the age of 75 years, it is necessary to approve his continuation of directorship on the Board of Directors of the Company by way of passing a special resolution looking to the knowledge and his experience.

The Board considers that his association would be of immense benefit to the Company and it is desirable to avail services of Mr. Mukesh Mahendrabhai Shah as an Independent Director. The Company has received a declaration from Mr. Mukesh Mahendrabhai Shah that he meets the criteria of independence as prescribed both under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations or any amendment thereto or modification thereof. Further, he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given his consent for his re-appointment. He is not debarred from holding office of Director by virtue of any SEBI Order or any other such authority and his re-appointment shall not be liable to retire by rotation.

In the opinion of the Board and based on the Board's evaluation, Mr. Mukesh Mahendrabhai Shah fulfils the conditions specified in the Act, the Rules made thereunder and the SEBI Listing Regulations for re-appointment as an Independent Director and that he is independent of the management of the Company.

The copy of the draft letter of re-appointment of Mr. Mukesh Mahendrabhai Shah setting out the terms and conditions of appointment is available for inspection by the Members in electronic mode up to the date of 28th Annual General Meeting.

Brief profile and other details of Mr. Mukesh Mahendrabhai Shah, pursuant to Regulation 36 of the SEBI Listing Regulations read with the Secretarial Standard on General Meetings (SS-



2), in respect of Directors seeking appointment at the General Meeting, are provided in annexure to Notice as **Annexure D**.

The Board of Directors recommends the resolution as set out in Item No. 6 of the accompanying notice for the approval of the Members of the Company as a Special Resolution.

Except Mr. Mukesh Mahendrabhai Shah, none of the other Directors and Key Managerial Personnel of the Company or their respective relatives is in any way, concerned or interested, financial or otherwise, in the said resolution except to the extent of their shareholding in the Company, if any.

Item No. 7, 8, 9 & 10:

The Companies Act, 2013 aims to ensure transparency in the transactions and dealings with related parties of the Company. The provisions of Section 188(1)(f) of the Companies Act, 2013 that governs the related party's appointment to any office or place of profit in the company, its subsidiary company or associate company.

1. Mr. Vipulbhai Vinodbhai Patel relative (Brother) of Mr. Bhaveshkumar Vinodbhai Patel, Director of the Company was appointed in a place of profit under Section 188(1)(f) and all other applicable provisions of the Companies Act, 2013 read with the Rules made thereunder (including any statutory modifications(s) or re-enactment thereof, for the time being in force), at a total monthly salary/remuneration of ₹ 10,000/- or more and not exceeding ₹ 2,50,000/- per month and a resolution to this effect was approved by the Members of the Company in 16th Annual General Meeting held on 29 September, 2011.
2. Dr. Bhagubhai Punjabhai Patel relative (Father) of Mr. Kamleshkumar Bhagubhai Patel, Chairman and Managing Director of the Company was appointed in a place of profit under Section 188(1)(f) and all other applicable provisions of the Companies Act, 2013 read with the Rules made thereunder (including any statutory modifications(s) or re-enactment thereof, for the time being in force), at a total monthly salary/remuneration of ₹ 10,000/- or more and not exceeding ₹ 2,50,000/- per month and a resolution to this effect was approved by the Members of the Company in 17th Annual General Meeting held on 20 September, 2012.
3. Mr. Shaunakkumar Mukeshbhai Patel relative (Son) of Mr. Mukeshbhai Jivabhai Patel, Managing Director of the Company was appointed in a place of profit under Section 188(1)(f) and all other applicable provisions of the Companies Act, 2013 read with the Rules made thereunder (including any statutory modifications(s) or re-enactment thereof, for the time being in force), at a total monthly salary/remuneration of ₹ 10,000/- or more and not exceeding ₹ 2,50,000/- per month and a resolution to this effect was approved by the Members of the Company in 17th Annual General Meeting held on 20 September, 2012.

4. Mr. Hiren Sureshbhai Patel relative (Son) of Mr. Sureshbhai Jivabhai Patel, Director of the Company was appointed in a place of profit under Section 188(1)(f) and all other applicable provisions of the Companies Act, 2013 read with the Rules made thereunder (including any statutory modifications(s) or re-enactment thereof, for the time being in force), at a total monthly salary/remuneration of ₹ 10,000/- or more and not exceeding ₹ 2,50,000/- per month and a resolution to this effect was approved by the Members of the Company in 17th Annual General Meeting held on 20 September, 2012.

The said approval(s) allowed to draw a total Salary not exceeding ₹ 2,50,000/- per month and further required, the Company to seek fresh approval of the Members of the Company in the event of increase in salary/ remuneration in excess of the aforesaid limit.

In terms of Sections 188(1)(f) of the Companies Act, 2013 read with applicable rules and as per the recommendation and approval of Nomination and Remuneration Committee and Audit Committee, for enhancement in prescribed limit of salary/ remuneration payable to Mr. Vipulbhai Vinodbhai Patel, Production Head, Dr. Bhagubhai Punjabhai Patel, Medical Officer, Mr. Shaunakkumar Mukeshbhai Patel, Marketing Head and Mr. Hiren Sureshbhai Patel, Sales Head of the Company and holding an office or place of profit in the Company.

Based on their skills, experience, knowledge, role and performance and recommendation of the Nomination and Remuneration Committee, Audit Committee at its meeting held on 12 August, 2023 and considering their association would be of immense benefit to the Company and it is desirable to avail services of Mr. Vipulbhai Vinodbhai Patel as Production Head, Mr. Bhagubhai Punjabhai Patel as Medical Officer, Mr. Shaunakkumar Mukeshbhai Patel as Marketing Head and Mr. Hiren Sureshbhai Patel as Sales Head.

Therefore, the Board has proposed to Members of the Company for continuing to hold an office or place of profit of Mr. Vipulbhai Vinodbhai Patel as Production Head, Dr. Bhagubhai Punjabhai Patel as Medical Officer, Mr. Shaunakkumar Mukeshbhai Patel as Marketing Head and Mr. Hiren Sureshbhai Patel as Sales Head in the Company with increase in their salary scale from ₹ 2,50,000/- to ₹ 7,00,000/- per month and such other prerequisites in accordance with the Company rule.

The Board of Directors recommends the resolution as set out in Item No. 7, 8, 9 & 10 of the accompanying notice for the approval of the Members of the Company as an Ordinary Resolution(s).

Except Mr. Bhaveshkumar Vinodbhai Patel, Mr. Kamleshkumar Bhagubhai Patel, Mr. Mukeshbhai Jivabhai Patel and Mr. Sureshbhai Jivabhai Patel and their relatives, none of the other Directors and Key Managerial Personnel of the Company or their respective relatives is in any way, concerned or interested, financial or otherwise, in the said resolution except to the extent of their shareholding in the Company, if any.



Item No. 11 & 12:

Your Company believes that equity-based compensation plan is effective tools to attract and reward the talents working exclusively with the Company and its subsidiary(ies). With the objective to motivate key employees for their contribution to the corporate growth, to create an employee ownership culture and also to retain the best talent in the competitive environment and to encourage them in aligning individual goals with that of the Company's objectives, your Company intends to implement an employee stock option plan namely "**Asian Granito - Employee Stock Option Plan 2023**" ("**ESOP Plan 2023**") seeking to cover eligible employees of the Company and its subsidiary(ies).

The Nomination & Remuneration Committee ("**the Committee**") of the Board of Directors of the Company shall grant Options to employees on the basis of eligibility criteria and also determine the quantum of distribution of Options which could vary from employee to employee or any class thereof under ESOP Plan 2023.

As per provisions of Regulation 6 of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("**SEBI SBEB Regulations**"), the Company seeks your approval for:

- i. Implementation of the ESOP Plan 2023; and
- ii. Grant of Options to the eligible employees of the Company / its subsidiary company(ies) as per terms of the ESOP Plan 2023;

Accordingly, the Committee and the Board of Directors the Company ("Board") at their respective meetings held on 12 August, 2023 has approved the ESOP Plan 2023, subject to the members approval.

The main features of the ESOP Plan 2023 are as under:

a) Brief description of the ESOP Plan 2023:

The Company proposes to introduce ESOP Plan 2023 primarily with a view to:

- (i) Attract, retain and incentivise employees and directors of the Company and its subsidiary(ies) ("**Employees**") but excluding an independent director;
- (ii) Motivate such employees and directors for performance, higher productivity and sustained Corporate growth; and
- (iii) Assist in aligning such employee's and director's interests with that of the shareholders.

The ESOP Plan 2023 contemplates grant of Options to the eligible Employees as may be determined in due compliance of SEBI SBEB Regulations. After vesting, the eligible Employees earn a right (but not obligation) to exercise the vested Options within the predefined exercise period.

The Committee shall administer the ESOP Plan 2023. All questions of interpretation of the ESOP Plan 2023 shall be determined by the Committee and such determination

shall be final and binding upon all persons having an interest in the ESOP Plan 2023. The Company shall issue equity shares upon exercise subject to payment of exercise price and satisfaction of consequential tax obligations.

The liability of paying taxes if any, in respect of the Options granted pursuant to the ESOP Plan 2023 and the equity shares issued pursuant to exercise of Options shall be on the Option grantee and/ or the Company in such cases where the Company decides to pay on behalf of the Option grantee, and shall be in accordance with the provisions of Income Tax Act, 1961 read with rules issued thereunder and/or Income Tax Laws of respective countries as applicable to eligible Employees of Company working abroad, if any.

The Company shall have the right to deduct from the Option grantee's salary or recover any of the Option grantee's tax obligations arising in connection with the transactions in respect of Options or Shares acquired upon the exercise thereof.

b) Total number of options to be granted:

Employee Stock Options exercisable into not more than 25,00,000 (Twenty Five Lakhs only) equity shares of face value ₹ 10 each of the Company would be available for being granted to eligible employees of the Company and its subsidiaries, under Employee Stock Option Plan 2023. Each option when exercised would be converted into one equity share of ₹ 10 each fully paid-up.

Vested options that lapse due to non-exercise or unvested options that get cancelled due to resignation of the employees or otherwise, would be available for being granted at a future date.

c) Identification of classes of employees entitled to participate in the Employee Stock Option Scheme(s):

All the permanent employees and Directors of the Company, the subsidiaries and the holding company, as may be decided by the Board of the Company from time to time, would be entitled to be granted stock options under the Employee Stock Option Scheme(s) except –

- a) an employee who is a Promoter or belongs to the Promoter Group;
- b) a director who either by himself or through his relatives or through any body corporate, directly or indirectly holds more than 10% of the issued and subscribed shares of the Company; and
- c) an independent director.

d) Requirements of vesting and period of vesting:

The options granted shall vest so long as the employee continues to be in the employment of the Company and its subsidiaries, as the case may be. The Board may, at its discretion, lay down certain performance metrics on the achievement of which the granted options would



vest, the detailed terms and conditions relating to such performance-based vesting and the proportion in which options granted would vest (subject to the maximum vesting period as specified below).

The options would vest not earlier than one year and not later than four years from the date of grant of options. The exact proportion in which and the exact period over which the options would vest would be determined by the Board.

e) Maximum period within which the Options shall be vested:

Options granted under ESOP Plan 2023 shall vest not later than a maximum of 4 (four) years from the date of grant.

f) Exercise Price:

The options will be granted at the market price, as determined by the NRC, being the latest available closing price, prior to the date of the meeting of the NRC, in which options are granted, on the stock exchange on which the Shares of the Company are listed.

In case the Shares of the Company are listed on more than one stock exchange, then the closing price on the stock exchange having higher trading volume shall be considered as the market price.

The NRC may provide suitable discount on such price as arrived above. However, in any case the exercise price shall not go below the par value of Share of the Company.

g) Exercise Period and the process of Exercise:

The Exercise period shall be one year from the date of vesting. The process and conditions subject to which options can be exercised shall be laid down by the Board of the Company.

The options will be exercisable by the employees by a written application to the Company to exercise the options in such manner, and on execution of such documents, as may be prescribed by the Board of the Company from time to time. The options will lapse if not exercised within the specified exercise period.

h) Appraisal Process for determining the eligibility of the employees to ESOP:

The appraisal process for determining the eligibility of the employee will be specified by the Board of the Company, and will be based on criteria such as criticality of the role, designation, length of service, past performance record, future potential of the employee and / or such other criteria that may be determined by the Board of the Company at its sole discretion.

i) Maximum number of options to be issued per employee and in aggregate:

The total number of options that may be granted to any specific employee under one or more Schemes during any

one year shall not exceed 1% and in aggregate shall not exceed 25,00,000 (Twenty Five Lakhs only).

j) Maximum quantum of benefits to be provided per employee under a scheme:

No benefit other than by way of grant of Options is envisaged under the ESOP Plan 2023.

k) Implementation or administration of the ESOP Plan 2023:

The ESOP Plan 2023 shall be implemented and administered directly by the Company.

l) Source of acquisition of shares under the ESOP Plan 2023:

ESOP Plan 2023 envisages issue of primary shares against exercise of vested Options.

m) Amount of loan to be provided for implementation of the scheme by the company to the trust, its tenure, utilization, repayment terms, etc:

This is currently not contemplated under the present ESOP Plan 2023.

n) Maximum percentage of secondary acquisition:

ESOP Plan 2023 envisages issue of primary shares and there is no contemplation of secondary acquisition.

o) Disclosure and Accounting Policies:

The Company shall comply with the disclosure and the accounting policies prescribed as per SEBI Regulations.

p) Method of option valuation:

To calculate the employee compensation cost, the Company shall use Fair Value Method for valuation of the options granted.

q) Declaration:

So long as the Company opts for expensing of Options using the intrinsic value method, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value, shall be disclosed in the Directors' report and the impact of this difference on profits and on earnings per share ("EPS") of the Company shall also be disclosed in the Directors' report.

r) Lock in period:

The Shares arising out of Exercise of Vested Options shall not be subject to any lock in period after such Exercise.

s) Terms & conditions for buyback, if any, of specified securities covered granted under the ESOP Plan 2023:

Subject to the provisions of the then prevailing applicable laws, the Committee shall determine the procedure for buy-back of Options granted under the ESOP Plan 2023



if to be undertaken at anytime by the Company, and the applicable terms and conditions thereof.

t) Transferability of employee stock options:

The stock options granted to an employee will not be transferable to any person and shall not be pledged, hypothecated, mortgaged or otherwise alienated in any manner.

u) Conditions under which option vested in employees may lapse:

The options which are vested may lapse in the following events:

- a) If not exercised within the exercise period mentioned in the ESOP Plan 2023.
- b) Termination due to misconduct / breach of company policies,
- c) Surrender of options and
- d) Abandonment.

v) Specified time period within which employees shall exercise vested options in event of a proposed termination or resignation

The vested options can be exercised before the employee's last working day.

The Board of Directors recommends the resolution as set out in Item No. 11 & 12 of the accompanying notice for the approval of the Members of the Company as a Special Resolution.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives is in any way, concerned or interested, financial or otherwise, in the said resolution except to the extent of their shareholding in the Company, if any.

By **Order of the Board of Directors**
For **Asian Granito India Limited**

Dhruti Trivedi
Company Secretary
Membership No. A31842

202, Dev Arc, Opp. Iskon Temple,
S.G Highway
Ahmedabad – 380 015

Date: 12 August, 2023
Place: Ahmedabad



Annexure A

Information pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the provisions of the Secretarial Standard on General meetings ('SS-2') issued by the Institute of Company Secretaries of India regarding the Director proposed to be re-appointed:

Name of Director	Bhaveshbhai Vinodbhai Patel
Director Identification Number	03382527
Date of Birth	10 March, 1980
Age as on 12 August, 2023	43 years
Date of first appointment on Board	11 May, 2011
Qualification	B.C.A
Brief Profile / Experience including expertise in specific functional areas	He joined the Company in the year 2011 and was initially inducted into the materials function of the Company. He obtained detailed knowledge and understanding of the Company during his stint under various capacities in the Company. His expertise in IT, Administration and finance function along with entrepreneurial acumen and Leadership qualities guided the Company. With such in-depth knowledge of the Company's functioning he brings immense value in enhancing Board effectiveness.
No. of Shares held as on 12 August, 2023	44,15,401 Equity Shares
Terms and conditions of re-appointment	He is due for retirement by rotation at the ensuing AGM. Hence, he is being re-appointed in compliance with the applicable provisions of the Companies Act, 2013
Directorships held in other companies*	<ol style="list-style-type: none"> 1. Affil Ceramics Limited 2. Ivanta Ceramic Limited 3. Adicon Ceramics Limited 4. Future Ceramic Private Limited 5. Gresart Ceramica Private Limited
Directorship of listed entities from which director has resigned in the past 3 years	Nil
Chairman / Member of the Committees in other Companies**	Nil
Remuneration sought and last drawn	As mentioned in the Report on Corporate Governance
Number of meetings of the Board attended during the year (2022-23).	Five (5)
Relationship with other Directors and other Key Managerial Personnel of the Company	Nil

Note:

* excludes directorships held in Private / Foreign Companies and includes deemed public companies.

**The Committee of the Board of Directors includes only Audit committee and Stakeholders Relationship committee as per Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of public companies.



Annexure B

Information pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the provisions of the Secretarial Standard on General meetings ('SS-2') issued by the Institute of Company Secretaries of India regarding the Director proposed to be re-appointed:

Name of Director	Mr. Kamleshkumar Bhagubhai Patel	Mr. Mukeshbhai Jivabhai Patel
Director Identification Number	00229700	00406744
Date of Birth	20 September, 1970	05 September, 1968
Age as on 12 August, 2023	53 years	55 years
Date of first appointment on Board	30 September, 2002	30 September, 2002
Qualification	Bachelor in Business Administration	B.Com
Brief Profile / Experience including expertise in specific functional areas	Mr. Kamleshkumar Bhagubhai Patel has been the Chairman and Managing Director of our Company and has more than 25+ years of experience in the tiles industry. In 1999, he promoted Asian Tiles Limited with other promoters. In 2003, he along with other promoters foresaw an opportunity of Vitrified tiles and started plant at Himmatnagar for manufacturing the same.	Mr. Mukeshbhai Jivabhai Patel has more than 25+ years of experience in the Tiles Industry. In 1999, he promoted Asian Tiles Limited with other promoters. In 2003, he along with other promoters foresaw an opportunity of Vitrified tiles and started plant at Himmatnagar for manufacturing the same.
No. of Shares held as on 12 August, 2023	83,17,258 Equity Shares	49,48,481 Equity Shares
Terms and conditions of re-appointment	As per the resolution at Item no. 3 of this Notice read with Explanatory Statement.	As per the resolution at Item no. 4 of this Notice read with Explanatory Statement.
Directorships held in other companies*	<ol style="list-style-type: none"> 1. Crystal Vitrified Limited 2. Ivanta Ceramic Limited 3. Adicon Ceramics Limited 4. Amazoone Ceramics Limited 5. Crystal Ceramic Industries Limited 6. Future Ceramic Private Limited 7. AGL Sanitaryware Private Limited 8. AGL Surfaces Private Limited 9. Gresart Ceramica Private Limited 	<ol style="list-style-type: none"> 1. Affil Ceramics Limited 2. Crystal Vitrified Limited 3. Ivanta Ceramic Limited 4. Adicon Ceramics Limited 5. Amazoone Ceramics Limited 6. Crystal Ceramic Industries Limited 7. Future Ceramic Private Limited 8. AGL Surfaces Private Limited 9. Gresart Ceramica Private Limited
Directorship of listed entities from which director has resigned in the past 3 years	Nil	Nil
Chairman / Member of the Committees in other Companies**	Nil	Nil
Remuneration sought and last drawn	As mentioned in the Report on Corporate Governance	As mentioned in the Report on Corporate Governance
Number of meetings of the Board attended during the year (2022-23).	Five (5)	Five (5)
Relationship with other Directors and other Key Managerial Personnel of the Company	Nil	Brother of Mr. Sureshbhai Jivabhai Patel, Director of the Company, except that he is not related to any other Directors and other Key Managerial Personnel of the Company

Note:

* excludes directorships held in Private / Foreign Companies and includes deemed public companies.

**The Committee of the Board of Directors includes only Audit committee and Stakeholders Relationship committee as per Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of public companies.



Annexure C

Requisite Information required to be provided to shareholders of the Company pursuant to Schedule V of the Companies Act, 2013:

I General Information:					
1.	Nature of industry	Ceramic Industry			
2.	Date or expected date of commencement of commercial production	Not applicable			
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not applicable			
4.	Financial performance based on given indicators	Year ending 31 March	Sales (₹ in Lakhs)	PBT (₹ in Lakhs)	PAT (₹ in Lakhs)
		2020-2021	1,03,617.63	6,586.58	4,922.26
		2021-2022	1,34,910.33	10,767.54	8,790.21
		2022-2023	1,35,373.61	(3,549.86)	(2,636.82)
5.	Foreign investments or collaborations, if any.	<p>The Company has made a Foreign investment of USD 1000 as capital contribution to its Wholly Owned Subsidiary in US.</p> <p>Further, Holdings of Foreign NRI-Individuals, Body Corporates, others, Foreign Institutional Investors etc. are as described in the Shareholding pattern of the Company as a part of the Directors' Report.</p> <p>The Company has no foreign collaborators as on date.</p>			
II Information about the appointee: Mr. Kamleshkumar Bhagubhai Patel Mr. Mukeshbhai Jivabhai Patel					
1.	Background details	<p>He is a Bachelor in Business Administration from Sardar Patel University, have been the Chairman and Managing Director of our Company and has more than 25 years of experience in the tiles industry. He started his career with Kedia Cera Tile Pvt. Ltd. in 1993, as a Director. In 1996, he promoted Kedia Industries, a partnership concern involved in the manufacturing of wall tiles. Subsequently, in 1999, he promoted Asian Tiles Limited with other promoters. In 2003, he along with other promoters foresaw an opportunity of Vitrified tiles and started plant at Himmatnagar for manufacturing the same.</p>	<p>Mr. Mukeshbhai J. Patel has been Managing Director of our Company and has more than 25 years of experience in the tiles industry. He started his carrier with Kedia Cera Tile Pvt. Ltd. in 1993, as a Director. In 1996, he promoted Kedia Industries, a partnership concern involved in the manufacturing of wall tiles. Subsequently, in 1999, he promoted Asian Tiles Limited with other promoters. In 2003, he along with other promoters foresaw an opportunity of Vitrified tiles and started plant at Himmatnagar for manufacturing the same.</p>		
2.	Past remuneration	Year ending 31 March	Remuneration paid (₹ in)	Year ending 31 March	Remuneration paid (₹ in)
		2020-2021	45.88	2020-2021	37.82
		2021-2022	58.56	2021-2022	44.40
		2022-2023	63.80	2022-2023	46.78
3.	Recognition or awards	Mr. Kamleshbhai B. Patel had been a Director of the ICCTAS.			–



II Information about the appointee: Mr. Kamleshkumar Bhagubhai Patel Mr. Mukeshbhai Jivabhai Patel	
4. Job profile and his suitability	<p>To provide vision, guidance and direction for long term growth and overall management control and to formulate plans and strategy for continuance performance & growth of the Company.</p> <p>Mr. Kamleshkumar Bhagubhai Patel and Mr. Mukeshbhai Jivabhai Patel are entrusted with the substantial power and authorities to manage the affairs of the Company. Mr. Kamleshkumar Bhagubhai Patel, the Chairman and Managing Director and Mr. Mukeshbhai Jivabhai Patel, Managing Director shall devote their whole-time attention to the business and affairs of the Company and carryout such duties as may be entrusted to them from time to time by the Board of Directors of the Company ("the Board") and exercise such powers as assigned to them by the Board under the superintendence, control and direction of the Board in the best interest of the Company.</p> <p>The Board is of the opinion that Mr. Kamleshkumar Bhagubhai Patel and Mr. Mukeshbhai Jivabhai Patel possess in depth understanding and knowledge of the Ceramic Industry and leadership skills, they are therefore ideally suited for the job.</p>
5. Remuneration proposed	<p>Mr. Kamleshkumar Bhagubhai Patel (₹ 5,00,000 - ₹ 15,00,000 per month) and Mr. Mukeshbhai Jivabhai Patel (₹ 4,00,000 - ₹ 15,00,000 per month) shall be entitled to a respective salary and shall also be entitled to:</p> <ol style="list-style-type: none">I. Group Medical Claim Policy: Entitled for individual with corporate benefit.II. Personal Accident Insurance: The Company will take Personal Accident Insurance of Director.III. Provident fund and superannuation: The Company's contribution towards provident fund and the pension's fund will not be included in the computation of ceiling on perquisites to the extent these either singly or put together are not taxable under the Income Tax Act.IV. Gratuity shall be paid as per Company's rule and will not be included in the computation of the ceiling on perquisites.V. Corporate Mobile Plan.VI. The Company shall reimburse actual traveling expenses incurred by them in connection with the Company's business.
6. 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)	<p>Compared to the remuneration with respect to the Industry, Companies of similar size as that of the Company and persons holding similar position, the remuneration proposed to be paid to Mr. Kamleshkumar Bhagubhai Patel as Chairman and Managing Director and Mr. Mukeshbhai Jivabhai Patel as Managing Director are not adequate. Remuneration for a person of their caliber and position should generally be higher than what are being paid to them.</p>
7. Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel or other Director, if any	<p>Mr. Kamleshkumar Bhagubhai Patel holds 83,17,258 Equity Shares, constituting 6.56% of the paid up Equity Share Capital of the Company as on 31 March, 2023 and Mr. Mukeshbhai Jivabhai Patel holds 49,48,481 Equity Shares, constituting 3.90% of the paid up Equity Share Capital of the Company as on 31 March, 2023 and they are belonged to promoters' group having control over the Management of the Company.</p> <p>Mr. Kamleshkumar Bhagubhai Patel and Mr. Mukeshbhai Jivabhai Patel have no other pecuniary relationship directly or indirectly with the Company or with any of the Managerial Personnel of the Company, except to the extent of remuneration and other employment benefits being paid to them as a Chairman and Managing Director and Managing Director respectively of the Company and the holdings in the Company held by them and their relatives and associates or held by the Company(ies), Firm(s) and Trust(s), in which they are interested as a Director, member, partner and trustee and further to the extent of dividend, if any, declared and paid by the Company on their respective holdings and such other benefits arising out of such Shareholdings, as a Chairman and Managing Director and Managing Director respectively.</p>



III Other information:

1. The company has incurred loss on account of higher input cost for raw materials and gas. Apart from that certain debtor's balances are also written off on account of prudent accounting practices. Also markets are subdued which has resulted into stagnant growth in topline compared to previous year.
2. The Management is taking corrective steps to improve margin profile of the Company. The Management is constantly looking for changes in its product portfolio and focus towards higher margin products. The Management has also shifted its concentration towards increase in its manufacturing portfolio which will give better profitability compared to trading portfolio. Further, the Management is also evaluating various options to control the cost logically to improve profits.
3. Steps, as aforesaid, being taken by the Company, would increase the productivity of the Company. The Company continues to undertake constant measures for improvement in its productivity and profits. The Management expects reasonable growth in business, gross revenue and profit of the Company. However, it is difficult to predict profits in the measurable terms, in the present business scenario for the coming years.

Annexure D

Information pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the provisions of the Secretarial Standard on General meetings ('SS-2') issued by the Institute of Company Secretaries of India regarding the Director proposed to be appointed or re-appointed:

Name of Director	Dr. Yashree Kaushalkumar Dixit	Mr. Mukesh Mahendrabhai Shah
Director Identification Number	07775794	00084402
Date of Birth	19 July, 1994	31 January, 1953
Age as on 12 August, 2023	29 years	71 years
Date of first appointment on Board	12 August, 2023	14 November, 2018
Qualification	F.C.S, Ph.D (Analysis of Corporate Governance practices of selected Indian Companies), M.Com, LLB (Pursuing).	F.C.A, L.L.B, M.Com
Brief Profile / Experience including expertise in specific functional areas	Dr. CS Yashree Kaushalkumar Dixit has worked as Practicing Company Secretary having rich experience in Secretarial work, Insolvency & Bankruptcy Code & other compliance. She has received Top 100 Global Women Inspiration awards (GWIA) from I Can Foundation, Jaipur and Woman Managing directors of the year award from GISR Foundation, New Delhi.	Mr. Mukesh Mahendrabhai Shah has more than 35+ years of experience, has not only laid the foundation of his firm but has consistently improved and grown the organization manifolds over his association. He manages the key client relationships on an ongoing basis and is involved in all the major engagements of the firm. He has commendable knowledge in diversified fields of Audit & Assurance, Tax & Regulatory matters, Transactions advisory services, Due Diligence, Corporate Restructuring including Mergers, De-mergers, Valuations, Acquisition and sale, Project Finance, FEMA & Regulatory Matters.
No. of Shares held as on 12 August, 2023	Nil	Nil
Terms and conditions of re-appointment	As per the resolution at Item no. 5 of this Notice read with Explanatory Statement.	As per the resolution at Item no. 6 of this Notice read with Explanatory Statement.
Directorships held in other companies	Wilshire Nutrifood Limited	<ol style="list-style-type: none"> 1. Adani Power Limited 2. Adani Power Maharashtra Limited 3. Adani Power Rajasthan Limited 4. Adani Solar Energy Four Limited 5. Adani Solar Energy Kutchh One Limited 6. Adani Infra (India) Limited



Name of Director	Dr. Yashree Kaushalkumar Dixit	Mr. Mukesh Mahendrabhai Shah				
Directorship of listed entities from which director has resigned in the past 3 years	Shah Metacorp Limited (Formerly known as Gyscoal Alloys Limited)	Nil				
Chairman / Member of the Committees in other Companies**	Nil	<ul style="list-style-type: none"> Adani Power Limited: <table border="0"> <tr> <td>Audit committee</td> <td>Chairman</td> </tr> <tr> <td>Stakeholders Relationship committee</td> <td>Member</td> </tr> </table> 	Audit committee	Chairman	Stakeholders Relationship committee	Member
Audit committee	Chairman					
Stakeholders Relationship committee	Member					
Remuneration sought and last drawn	Not Applicable	As mentioned in the Report on Corporate Governance				
Number of meetings of the Board attended during the year (2022-23).	Not Applicable	Three (3)				
Relationship with other Directors and other Key Managerial Personnel of the Company	Not Applicable	Not Applicable				
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	The NRC reviewed the profile of Dr. Yashree Dixit and found her professional qualification being suitable and contributing to Board Diversity. Her indepth knowledge of Corporate laws, SEBI regulations and her qualities' of understanding and interpreting laws can contribute to the functioning of the Company. Hence, the Board recommended her appointment for the first tem of five consecutive years.	The NRC reviewed the capabilities of Mr. Mukesh Mahendrabhai Shah vis a vis the role and capabilities required as decided by the Committee based on the evaluation of balance of skills, knowledge and experience of the existing Board and considered appropriate, to recommend the appointment of Mr. Mukesh Mahendrabhai Shah as an ID, for a second term of 5 (five) consecutive years In the opinion of NRC and the Board, his skills, knowledge and expertise would enhance the functioning of Board.				
Justification for choosing the appointee for appointment as Independent Director	Dr. Yashree Dixit possess expertise of company law matters, SEBI and other regulations which will be useful she being appointed as Independent Director.	Mr. Mukesh Mahendrabhai Shah possess skills, experience/expertise in the areas of Strategic leadership, financial expertise and Governance, Risk and Compliance				

Note:

* excludes directorships held in Private / Foreign Companies and includes deemed public companies.

*The Committee of the Board of Directors includes only Audit committee and Stakeholders Relationship committee as per Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of public companies.

By **Order of the Board of Directors**
For **Asian Granito India Limited**

Dhruti Trivedi
Company Secretary
Membership No. A31842

202, Dev Arc, Opp. Iskon Temple,
S.G Highway
Ahmedabad – 380 015

Date: 12 August, 2023
Place: Ahmedabad



Corporate Information

BOARD OF DIRECTORS

- 1) **Mr. Kamleshkumar B. Patel** – Chairman and Managing Director
- 2) **Mr. Mukeshbhai J. Patel** – Managing Director
- 3) **Mr. Sureshbhai Patel** – Executive Director
- 4) **Mr. Bhaveshbhai Patel** – Executive Director
- 5) **Mr. Kanubhai Patel** – Executive Director (upto 07.11.2022)
- 6) **Mr. Bhogibhai Patel** – Executive Director
- 7) **Mr. Hemendrakumar Shah** – Independent Director
- 8) **Mr. Mukesh Shah** – Independent Director
- 9) **Mrs. Dipti Mehta** – Independent Director (upto 08.08.2022)
- 10) **Dr. Indira Nityanandam** – Independent Director
- 11) **Mr. Maganlal Prajapati** – Independent Director
- 12) **Mr. Kandarp Trivedi** – Independent Director
- 13) **Dr. Yashree Dixit** – Independent Director (w.e.f. 12.08.2023)

KEY-MANAGERIAL PERSONNEL

- 1) **Mr. Amarendra Kumar Gupta** - Chief Financial Officer (upto 09.06.2022)
- 2) **CA Mehul Shah** - Chief Financial Officer (w.e.f. 10.06.2022)
- 3) **Dr. Dhruvi Trivedi** - Company Secretary and Compliance Officer

BANKERS

HDFC Bank
IndusInd Bank
IDBI Bank

REGISTERED & CORPORATE OFFICE

202, Dev Arc, Opp. Iskon Temple,
S. G. Highway, Ahmedabad – 380059
Tel. 079 66125500/698; Fax. 079 66125600/66058672
Email: info@aglasiangranito.com
Web: www.aglasiangranito.com
CIN: L17110GJ1995PLC027025

PLANTS

- 1) Ceramic Zone, Katwad Road, At & Po. Dalpur, Taluka Prantij 383 120, Dist.: Sabarkantha.
- 2) Plot No. 767, Nr. JTI, Kheda- Dholka Highway, Village: Radhu, Dist: Kheda
- 3) Behind Sardar Plant, Idar-383430, Dist. Sabarkantha

STATUTORY AUDITORS

M/s. RRS & Associates
Chartered Accountants

AUDIT COMMITTEE

- 1) **Mr. Kandarp Trivedi** – Chairman
- 2) **Mr. Maganlal Prajapati** – Member
- 3) **Mr. Kamleshkumar B. Patel** – Member

NOMINATION & REMUNERATION COMMITTEE

- 1) **Mr. Mukeshbhai J. Shah** – Chairman
- 2) **Mr. Hemendrakumar Shah** – Member
- 3) **Mr. Kandarp Trivedi** – Member
- 4) **Mr. Kamleshkumar B. Patel** – Member

STAKEHOLDERS RELATIONSHIP COMMITTEE

- 1) **Dr. Indira Nityanandam** – Chairperson
- 2) **Mr. Kamleshkumar B. Patel** – Member
- 3) **Mr. Kandarp Trivedi** – Member

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

- 1) **Mr. Kamleshkumar B. Patel** – Chairman
- 2) **Mr. Mukeshbhai J. Patel** – Member
- 3) **Dr. Indira Nityanandam** – Member

RISK MANAGEMENT COMMITTEE:

- 1) **Mr. Mukeshbhai J. Patel** – Chairman
- 2) **Mr. Kamleshkumar B. Patel** – Member
- 3) **Mr. Kandarp Trivedi** – Member (w.e.f. 02.02.2023)
- 4) **Mr. Maganlal Prajapati** – Member (upto 02.02.2023)

REGISTRAR & SHARE TRANSFER AGENT

Link Intime (India) Private Limited
506-508, Amarnath Business Centre-1 (ABC-1),
Besides Gala Business Centre, Near XT Xavier's College
Corner Off C G Road, Navrangpura, Ahmedabad 380009
Tel. +91 79 26465179 /86 /87
E-mail id: ahmedabad@linkintime.co.in
Website: www.linkintime.co.in

SCRIP CODE, SYMBOL AND ISIN:

- 1) **BSE Scrip Code:** 532888
- 2) **NSE Symbol:** ASIANTILES
- 3) **ISIN:** INE022I01019

SECRETARIAL AUDITORS

M/s. RPAP & Co.
Practicing Company Secretary



Asian Granito India Ltd.

Regd. & Corp. Office

202, Dev Arc, Opp. Iskcon Temple, S.G. Highway,
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