

# Jai Corp Limited

**Corporate Office:** #603, Embassy Centre, Backbay Reclamation, Nariman Point, Mumbai- 400 021. **Tel:** 91-22-3521 5146/313906050; **E-mail:** [cs@jaicorpindia.com](mailto:cs@jaicorpindia.com)  
**E-mail for investors:** [cs2@jaicorpindia.com](mailto:cs2@jaicorpindia.com)  
CIN: L17120MH1985PLC036500 website: [www.jaicorpindia.com](http://www.jaicorpindia.com)

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August 18, 2023

**The Listing Centre,  
BSE Limited.**

**The Manager, Listing Department,  
National Stock Exchange of India Limited.**

**Ref: Regulations 30 & 34 (1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**Sub.: Annual Report 2022-23.**

Dear Sir / Madam,

Please find attached the Annual Report of the Company for the financial year 2022-23.

Kindly acknowledge receipt.

Thanking you,  
Yours faithfully

For **Jai Corp Limited**

**Company Secretary**

**Enclo.: as above**





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## COMPANY INFORMATION

### BOARD OF DIRECTORS

Chairman

**Anand Jain**

Vice Chairman

**Virendra Jain**

Managing Director & CEO

**Gaurav Jain**

Director – Works

**Dinesh Paliwal**

Independent Directors

**Kaushik Deva**

**Priyanka Fadia**

**Amita Jasani**

**Shruti Shah**

### CHIEF FINANCIAL OFFICER

Deepak Ojha

### COMPANY SECRETARY & COMPLIANCE OFFICER

Ananjan Datta

### BOARD COMMITTEES:

#### Audit Committee

Kaushik Deva-Chairman

Virendra Jain

Priyanka Fadia

Amita Jasani

#### Corporate Social Responsibility Committee

Anand Jain-Chairman

Virendra Jain

Kaushik Deva

#### Nomination and Remuneration Committee

Kaushik Deva-Chairman

Anand Jain

Virendra Jain

Priyanka Fadia

Amita Jasani

Shruti Shah

### Stakeholders Relationship Committee

Kaushik Deva-Chairman

Virendra Jain

Gaurav Jain

Amita Jasani

### Share Transfer Committee

Virendra Jain-Chairman

Gaurav Jain

Dinesh Paliwal

### Risk Management Committee

Virendra Jain-Chairman

Gaurav Jain

Kaushik Deva

Dinesh Paliwal

Deepak Ojha

### Business Responsibility and Sustainability Committee

Kaushik Deva-Chairman

Anand Jain

Virendra Jain

### BANKERS

Axis Bank

HDFC Bank

IDBI Bank

Kotak Mahindra Bank

### REGISTERED OFFICE

A-3, M.I.D.C. Industrial Area,  
Nanded- 431 603, Maharashtra.

### CORPORATE OFFICE

603, Embassy Centre, Nariman Point,  
Mumbai-400 021, Maharashtra.

Website: [www.jaicorpindia.com](http://www.jaicorpindia.com)

Tel: +91-22-3521 5146 / 3139 6050

e-mail address for shareholders:

[cs2@jaicorpindia.com](mailto:cs2@jaicorpindia.com)

Others: [jaicorp@jaicorpindia.com](mailto:jaicorp@jaicorpindia.com)

### MANUFACTURING FACILITIES

- (i) **Plastic Processing Division**
- (a) 140/1/1/1 to 140/1/1/9,  
Village Khadoli, Silvassa  
(DNHDD) (100% EOU  
Unit)
- (b) Survey No.168/182-191,  
Dabhel Ind. Co-op. Soc.  
Ltd., Dabhel, Daman  
(DNHDD)
- (c) Survey No.141, Dabhel  
Ind. Co.op Soc. Ltd.,  
Dabhel, Daman (DNHDD)
- (d) Survey No. 326/1,  
326/2/1, Sector-III  
Village Athal, Silvassa  
(DNHDD)
- (e) Survey No. 246, Khanvel  
Road, Vasona, Silvassa  
(DNHDD).
- (ii) **Textile Division**
- Plot No.1620, G.I.D.C.,  
Sarigam, Dist. Valsad, Gujarat.
- (iii) **Steel Division**
- A-3, M.I.D.C. Indl. Area,  
Nanded, Maharashtra

### REGISTRAR & SHARE TRANSFER AGENT

KFin Technologies Limited

Selenium Tower B,

Plot Nos. 31 & 32,

Financial District,

Nanakramguda Serilingampally

Mandal, Hyderabad – 500 032,

Telangana.

Tel: 1-800-309-4001

e- mail: [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com)

Website : <https://www.kfintech.com>

and / or <https://ris.kfintech.com/>

### AUDITOR

Chaturvedi & Shah LLP

Chartered Accountants

**38<sup>th</sup> Annual General Meeting will be held on Monday, 11<sup>th</sup> September 2023 at 11.00 a.m.  
through video conferencing /other audio visual means.**

## NOTICE

**NOTICE** is hereby given that the Thirty-eighth Annual General Meeting of the Members of Jai Corp Limited will be held on Monday the 11<sup>th</sup> day of September, 2023 at 11:00 a.m. through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) to transact the following business:

### AS ORDINARY BUSINESS:

1. To consider and adopt:
  - a. the audited standalone financial statements and the Reports of the Board of Directors and the Auditor thereon and in this regard, pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** the audited standalone financial statements for the year ended 31<sup>st</sup> March, 2023 together with the Reports of the Directors and Auditor thereon be and are hereby considered, approved and adopted.”

- b. the audited consolidated financial statements and the Report of the Auditor thereon and in this regard, pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** the audited consolidated financial statements for the year ended 31<sup>st</sup> March, 2023 together with the Report of the Auditor thereon be and are hereby considered, approved and adopted.”

2. To declare a dividend on equity shares and in this regard, pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the recommendations made by the Board of Directors of the Company, a dividend at the rate of 50% (i.e. ₹ 0.50) per equity share of face value ₹ 1/- each the equity shareholders of the Company holding 17,84,49,410 equity shares, for the financial year ended 31<sup>st</sup> March, 2023, whose names appear in the Register of Members at close of business on 4<sup>th</sup> September, 2023 be and is hereby declared to be paid out of the profits of the Company.”

3. To appoint a Director in place of Mr. Virendra Jain (DIN: 00077662), who retires by rotation, being eligible, offers himself for re-appointment and in this regard, pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** Mr. Virendra Jain (DIN: 00077662), Director of the Company who retires by rotation and being eligible has offered himself for re-appointment be and is hereby re-appointed a Director of the Company whose period of office is liable to determination by retirement of directors by rotation.”

### AS SPECIAL BUSINESS:

4. To re-appoint Mr. Dinesh Deokinandan Paliwal (DIN: 00524064) as a Whole Director with the designation of Director- Works and in this regard, pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 2(51), 196, 197 and 203 of the Companies Act, 2013 (“the Act”) read with Schedule V to the Act, Rule 8 of the Companies ( Appointment & Remuneration of Managerial Personnel) Rules, 2014 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder together with Regulation 17 and all other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”) including any statutory modification or re-enactment thereof for the time being in force, Mr. Dinesh Deokinandan Paliwal (DIN: 00524064) be and is hereby re-appointed as the Whole-time Director of the Company, with the designation of Director-Works, for a period of 3 (three) years with effect from 1<sup>st</sup> April, 2024 upon the terms and conditions as set out in explanatory statement annexed hereto, including the minimum remuneration to be paid in the event of loss or inadequacy of profits in any financial year, with authority to the Board (which term shall include the Nomination and Remuneration Committee) to alter and vary terms and conditions of said appointment in such manner as may be agreed to between the Board and Mr. Dinesh Deokinandan Paliwal so long as any amended terms are not, in the opinion of the Board prejudicial to the interests of the Company;

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

5. To ratify the remuneration payable to the cost auditor for the financial year ending 31<sup>st</sup> March, 2024 and in this regard, pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Companies (Audit and Auditors) Rules, 2014 framed thereunder (“the Rules”) (including any statutory modification(s) or re-enactment of the Act and/ or the Rules for the time being in force) Tadhani and Co., Cost Accountants (Membership No. 33178 issued by the Institute of Cost Accountants of India), cost auditor appointed by

the Board of Directors of the Company to conduct the audit of cost records of the Company for the financial year ending 31<sup>st</sup> March, 2024 be paid a remuneration of ₹ 88,000/- excluding the Goods and Services Tax.”

By Order of the Board of Directors

Mumbai

11<sup>th</sup> August, 2023

**A. Datta**

Company Secretary

**Registered Office:** A-3, M.I.D.C. Indl. Area, Nanded 431 603, Maharashtra.

**CIN:** L17120MH1985PLC036500

**e-mail for investors:** [cs2@jaicorpindia.com](mailto:cs2@jaicorpindia.com)

**NOTES:**

1. The Ministry of Corporate Affairs (“MCA”) has vide its General Circular No. 10/2022 dated 28<sup>th</sup> December, 2022 read together with General Circulars No. 20/2020 dated 5<sup>th</sup> May, 2020, and No. 02/2022 dated 5<sup>th</sup> May, 2022 (collectively referred to as “MCA Circulars”) permitted convening the Annual General Meeting (“AGM” / “Meeting”) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”), without the physical presence of the members at a common venue. In accordance with the MCA Circulars, provisions of the Companies Act, 2013 (‘the Act’) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“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.
2. The Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to Special Business to be transacted at the Meeting is annexed hereto.
3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, 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 to this Notice pursuant to MCA and SEBI Circulars.
4. The Register of Members and Share Transfer Books for shares held in physical form will remain closed from Tuesday, the 5<sup>th</sup> day of September, 2023 to Monday, the 11<sup>th</sup> day of September, 2023 (both days inclusive).
5. The dividend recommended by the Board of Directors, if declared at the Meeting will be payable to those Members whose names are registered in the Register of Members of the Company at close of business on Monday 4<sup>th</sup> September, 2023. Subject to approval of the Members at the AGM, the dividend will be paid within a week from the conclusion of the AGM, to the Members whose names appear on the Company's Register of Members as on the Record Date, and in respect of the shares held in dematerialised mode, to the Members whose names are furnished by National Securities Depository Limited and Central Depository Services (India) Limited as beneficial owners as on that date. Payment of dividend shall be made through electronic mode to the Members who have updated their bank account details. Dividend warrants / demand drafts will be despatched to the registered address of the Members who have not furnished/ updated their bank account details. Shareholders are requested to register / update their complete bank details: (a) with their Depository Participant(s) with whom they maintain their demat accounts, if shares are held in dematerialised mode by submitting the requisite documents, and (b) with the Company / the Company's Registrar and Share Transfer Agent (‘RTA’), KFin Technologies Limited (“KFinTech”), if shares held in physical mode, by submitting scanned copy of the signed request letter which shall contain shareholder's name, folio number, bank details (Bank account number, Bank and Branch Name and address, IFSC, MICR details).
6. Un-paid/ un-claimed dividends up to financial year 2014-15 have been transferred to the Investor Education and Protection Fund (“the IEPF”) pursuant to the provisions of Section 205A of the Companies Act, 1956 and/or Section 124 of the Companies Act, 2013 (“the Act”). Un-paid/ un-claimed dividend for the financial years 2015-16, 2016-17, 2017-18, 2018-19, 2019-20, 2020-21 and 2021-22 will be transferred to the IEPF on or after 28<sup>th</sup> October, 2023, 15<sup>th</sup> October, 2024, 30<sup>th</sup> October, 2025, 31<sup>st</sup> October, 2026, 2<sup>nd</sup> February, 2027, 28<sup>th</sup> December, 2028 and 7<sup>th</sup> December, 2029 respectively pursuant Section 124 of the Act. The members who have not cashed their dividend warrant/s are requested to immediately make their claims to the Company/KFinTech. It may be noted that pursuant to Section 124(6) of the Act, all shares in respect of which unpaid or unclaimed dividend has been transferred shall also be transferred by the Company in the name of the IEPF. The Company has transferred all shares, held in physical or in dematerialized form, in respect of which dividend(s) for the financial year 2014-15 or before remained unpaid or unclaimed for seven years or more consecutively to the IEPF. Members may visit [http://www.jaicorpindia.com/investor/unpaid\\_dividend.html](http://www.jaicorpindia.com/investor/unpaid_dividend.html) to ascertain the status of their shares and/ or unclaimed dividend. Necessary details have also been uploaded on the website of IEPF Authority and the same can be

accessed through the link: [www.iepf.gov.in](http://www.iepf.gov.in). The shareholders whose shares as well as unclaimed dividends have been transferred to the IEPF can now claim back the same. The IEPF Refund webpage can be accessed by visiting: [www.iepf.gov.in/IEPF/refund.html](http://www.iepf.gov.in/IEPF/refund.html). Necessary details are also available with KFintech.

7. SEBI vide its notification dated 24<sup>th</sup> January, 2022 read with Circular dated 25<sup>th</sup> January, 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialised form. In view of the same and to eliminate all risks that are associated with physical shares and avail various benefits of dematerialisation Members are advised to dematerialise the shares held by them in physical form. Members can contact the KFintech/ Company for assistance in this regard. SEBI has vide Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 has inter alia informed the norms for furnishing PAN, KYC Nomination. The Company had sent letters/ e-mails to the concerned Members, holding shares in physical form for furnishing the required details. Vide this Circular, SEBI has made it mandatory for all holders of physical securities in listed companies to furnish PAN, Nomination, Contact details, Bank A/c details and Specimen signature for their corresponding folio numbers. The folios wherein any one of the cited document/details are not available on or after October 01, 2023, shall be frozen by the RTA. Frozen folios shall be referred by the RTA / listed company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/or Prevention of Money Laundering Act, 2002, if they continue to remain frozen as on December 31, 2025. SEBI has issued a Press Release dated March 08, 2023 advising all investors to ensure linking of their PAN with Aadhaar number prior to March 31, 2023, for continual and smooth transactions in securities market and to avoid consequences of non-compliance with the said CBDT circular, as such accounts would be considered non-KYC compliant, and there could be restrictions on securities and other transactions until the PAN and Aadhaar are linked.
8. Non-resident Indian shareholders are requested to inform the Company/ RTA immediately:-
  - i. Change in residential status on return to India for permanent settlement.
  - ii. Particulars of bank account maintained in India with complete name, branch, branch code, account type, account number and address of bank, if not furnished earlier.
  - iii. Copy of Reserve Bank of India permission.
9. In terms of Section 72 of the Act read with Rule 19 of the Companies (Share Capital and Debentures) Rules, 2014 and SEBI Circular, shareholders are entitled to make nomination in respect of shares held by them. Shareholders desirous of making nominations in respect of shares held by them are requested to send the necessary particulars in Form No. SH.13 (available on request) to the Company/ KFintech. If a Member desires to opt out of Nomination he/she may submit the same in Form ISR – 3 or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in Form SH-14. Members are requested to submit the said details to their DP in case the shares are held by them in dematerialised form and to the /Company/KFintech in case the shares are held in physical form.
10. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
11. Pursuant to Section 152 of the Companies Act, 2013, Mr. Virendra Jain (DIN: 00077662), who retires by rotation and being eligible, offers himself for re-appointment. He is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013. Other than Mr. Virendra Jain, Mr. Anand Jain and Mr. Gaurav Jain being related to Mr. Virendra Jain may be deemed to be interested in the resolution set out at Item No. 3 of the Notice. The other relatives of Mr. Virendra Jain may be deemed to be interested in the said resolution to the extent of their shareholding interest. No other Director / Key Managerial Personnel/ their relatives is in any way, considered concerned or interested, financially or otherwise in this resolution, except as a member of the Company.
 

The Nomination and Remuneration Committee and the Board commend the Ordinary Resolution set out at Item No. 3 of the Notice for approval by the members.
12. Brief resume of all Directors who are proposed to be appointed/ re-appointed, nature of their expertise in specific functional areas, names of other companies in which they hold directorships and memberships/chairmanships of Committees of the Board, shareholdings and relationships between Directors *inter-se* as required to be provided pursuant to Regulation 36(3) of the Listing Regulations and the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India are given as an 'Annexure' to this Notice.
13. Members who have not registered their e-mail addresses so far are requested to register their e-mail address with KFintech (if shares are held



physically) or with relevant Depository Participant (if shares are dematerialised) so that they can receive the Annual Report and other communication from the Company electronically. Pursuant to Sections 20, 101 and 136 of the Act read with Rule 18 of the Companies (Management and Administration) Rules, 2014 and Rule 11 of the Companies (Accounts) Rules, 2014 service of documents through electronic mode is now permitted.

14. Members seeking any information with regard to the accounts or any matter to be placed at the Annual General Meeting are requested to write an email to the Company on or before 9<sup>th</sup> September, 2023 at Company’s designated email address for investors: [cs2@jaicorpindia.com](mailto:cs2@jaicorpindia.com).

**A. RESIDENT SHAREHOLDERS:**

**A.1 Tax Deductible at Source for Resident Shareholders**

Sr. No.	Particulars	Withholding Tax rate	Documents required (if any)
1	Valid PAN updated in the Company’s Register of Members	10%	No document required (if no exemption is sought). Please refer note (v) below.
2	No PAN/ valid PAN not updated in the Company’s Register of Members	20%	No document required (if no exemption is sought). TDS / Withholding tax will be deducted at 20% as provided under Section 206AA of the Income Tax Act, 1961, regardless of dividend amount, if PAN of the shareholder other than individual is not registered with the Company/KFintech/ Depository Participant before the record date.
3	Shareholder falling in the category of “specified person” as defined in Section 206AB of Income Tax Act, 1961	20%	The PAN of the shareholder registered with the Company / KFintech / Depository Participant will be validated on “Compliance Check functionality for Section 206AB & 206CCA” on Reporting Portal of Income Tax Department & accordingly 20% TDS / Withholding tax will be deducted with reference to Section 206AB of Income Tax Act, 1961, if the person is “specified person”. Please refer note (vi) below.
4	Availability of lower/nil tax deduction certificate issued by Income Tax Department u/s 197 of Income Tax Act, 1961	Rate specified in the certificate	Lower tax deduction certificate obtained from Income Tax Authority before the record date.
5	Benefits under Income Tax Rule 37BA	Rates based on Applicability of Income Tax Act, 1961 to the beneficial owner	If the registered shareholder e.g. Clearing Member / intermediaries / stock brokers are not the beneficial shareholders of the shares and if the declaration under the Income Tax Rule 37BA(2) is provided regarding the beneficial owner, the TDS / Withholding tax will be deducted at the rates applicable to the beneficial shareholders.

**15. Tax Deductible at Source (TDS) / Withholding tax**

Pursuant to the provisions of the Income Tax Act, 1961 as amended by and read with the provisions of the Finance Acts, 2020 and 2021 dividend declared and paid by the Company after April 1, 2020, is taxable in the hands of shareholders. The Company is required to deduct the tax at source (“TDS”) on the distribution of dividend income to its shareholders at the applicable rates. The TDS rate would vary depending on the residential status of the shareholder and documents registered with the Company/KFintech/ Depository Participant.

**A.2 No Tax Deductible at Source on dividend payment to resident shareholders if the Shareholders submit and register following documents as mentioned in column no. 4 of the below table with the Company / KFintech/ Depository Participant before the record date:**

Sr. No.	Particulars	Withholding Tax rate	Documents required (if any)
1	Submission of form 15G/15H	Nil	Declaration in Form No. 15G (applicable to any person other than a company or a firm) / Form 15H (applicable to an Individual who is 60 years and above), fulfilling certain conditions.
2	Shareholders to whom section 194 of the Income Tax, 1961 does not apply such as LIC, GIC, etc.	Nil	Documentary evidence that the said provisions are not applicable.
3	Shareholder covered u/s 196 of Income Tax Act, 1961 such as Government, RBI, corporations established by Central Act & mutual funds.	Nil	Documentary evidence for coverage u/s 196 of Income Tax Act, 1961.
4	Category I and II Alternative Investment Fund	Nil	SEBI registration certificate to claim benefit under section 197A (1F) of Income Tax Act, 1961.
5	<ul style="list-style-type: none"> <li>• Recognised provident funds</li> <li>• Approved superannuation fund</li> <li>• Approved gratuity fund</li> </ul>	Nil	Necessary documentary evidence as per Circular No. 18/2017 issued by Central Board of Direct Taxes (CBDT).
6	National Pension Scheme	Nil	No TDS as per section 197A (1E) of Income Tax Act, 1961
7	Any resident shareholder exempted from TDS deduction as per the provisions of Income Tax Act or by any other law or notification.	Nil	Necessary documentary evidence substantiating exemption from deduction of TDS.

**B. NON-RESIDENT SHAREHOLDERS:**

**Withholding tax on dividend payment to non-resident shareholders if the non-resident shareholders submit and register following document as mentioned in column no. 4 of the table below with the Company / KFintech before record date:**

Sr. No.	Particulars	Withholding Tax rate	Documents required (if any)
1	Foreign Institutional Investors (FIIs) / Foreign Portfolio Investors (FPIs)/ Other Non-resident shareholders	20% (plus applicable surcharge and cess) or tax treaty rate whichever is beneficial)	<p>FPI registration number / certificate. To avail beneficial rate of tax treaty following tax documents would be required:</p> <ol style="list-style-type: none"> <li>1. Tax Residency certificate issued by revenue authority of country of residence of shareholder for the year in which dividend is received</li> <li>2. PAN or declaration as per Rule 37BC of Income Tax Rules, 1962 in a specified format.</li> <li>3. Form 10F filled &amp; duly signed</li> <li>4. Self-declaration for non-existence of permanent Establishment / fixed base in India</li> </ol> <p>(Note: Application of beneficial Tax Treaty Rate shall depend upon the completeness of the documents submitted by the Non- Resident shareholder and review to the satisfaction of the Company)</p>

Sr. No.	Particulars	Withholding Tax rate	Documents required (if any)
2	Indian Branch of a Foreign Bank	Nil	Lower tax deduction certificate u/s 195(3) obtained from Income Tax Authority. Self-declaration confirming that the income is received on its own account and not on behalf of the Foreign Bank. In case above documents are not made available, then TDS / Withholding tax will be at 40% (plus applicable surcharge and cess).
3	Availability of Lower/ NIL tax deduction certificate issued by Income Tax Department u/s 197 of Income Tax Act, 1961	Rate specified in certificate	Lower tax deduction certificate obtained from Income Tax Authority.
4	Any non-resident shareholder exempted from Withholding Tax deduction as per the provisions of Income Tax Act or any other law such as The United Nations (Privileges and Immunities) Act 1947, etc.	NIL	Necessary documentary evidence substantiating exemption from Withholding Tax deduction.

**Notes:**

- (i) The Company will issue soft copy of the TDS certificate to its shareholders through e-mail registered with KFintech post payment of the dividend. Shareholders will be able to download Form 26AS from the Income Tax Department's website <https://incometaxindiaefiling.gov.in>
- (ii) The aforesaid documents such as Form 15G/ 15H, documents under sections 196, 197A, FPI Registration Certificate, Tax Residency Certificate, Lower Tax certificate etc. can be uploaded on the link <https://ris.kfintech.com/form15> on or before the record date to enable the Company to determine the appropriate TDS / Withholding Tax rate applicable. Any communication on the tax determination/ deduction received after the record date shall not be considered. Formats of Form 15G / Form 15H can be downloaded from the link <https://ris.kfintech.com/form15>.
- (iii) Application of TDS rate is subject to necessary verification by the Company of the shareholder details as available in Register of Members as on the Record Date, and other documents available with the Company/ KFintech.
- (iv) In the case TDS is deducted at a higher rate, an option is still available with the shareholder to file the return of income and claim an appropriate refund.

- (v) No TDS will be deducted in case of resident individual shareholders who furnish their PAN details and whose dividend does not exceed ₹ 5,000/-. However, where the PAN is not updated in Company/ KFintech/ Depository Participant records or in case of an invalid PAN, the Company will deduct TDS u/s 194 without considering the exemption limit of ₹ 5,000/-. All the shareholders are requested to update their PAN with their Depository Participant (if shares are held in electronic form) and Company / KFintech (if shares are held in physical form) against all their folio holdings on or before the record date.
- (vi) The "specified person" as defined under Section 206AB of Income Tax Act, 1961 means a resident:
  - the returns of income for both of the two assessment years relevant to the two previous years immediately prior to the previous year in which tax is required to be deducted, for which the time limit of filing return of income under sub-section (1) of section 139 has expired and;
  - the aggregate of tax deducted at source and tax collected at source in his case is rupees fifty thousand or more in each of these two previous years.

Further, a non-resident person having a permanent establishment in India shall also be treated as "specified person" if the above conditions are met.

(vii) The Resident Non-Individual Members i.e. Insurance companies, Mutual Funds and Alternative Investment Fund (AIF) established in India and Non-Resident Non-Individual Members i.e. Foreign Institutional Investors and Foreign Portfolio Investors may alternatively submit the relevant forms / declarations / documents through their respective custodian who is registered on NSDL platform, on or before the record date.

(viii) In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided by the shareholder, such shareholder will be responsible to indemnify the Company and also, provide the Company with all information / documents and co-operation in any appellate proceedings. This Communication is not exhaustive and does not purport to be a complete analysis or listing of all potential tax consequences in the matter of dividend payment. Shareholders should consult their tax advisors for requisite action to be taken by them.

16. Since the Annual General Meeting will be held through VC / OAVM, the route map to the venue of the Annual General Meeting is not annexed in this Notice.

#### 17. Dispatch of the annual report Through Electronic Mode:

Based upon the MCA General Circular no. 10/2022 dated 28<sup>th</sup> December, 2022 read with General Circulars No. No. 20/2020 dated 5<sup>th</sup> May, 2020 and 02/2022 dated 5<sup>th</sup> May, 2022 and SEBI Circular NO. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5<sup>th</sup> January, 2023, Notice of the AGM along with the Annual Report 2022-23 is being sent the manner permitted therein. Members may note that the Notice and Annual Report 2022-23 will also be available on the Company's website [www.jaicorpindia.com](http://www.jaicorpindia.com), websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively, and on the website of Company's Registrar and Share Transfer Agent, KFintech at [https:// evoting.kfintech.com](https://evoting.kfintech.com)

#### 18. Instructions for E-Voting and joining the Annual General Meeting online are as follows:

##### A. Voting through electronic means:

i. In compliance with the provisions of Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations, as amended and in terms of SEBI vide circular dated 9<sup>th</sup> December, 2020 "e-Voting Facility Provided by Listed Entities", the Company is providing to its Members,

the facility to exercise their right to vote on resolutions proposed to be considered at the 38<sup>th</sup> AGM by electronic means and the business may be transacted through e-voting services. The facility of casting the votes by the Members using the electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by KFintech.

ii. The Board of Directors has appointed Ms. Payal Kotak, a Practicing Company Secretary as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner.

iii. Members who have cast their vote by remote e-voting prior to the AGM may also attend/participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.

iv. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.

v. The remote e-voting period commences on Friday, the 8<sup>th</sup> September, 2023 (9:00 a.m.) and ends on Sunday, the 10<sup>th</sup> September, 2023 (5:00 p.m.). During this period, the Members of the Company, holding shares either in physical form or in dematerialized form, (as on the cut-off date of 4<sup>th</sup> September, 2023) may cast their votes by remote e-voting. The remote e-voting module shall be disabled by KFintech for voting thereafter.

vi. Once the vote on a resolution is cast by a Member through e-voting, the concerned Member shall not be allowed to change it subsequently.





vii. A person who is not a Member as on the cut-off date should treat this Notice of AGM for information purpose only.

viii. All documents referred to in the accompanying Notice are open for inspection up to the date of the 38<sup>th</sup> AGM of the Company through electronic mode.

ix. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act shall be made available at the AGM through electronic mode.

x. **Login method for e-voting and joining virtual meeting for Individual shareholders holding securities in demat mode in terms of SEBI Circular dated 9<sup>th</sup> December, 2020:** Pursuant to SEBI circular no. SEBI/HO/CFD/

CMD/CIR/P/2020/242 dated December 9, 2020 on “e-Voting Facility Provided by Listed Entities”, e-voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-voting facility. Pursuant to above said SEBI Circular, Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<p>Individual Shareholders holding securities in demat mode with NSDL:</p> <ol style="list-style-type: none"> <li>Existing IDeAS user can visit the e-Services website of NSDL Viz.<a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</li> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> Select “Register Online for IDeAS Portal” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p><b>App Store</b></p>  </div> <div style="text-align: center;">  <p><b>Google Play</b></p>  </div> </div>

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with <b>CDSL</b>	<p>Individual Shareholders holding securities in demat mode with CDSL</p> <ol style="list-style-type: none"> <li><b>1. Existing user who have opted for Easi / Easiest</b> <ol style="list-style-type: none"> <li>I. Visit URL: <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or URL: <a href="http://www.cdslindia.com">www.cdslindia.com</a></li> <li>II. Click on New System Myeasi</li> <li>III. Login with your registered user id and password.</li> <li>IV. The user will see the e-Voting Menu. The Menu will have links of ESP i.e. KFintech e-Voting portal.</li> <li>V. Click on e-Voting service provider name to cast your vote.</li> </ol> </li> <li><b>2. User not registered for Easi/Easiest</b> <ol style="list-style-type: none"> <li>I. Option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>II. Proceed with completing the required fields.</li> <li>III. Follow the steps given in point 1.</li> </ol> </li> <li><b>3. Alternatively, by directly accessing the e-Voting website of CDSL</b> <ol style="list-style-type: none"> <li>I. Visit URL: <a href="http://www.cdslindia.com">www.cdslindia.com</a></li> <li>II. Provide your demat Account Number and PAN No.</li> <li>III. System will authenticate user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account.</li> <li>IV. After successful authentication, user will be provided links for the respective ESP, i.e. KFintech where the e- Voting is in progress.</li> </ol> </li> </ol>

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their <b>Depository participants</b>	<ol style="list-style-type: none"> <li>I. You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for e-Voting facility.</li> <li>II. Once logged-in, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature.</li> <li>III. Click on options available against Company name or e-Voting service provider – KFintech and you will be redirected to e-Voting website of KFintech for casting your vote during the remote e-Voting period without any further authentication or joining virtual meeting &amp; voting during the meeting.</li> </ol>

**Important Note:**

Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

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

xi. **Login method for e-voting and joining virtual meeting other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode as under:**

**(I) Members whose email ids are registered with the Company/ KFintech/DP** will receive an email from KFintech informing them of their User ID and Password. Once a Member receives the email, he or she will need to go through the following steps to complete the e-voting process:

- a. Launch internet browser by typing <https://evoting.kfintech.com> in the address bar.
- b. Enter the login credentials (i.e. User ID and Password) which will be sent separately. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and Password for casting your vote. If required, please visit <https://evoting.kfintech.com> or contact toll free number 1800-309-4001 [from 9:00 a.m. (IST) to 6:00 p.m. (IST) on all working days] for your existing Password.
- c. After entering these details appropriately, click on "LOGIN".
- d. You will now reach Password change Menu wherein you are required to mandatorily change your Password. The new Password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric (0-9) and a special character (@, #, \$, etc.).  
  
The system will prompt you to change your Password and update your contact details like mobile number, email address, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your Password in case you have forgotten your Password. It is strongly recommended that you do not share your Password with any other person and that you take utmost care to keep your Password confidential.
- e. You need to login again with the new credentials.
- f. On successful login, the system will prompt you to select the E-voting Event Number for Jai Corp Limited.

- g. On the voting page, enter the number of shares (which represents the number of votes) as on the cut-off date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially in "AGAINST" but the total number in "FOR/AGAINST" taken together should not exceed your total shareholding as on the cut-off date. If you do not want to cast your vote, select "ABSTAIN".
- h. Members holding shares under multiple folios/demat accounts shall choose the voting process separately for each of the folios/demat accounts.
- i. Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item it will be treated as abstained.
- j. You may then cast your vote by selecting an appropriate option and click on "SUBMIT".
- k. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you confirm your vote on the Resolution(s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s). I. Corporate/ Institutional Members (i.e. other than Individuals, HUF, NRIs, etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Power of Attorney/ Authority Letter, etc., together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at e-mail ID: [payalkotak.pk@gmail.com](mailto:payalkotak.pk@gmail.com). They may also upload the same in the e-voting module in their login. The scanned image of the abovementioned documents should be in the naming format "Corporate Name\_EVENT NO."
- m. In case of any query pertaining to e-voting, please visit 'Help & FAQ's section' available at KFintech's website <https://evoting.kfintech.com>.
- n. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication.

- o. Any person who becomes a Member of the Company after dispatch of the Notice of the Meeting and holding shares as on the cut-off date i.e. 11<sup>th</sup> August, 2023, may obtain the User ID and Password in the manner as mentioned below.

- If e-mail address or mobile number of the Member is registered against Folio No./DP ID and Client ID, then on the home page of <https://evoting.kfintech.com>, the member may click “Forgot Password” and enter Folio No. or DP ID and Client ID and PAN to generate a new Password.
- You may call Company’s Registrar KFinTech on toll free number 1800-309-4001 [from 9:00 a.m. (IST) to 6:00 p.m. (IST) on all working days] for any help.
- You may also send an e-mail request to [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com).

- B) Members whose email IDs are not registered with the Company/Depository Participants(s), and consequently the Annual Report, Notice of AGM and e-voting instructions cannot be serviced, will have to follow the following process:

Procedure for Registration of email and Mobile: securities in physical mode

Physical shareholders are hereby notified that based on SEBI Circular number: SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37, dated March 16<sup>th</sup>, 2023, All holders of physical securities in listed companies shall register the postal address with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide mobile number. Moreover, to avail online services, the security holders can register e-mail ID. Holder can register/update the contact details through submitting the requisite ISR 1 Form along with the supporting documents.

ISR 1 Form can be obtained by following the link: <https://ris.kfintech.com/clientservices/isc/default.aspx>

ISR Form(s) and the supporting documents can be provided by any one of the following modes.

- a) Through ‘In Person Verification’ (IPV): the authorized person of the RTA shall verify the original documents furnished by the

investor and retain copy(ies) with IPV stamping with date and initials; or

- b) Through hard copies which are self-attested, which can be shared on the address below; or

Name	KFIN Technologies Limited
Address	Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana India - 500 032.

- c) Through electronic mode with e-sign by following the link: <https://ris.kfintech.com/clientservices/isc/default.aspx#>

Detailed FAQs can be found on the link: <https://ris.kfintech.com/faq.html>

For more information on updating the email and Mobile details for securities held in electronic mode, please reach out to the respective DP(s), where the DEMAT a/c is being held.

- iii. After receiving the e-voting instructions, please follow all steps above to cast your vote by electronic means.

**B. In case of members opting for e-voting on the day of the AGM:**

- i. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- ii. Only those members, who are present in the AGM through VC/OAVM facility and have not cast their votes on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting at the AGM.
- iii. 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.
- iv. In case of any assistance during the AGM, members can contact Ms. C. Sobha Anand Dy. Vice President at toll free number 1800-309-4001

**19. Instructions for members for attending the AGM through VC/ OAVM are as under:**

- I. Members will be able to attend the AGM through VC/ OAVM provided by KFinTech by accessing the same at <https://emeetings.kfintech.com> and click on the “video conference” and access the members’ login



by using the remote e-voting credentials. The link for e-AGM will be available in members' login where the EVENT and the name of the company can be selected.

- II. 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 above.
  - III. Facility of joining the AGM through VC/OAVM shall opened 30 (thirty) minutes before the time scheduled for the AGM and shall be kept open throughout the proceedings of the AGM. This does not include large members/ shareholders (members/ shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee, Statutory Auditors, etc. who are allowed to attend the AGM without any restrictions.
  - IV. Members will be allowed to attend the AGM through VC/ OAVM on first come first served basis.
  - V. Members are encouraged to join the AGM through laptops with any internet browsers for better experience.
  - VI. Members will be required to allow "camera" and use internet with a good speed to avoid any disturbance during the meeting.
  - VII. 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.
  - VIII. AGM Questions prior to e-AGM: Members who would like to express their views/ask questions during the meeting may log into <https://emeetings.kfintech.com> and click on "Post your Questions". Thereafter, the members may post their queries/ views in the window provided by mentioning the name, demat account number/folio number, email id, mobile number. "Post your Questions" link shall commence on Friday, the 8<sup>th</sup> September, 2023 at 9.00 a.m. and close on Saturday, the 9<sup>th</sup> September, 2023 at 5.00 p.m.
  - IX. Speaker Registration during e-AGM session: Members who would like to express their views or ask questions during the AGM may register themselves by logging on to <https://emeetings.kfintech.com> and clicking on "Speaker Registration". You would have to mention the demat account number/folio number, city, email id, mobile number and then click on submit. The speaker registration shall commence on Friday, the 8<sup>th</sup> September, 2023 at 9.00 a.m. and close on Saturday, the 9<sup>th</sup> September, 2023 at 5.00 p.m. The Company reserves the rights to restrict the number of speakers depending on availability of time for the AGM.
  - X. A video guide assisting the members attending e-AGM either as a speaker or participant is available for quick reference at URL <https://emeetings.kfintech.com/>
  - XI. Members attending the AGM through VC/ OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act.
  - XII. Members who need assistance before or during the AGM, can contact Ms. C. Shobha Anand, Dy. Vice President at toll free number 1800-309-4001.
20. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than two working days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.
  21. The voting result declared along with the report of the Scrutinizer shall be placed on the website of the Company, viz., [www.jaicorpindia.com](http://www.jaicorpindia.com) and on the website of KFintech <https://evoting.kfintech.com/> immediately after the declaration of result by the Chairman or by a person duly authorised. The results shall also be immediately forwarded to BSE Limited and National Stock Exchange of India Limited, where the equity shares of the Company are listed.
  22. Subject to receipt of requisite number of votes, the resolutions as stated in this Notice shall be deemed to have been passed on the date of the AGM i.e., Monday, the 11<sup>th</sup> September, 2023.

By Order of the Board of Directors

Mumbai  
11<sup>th</sup> August, 2023

**A. Datta**  
**Company Secretary**

**Registered Office:** A-3, M.I.D.C. Indl. Area,  
Nanded 431 603, Maharashtra.  
**CIN:** L17120MH1985PLC036500  
**e-mail for investors:** [cs2@jaicorpindia.com](mailto:cs2@jaicorpindia.com)

**STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:**

**Item No. 4**

**Re-appointment of Mr. Dinesh D. Paliwal as Director- Works:**

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at their meeting held on 11<sup>th</sup> August, 2023, re-appointed Mr. Dinesh D. Paliwal (DIN: 00524064) as an Executive Director with the designation of Director – Works of the Company for a period of three years commencing from 1<sup>st</sup> April, 2024 up to 31<sup>st</sup> March, 2027.

The draft Agreement proposed to be entered into with Mr. Dinesh D. Paliwal, *inter-alia*, contains the following terms: Salary: not exceeding ₹ 8,50,000/- per month. Commission: In addition to salary and perquisites, based on the net profits of the Company in a particular financial year computed in the manner laid down in Section 198 of the Act, as may be approved by the Board but not exceeding the limits laid down in Section 197 of the Act. **Perquisites and Allowances:** Accommodation (furnished or otherwise) or house rent allowance in lieu thereof, house maintenance allowance together with reimbursement of expenses or allowances for utilization of gas, electricity, water, furnishing and repairs, medical expenses/re-imburement for self and his family including dependents, leave travel concession for self and his family including dependents, club fees, medical insurance and such other perquisites and allowances as agreed/authorized by the Board up to ₹ 8,50,000/- per month, subject to overall ceiling of remuneration as stipulated under the Act. The minimum remuneration payable to Mr. Dinesh D. Paliwal in the event of loss or inadequacy of profits in any financial year during the period of his appointment will be subject to a maximum ceiling of ₹ 60,00,000/- per annum including the perquisites as set out in Part II Section II of Schedule V to the Companies Act, 2013. Either party may terminate this Agreement by giving the other 3 (three) months prior notice of termination in writing.

Mr. Dinesh D. Paliwal was paid a remuneration of ₹ 73,27,500/- - for the financial year ended 31<sup>st</sup> March, 2023.

Mr. Dinesh D. Paliwal has over 31 years' experience in the woven sacks and bags industry and has been associated with the Company for over 10 years holding several senior level posts.

Mr. Dinesh D. Paliwal has given his consent to the appointment. He satisfies all the conditions specified under Section 196(3) and Part- I of Schedule V to the Companies Act, 2013. He is not disqualified from being

appointed as Director in terms of Section 164 of the Companies Act, 2013.

The Board of Directors is of the opinion that the appointment of Mr. Dinesh D. Paliwal as the Director-Works will be beneficial to the Company and accordingly commends the Ordinary resolution set out in Item No. 4 of the accompanying Notice for approval of the members.

Other than Mr. Dinesh D. Paliwal, no other Director/ Key Managerial Personnel/ their relatives is in any way, considered concerned or interested, financially or otherwise in this resolution, except as a member of the Company.

**Item No. 5**

**Remuneration of Cost Auditor:**

Pursuant to Section 148 of the Companies Act, 2013 read with Rule 3(B) of the Companies (Cost Records and Audit) Amendment Rules, 2014 ('the Rules') the Company is required to maintain cost records and get them audited in accordance with these Rules for the financial year 2022-23.

The Board of Directors has appointed Tadhani and Co., Cost Accountants (Membership No. 33178 issued by the Institute of Cost Accountants of India) as the cost auditor of the Company for the financial year 2023-24. Pursuant to Section 148(3) of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 members are required to ratify the remuneration payable to the cost auditor.

Based on the recommendation of the Audit Committee, the Board of Directors has approved remuneration of ₹ 88,000/- to Tadhani and Co. excluding the Goods and Services Tax.

The Board of Directors accordingly commends the Ordinary Resolution set out at Item No. 5 of the accompanying Notice for approval of the members which is an enabling resolution.

No Director / Key Managerial Personnel/ their relatives is in any way, considered concerned or interested, financially or otherwise in this resolution, except as a member of the Company.

By Order of the Board of Directors

Mumbai  
11<sup>th</sup> August, 2023

**A. Datta**  
**Company Secretary**

**Registered Office:** A-3, M.I.D.C. Indl. Area,  
Nanded 431 603, Maharashtra.

**CIN:** L17120MH1985PLC036500

e-mail for investors: [cs2@jaicorpindia.com](mailto:cs2@jaicorpindia.com)

**Annexure to the Notice dated 11<sup>th</sup> August, 2023**

**Details of Directors seeking appointment/ re-appointment/ continuation with appointment at the 37th Annual General Meeting pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India**

<b>Name of the Director</b>	<b>Mr. Virendra Jain</b>	<b>Mr. Dinesh D. Paliwal</b>
Age	64 years	53 years
Date of Appointment	31/12/1986	01/04/2021
Expertise in specific functional area/ brief resume	Entrepreneur with over 37 years' of experience in the various businesses	Has more than 31 years of experience in woven sacks manufacturing business. He has around 16 years' experience of working at a senior level, has been associated with the Company since 2010 and has held senior level positions of Vice President and Senior Vice President.
Qualification	B.Com	Mechanical Engineer
No. of equity shares held by a non-executive director in the Company including shares held as beneficial owner ( as at xx.0x.2023)	100 equity shares of face value ₹ 1 each	Nil
Directorships in other listed entities and membership of committees of the board. Listed entities from which the Director has resigned in the past three years	Nil	Nil
Directorships in other unlisted entities and membership/ chairmanship of committees of the board	Directorships- 1. Aero Developers Pvt. Ltd. 2. Aero Fibre Pvt. Ltd. 3. Aero Realty Pvt. Ltd. 4. Ajinkya Construction Pvt. Ltd. 5. Elixrr Industries Pvt. Ltd. 6. Hide-N-Chic Furniture Pvt. Ltd. 7. Iceberg Properties Pvt. Ltd. 8. Jaicorp Welfare Foundation (Sec. 8 co.) 9. Prashant Realtors Pvt. Ltd. 10. Roopjyot Engineering Pvt. Ltd. 11. Silvassa Fibres Pvt. Ltd. 12. Sincere Business Services Pvt. Ltd. 13. Sreetech Agglomerate Pvt. Ltd. 14. Sunrise Computers Pvt. Ltd. 15. Techfab (India) Industries Ltd. 16. VJ Developers Pvt. Ltd.	Nil
Number of Meetings of the Board attended during the year 2022-23	6 out of 6	6 out of 6

<b>Name of the Director</b>	<b>Mr. Virendra Jain</b>	<b>Mr. Dinesh D. Paliwal</b>
Relationship between Directors <i>inter se</i> , Manager and other Key Managerial Personnel.	Is related to Mr. Anand Jain and Mr. Gaurav Jain	None
Terms and conditions of appointment/ re-appointment	In terms of Section 152(6) of the Companies Act, 2013, Mr. Virendra Jain who was appointed as a Non-executive Director at the Annual General Meeting held on 22/11/2021, is liable to retire by rotation. Being eligible has offered himself for re-appointment.	As per the resolutions at item nos. 4 of the Notice convening this Meeting read with the explanatory statement thereto, Mr. Dinesh D. Paliwal is proposed to be appointed as an executive director with the designation of Director – Works for a period of 3 years but is liable to retire by rotation.
Remuneration last drawn	₹ 1,65,000/- as sitting fee for attending Board and Committee meetings.	73,27,500/-
Remuneration proposed to be paid	Sitting fee for attending Board and Committee meetings as may be decided by the Board from time to time but not exceeding the limits specified under the Companies Act, 2013.	As per the resolution at item no. 4 of the Notice convening this Meeting read with the explanatory statement thereto.
DIN	00077662	00524064
Category of directorship & designation	Non- executive, promoter director and Vice-Chairman	Executive director, non-promoter, non-independent and Director- Works

## DIRECTORS' REPORT

Your Directors are pleased to present the Thirty-eighth Annual Report and the audited accounts for the year ended 31<sup>st</sup> March, 2023.

### FINANCIAL SUMMARY:

	(₹ in Lakh)	
	Year Ended 31-03-2023	Year Ended 31-03-2022
<b>Profit before Depreciation, Finance Costs, Exceptional Items &amp; Income – tax</b>	<b>8,132.17</b>	8,066.70
Less: Finance Costs	<b>0.45</b>	335.01
Depreciation and Amortization Expense	<b>882.35</b>	957.29
<b>Profit before Exceptional Items &amp; Income-tax</b>	<b>7,249.37</b>	6,774.40
Exceptional Items	<b>5,077.58</b>	-----
<b>Profit before Income-tax</b>	<b>2,171.79</b>	6,774.40
Less: Provision for Taxation:		
Current Tax	<b>1,858.07</b>	1,621.59
Deferred Tax Expense/ (Credit)	<b>(35.93)</b>	(168.69)
	-----	-----
<b>Net Profit after Tax from Continuing Operations</b>	<b>349.65</b>	5,321.50
Profit/ (Loss) before Tax from Discontinued Operations	<b>(2.52)</b>	131.38
Tax Expenses of Discontinued Operations	<b>(1.18)</b>	32.32
<b>Net Profit/(Loss) after Tax from Discontinued Operations</b>	<b>(1.34)</b>	99.06
<b>Net Profit for the Year</b>	<b>348.30</b>	5,420.56
<b>Other Comprehensive Income (net)</b>	<b>(224.74)</b>	37.22
<b>Total Comprehensive Income</b>	<b>123.56</b>	5,457.78
<b>Statement of Retained Earnings</b>		
At the beginning of the year	<b>50,129.14</b>	44,949.44
Add: Profit for the year	<b>348.30</b>	5,420.56
Less: Dividend paid on Shares	<b>(892.25)</b>	(240.85)
Balance at the end of the year	<b>49,585.20</b>	50,129.14

### THE CHANGE IN THE NATURE OF BUSINESS, IF ANY:

There was no change in the nature of business of the Company during the year or subsequently.

### SHARE CAPITAL:

The paid-up Share Capital of the Company as on 31<sup>st</sup> March, 2023 remains unchanged at ₹ 1784.49 lakh. The Company has not issued shares with differential voting rights, granted stock options sweat equity shares and none of the Directors of the Company hold any such share or convertible instrument issued by the Company.

### RESULT OF OPERATIONS AND THE STATE OF THE COMPANY'S AFFAIRS:

During the year under review, the gross turnover of the Company's Steel Division was ₹ 24.92 crore as compared to the previous year's gross turnover of ₹ 71.45 crore. The Division reported a profit/(loss) of ₹ (3.19) crore during the year under review as against a profit of ₹ (0.46) crore of the previous year.

The Plastic Processing Division of the Company achieved a gross turnover of ₹ 565.35 crore as compared to previous year's gross turnover of ₹ 644.69 crore. The Division reported a profit of ₹ 72.61 crore during the year under review as against a profit of ₹ 75.55 crore of the previous year.

The Spinning Division of the Company achieved a gross turnover of ₹ 0.24 crore as compared to the previous year's gross turnover of ₹ 0.69 crore. The Division reported a profit of ₹ (0.03) crore during the year under review as against a profit of ₹ 1.31 crore of the previous year.

During the year under review, the production of Plastic Processing Division decreased to 39,743 MT during 2022-23 from 42,501 MT during 2021-22.

The third-party production (job work) of GP/GC coils and sheets increased to 1962.91 MT during 2022-23 from NIL during 2021-22. The production of GP/GC coils and sheets decreased to 1,030.01 MT during FY 2022-23 from 8,512.72 MT during FY 2021-22. CR coils and sheets were not produced due to lack of demand.

**AMOUNT PROPOSED TO BE CARRIED TO GENERAL RESERVE AND AMOUNT RECOMMENDED TO BE PAID BY WAY OF DIVIDEND:**

Your Directors have decided not to transfer any amount to the General Reserve. Your Directors have also recommended a dividend of ₹ 0.50/- (50 per cent) per equity share on 17,84,49,410 equity shares of face value ₹ 1/- each for the financial year ended 31<sup>st</sup> March, 2023. This will amount to ₹ 8,92,24,705/- and, if approved at the ensuing 38<sup>th</sup> Annual General Meeting, will be paid to members whose names appear on the Register of Members of the Company at close of business on 4<sup>th</sup> September, 2023. In respect of shares held in dematerialized form, it will be paid to members whose names are furnished by National Securities Depository Limited and Central Depository Services (India) Limited as beneficial owners as on that date. No dividend was recommended on 44,600 shares forfeited and not re-issued.

Pursuant to the requirements of Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), the Company has formulated a dividend distribution policy and disclosed it on the website. The Uniform Resource Locator ("URL") for this Policy is: <http://www.jaicorpindia.com/pdf/Dividend-Distribution-Policy.pdf>.

During the year under review, there is no change in the paid-up equity share capital of the Company. The Company has neither issued shares with differential voting rights, nor granted stock options, nor sweat equity and none of the Directors of the Company hold any convertible instruments. The Company proposes to transfer Nil amount to the Reserves.

**EXTRACT OF ANNUAL RETURN:**

Annual Return referred to in sub-section (3) of section 92 of the Companies Act, 2013 ("the Act") can be viewed in the Company's website. The Uniform Resource Locator ("URL") for

the Annual Return is : <http://www.jaicorpindia.com/investor/annualreports.html>.

**NUMBER OF MEETINGS OF THE BOARD:**

Six meetings of the Board of Directors and one meeting of the Independent Directors of the Company were held during the financial year 2023-24. Further details in this regard are furnished in the Corporate Governance Report given elsewhere in this Annual Report.

**DETAILS OF DIRECTORS OR KEY MANAGERIAL PERSONNEL WHO WERE APPOINTED OR HAVE RESIGNED DURING THE YEAR:**

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Virendra Jain (DIN: 00077662) retires by rotation and being eligible has offered himself for re-appointment at the ensuing Annual General Meeting. The Board on recommendation of the Nomination and Remuneration Committee recommends the re-appointment of Mr. Virendra Jain (DIN: 00077662).

Subsequent to the end of the year, the term of the Managing Director and Chief Executive Officer, Mr. Gaurav Jain (DIN: 00077770) ended on 03-06-2023. Approval of the members was obtained at the 37<sup>th</sup> Annual General Meeting for his re-appointment with effect from 04-06-2023 for a period of 5 years.

The present tenure of Mr. Dinesh D. Paliwal (DIN: 00524064) as Director- Works will end on 31<sup>st</sup> March, 2024. The Board, on the recommendation of the Nomination and Remuneration Committee has re-appointed Mr. Dinesh D. Paliwal (DIN: 00524064) as the Whole-time Director with the designation of Director- Works for a period of 3 (three) years with effect from 1<sup>st</sup> April, 2024, subject to approval of the members at the ensuing Annual General Meeting.

Brief resume of all Directors including those proposed to be appointed/ re-appointed/continue with appointment, nature of their expertise in specific functional areas and names of public limited companies in which they hold directorship, memberships/chairmanships of Board Committees, are provided elsewhere in the Annual Report. The Directors who are being appointed/ re-appointed have intimated to the Company that they are eligible for appointment/ re-appointment.

Mr. P.K. Jaiswal tendered his resignation as the Chief Financial Officer with effect from 31<sup>st</sup> October, 2022. The Board on the on the recommendation of the Nomination and Remuneration Committee has appointed Mr. Deepak Ojha, as the Chief Financial Officer from 1<sup>st</sup> November, 2022.

**DIRECTORS' RESPONSIBILITY STATEMENT:**

Pursuant to the requirement under Section 134(3)(c) read with 134(5) of the Act, it is hereby stated that:

- (a) in the preparation of the annual accounts for the financial year ended 31<sup>st</sup> March, 2023, the applicable accounting standards read with requirements set out under Schedule III to the Act have been followed and there are no material departure(s) from the same.
- (b) appropriate accounting policies have been selected and applied consistently and the Directors have made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at the end of the financial year at 31<sup>st</sup> March, 2023 and of the profit including total comprehensive income of the Company for that period.

- (c) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- (d) the annual accounts for the financial year ended 31<sup>st</sup> March, 2023 have been prepared on a 'going concern' basis.
- (e) internal financial controls have been laid down to be followed by the Company. The internal financial controls are adequate and are operating effectively.
- (f) proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

**STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS**

The Independent Directors have given their respective declarations under Sections 149(6) and 150(3) of the Act and under Regulation 25 of the Listing Regulations.

**SECRETARIAL STANDARDS:**

The Directors state that applicable Secretarial Standards have been duly followed by the Company.

**COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION INCLUDING CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES, INDEPENDENCE OF A DIRECTOR AND OTHER MATTERS PROVIDED UNDER SUB-SECTION (3) OF SECTION 178 OF THE ACT:**

- (a) Qualifications of directors:
  - (i) A candidate for executive directorship should possess administrative skills and functional experience or knowledge of the division or department entrusted to such director. The candidate should have strong attributes of a leader and inter-personal skills to deal with the Board, colleagues, peers and subordinates.
  - (ii) A non-executive director and an independent director shall possess appropriate skills, experience and knowledge in one or more fields of finance, law, management, sales, marketing, administration, research, corporate governance, technical operations or other disciplines related to the Company's business.
- (b) Process of selection to the Board/ extending invitation to a potential candidate:

One of the roles of the Nomination and Remuneration Committee ("N&RC") is to periodically identify competency gaps in the Board, evaluate potential candidates as per the criteria

stated above, ascertain their availability and make suitable recommendation to the Board.

In selecting a suitable candidate as an independent director the N&RC will also look into the data bank that is proposed to be set up pursuant to the provisions of Section 150 of the Companies Act, 2013 and the Rules made thereunder.

The N&RC shall also identify suitable candidates in the event of resignation, retirement or demise of an existing Board member. Based on the recommendation of the N&RC, the Board through its Chairman/ N&RC will then invite the prospective person to join the Board as a director.

In case the shareholders recommend any person as a director pursuant to the provisions of Section 151 of the Act and the Rules made thereunder, the N&RC shall consider that candidate and make suitable recommendation to the Board. The procedure pertaining to appointment of small shareholders' director laid down in Rule 7 of the Companies (Appointment and Qualification of Directors) Rules, 2014 will have to be adhered to.

- (c) Orientation and Induction:

A new director will be given a formal induction and orientation with respect to the Company's vision, core values, business operations, corporate governance norms, financials etc. The Board will carry out a continuous education of its members.

In respect of independent directors, as required under Regulation 25(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the Company will familiarize them about the organization, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc.

- (d) Remuneration to Directors:

The N&RC is, *inter alia*, required to oversee remuneration payable to directors.

The executive directors including managing directors are paid remuneration by way of salary, perquisites, contribution to provident fund, superannuation fund, gratuity, encashment of leave etc. as per the terms of agreement entered into with them and approved by the shareholders pursuant to the requirements of the Act.

Non-executive directors are paid a sitting fee for attending each Board and/or Committee meetings except for those committees where no sitting fee is payable to attend the meetings. Such fee shall be fixed by the Board of Directors on receiving recommendation in that respect from the N&RC. Shareholder's approval will be taken where the same is mandated by the provisions of the Act and/ or the Listing Regulations.

No commission is presently payable to the directors and the Company has presently not granted any stock option to its directors. The independent directors are not entitled to stock options as mandated by law.

- (e) Re-imbusement of expenses of non-executive directors:

The Company recognizes that non-executive directors, particularly non-executive promoter directors, also play a vital role in the business of the Company. The non-executive promoter directors contribute their time, energy, and expertise in helping the Company garner business and run its operations successfully, thereby ultimately resulting in value addition to the Company.

It is fair that the expenses incurred by directors exclusively for the purposes of the Company be borne by the Company or be reimbursed to them. Payment may be made on their behalf either by the Company or be paid by them directly. Where the concerned director seeks to claim reimbursement, he/she is required to submit a claim along with relevant particulars in supporting of the expenses incurred.

The Nomination & Remuneration Policy for Directors, KMPs & Senior Management is available at the website of the Company. The Uniform Resource Locator ("URL") for this Policy is: [www.jaicorpltd.com/pdf/nomination\\_remuneration.pdf](http://www.jaicorpltd.com/pdf/nomination_remuneration.pdf)

#### **AUDITORS AND AUDITORS' REPORTS:**

Pursuant to the provisions of the Act, the term of D T S & Associates LLP, Chartered Accountants (Registration No. 142412W/100595 issued by the Institute of Chartered Accountants of India), who were appointed as the Auditor at the 32<sup>nd</sup> Annual General Meeting held on 12-09-2017, expired at the conclusion of the 37<sup>th</sup> Annual General Meeting.

Approval of the members was obtained to appoint Chaturvedi & Shah LLP, Chartered Accountants (Registration No. 101720W/W100355 issued by the Institute of Chartered Accountants of India) from the conclusion of the 37<sup>th</sup> Annual General Meeting till the conclusion of the sixth annual general meeting thereafter.

The Central Government approved the appointment of Tadhani & Co., Cost Accountants as the cost auditor for the financial year 2022-23. The Board has appointed Tadhani & Co. as the Cost Auditor for the financial year 2023-24. The remuneration payable to Tadhani & Co. is subject to approval of the members at the ensuing 38<sup>th</sup> Annual General Meeting.

The Board has continued with the appointment of Kakaria and Associates LLP, Chartered Accountants as the Internal Auditor for the financial year 2023-24

under Section 138 of the Companies Act, 2013. They carried out the internal audit as per the scope approved by the Audit Committee for the year 2022-23.

Mr. Shridhar V. Phadke of SVP & Associates, Company Secretary in Whole time Practice was appointed as the Secretarial Auditor under Section 204 of the Act. The Secretarial Audit Report issued pursuant to the provisions of Section 204 of the Act and the Secretarial Compliance Report issued pursuant to the provisions of Regulation 24A of the Listing Regulations are given in **Annexure- 1**.

There is no qualification, reservation or adverse comment in the Standalone Auditors' Report and the Secretarial Audit and Compliance Reports.

The Auditor has expressed a qualified opinion in the Consolidated Auditors' Report and pursuant to the provisions of Regulation 34(2) of the Listing Regulation. Statement on Impact of Audit Qualifications is given in **Annexure- 2**.

#### **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES Act, 2013:**

Particulars of loans, guarantees or investments under Section 186 of the Companies Act, 2013 are given in **Annexure- 3**.

#### **PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES REFERRED TO IN SUB-SECTION (1) OF SECTION 188 OF THE ACT:**

Particulars of contracts or arrangements with related parties referred to in sub-section (1) of Section 188 of the Act are given in Form AOC-2 in **Annexure- 4**.

#### **MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT:**

In terms of Section 134(3)(l) of the Companies Act, 2013, there are no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year and date of this Report.

#### **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:**

##### **A) CONSERVATION OF ENERGY:**

- i) **the Steps taken or impact on conservation of energy:** The Company has taken various steps for minimization of energy consumption by putting continuous efforts towards optimization of operating and processing activities, up-gradation of plant equipment etc.



- ii) the steps taken by the company for utilizing alternate sources of energy: Nil
- iii) the capital investment on energy conservation equipment: Nil

**B) TECHNOLOGY ABSORPTION:**

**i) the efforts made in technology absorption:**

At the plants, technology has been fully absorbed and the plants are being operated efficiently.

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

The Company is producing quality products and is constantly making efforts to reduce cost and develop products so that it leads to import substitution.

**iii) In case of imported technology (imported during the last 5 years reckoned from the beginning of the financial year):**

The details of technology imported	The year of import	Whether the technology been fully absorbed	If not fully absorbed areas where this has not taken place, reasons thereof
(a)	(b)	(c)	(d)
Not Applicable			

**iv) the expenditure incurred on Research and Development: Nil**

**C) Foreign exchange earnings and outgo:**

The foreign exchange earned in terms of actual inflows during the year and the foreign exchange outgo during the year in terms of actual outflows.

(₹ in Lakh)

Particulars	31-03-2023	31-03-2022
1) FOB Value of Exports	7,076.63	10,074.87
2) CIF Value of Imports	111.87	41.17
3) Expenditure in Foreign Currency	1,628.20	1,509.64

**STATEMENT INDICATING DEVELOPMENT AND IMPLEMENTATION OF A RISK MANAGEMENT POLICY FOR THE COMPANY INCLUDING IDENTIFICATION THEREIN OF ELEMENTS OF RISK, IF ANY, WHICH IN THE OPINION OF THE BOARD MAY THREATEN THE EXISTENCE OF THE COMPANY:**

The Risk Management Committee took note of the implementation of steps to identify, manage and

mitigate the risks affecting the Company as per the Risk Management Policy.

The Audit Committee and the Board are also apprised of the risks and the measures taken by the Company to mitigate the same.

The Company has adequate insurance cover for the normal business risks.

**THE DETAILS ABOUT THE POLICY DEVELOPED AND IMPLEMENTATION BY THE COMPANY ON CORPORATE SOCIAL RESPONSIBILITY INITIATIVES TAKEN DURING THE YEAR:**

Details about the policy developed and implementation by the Company on Corporate Social Responsibility (CSR) initiatives taken during the year is given in **Annexure- 5**

The CSR Policy is available at the website of the Company. The URL for this Policy is: <http://www.jaicorpindia.com/pdf/CSRPpolicy.pdf>

**STATEMENT INDICATING THE MANNER IN WHICH FORMAL ANNUAL EVALUATION OF PERFORMANCE HAS BEEN MADE OF THE BOARD, ITS COMMITTEES AND OF INDIVIDUAL DIRECTORS:**

An annual evaluation was carried out of performance of the Board, its Committees and that of the individual Directors. A structured questionnaire was prepared covering various aspects of the Board's functioning. Inputs received from the Directors were suitably incorporated in the questionnaire. Similar exercise was carried out to evaluate the performance of individual directors and that of the Committees. Performance evaluation of Directors individually was carried out by the Board, with the Director being evaluated staying out. Independent Directors at their separate meeting evaluated the performance of the Board, the non-independent directors and the Chairman. Performance of the Secretarial Department was also included in the evaluation.

The Directors expressed their satisfaction at the performance of all concerned.

**THE NAMES OF COMPANIES WHICH HAVE BECOME OR CEASED TO BE SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR:**

During the year under review, there is no new subsidiary, joint venture or associate companies. Urban Infrastructure Trustees Limited, a wholly-owned subsidiary company ceased to be a subsidiary with effect from 31<sup>st</sup> March, 2023. Approval of the Regional Director, Western Region was received by Jai Corp Welfare Foundation, a wholly-owned company for surrendering the license issued to it under Section 8 of the Companies Act, 2013. The matter is pending with the Registrar of Companies, Maharashtra, Mumbai.

**PERFORMANCE AND FINANCIAL POSITION OF EACH OF THE SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES INCLUDED IN THE CONSOLIDATED FINANCIAL STATEMENT:**

Highlights of performance of subsidiaries, associates and joint venture companies and their contribution to the overall performance of the company during the period under report is presented in **Form AOC-1** given elsewhere in the Annual Report and is not being reproduced here to avoid repetition.

**CONSOLIDATED FINANCIAL STATEMENTS:**

Pursuant to the provisions of the Act and in accordance with Ind AS 110 – Consolidated Financial Statements read with Ind AS 28 - Investments in Associates and Ind AS 31 - Interests in Joint Ventures, the audited consolidated financial statements are provided elsewhere in the Annual Report.

**DETAILS RELATING TO DEPOSITS COVERED UNDER CHAPTER V OF THE ACT AND DEPOSITS WHICH ARE NOT IN COMPLIANCE WITH THE REQUIREMENTS OF CHAPTER V OF THE ACT:**

Company has not accepted any deposit covered under Chapter V of the Act nor any deposit not in compliance with the requirements of Chapter V of the Act.

**THE DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR**

2014, the information sought thereat is given in **Annexure- 6**.

Neither the Managing Director nor the Director-Works was paid commission from the Company and they did not receive any commission from any subsidiary company.

Disclosure under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

**A. Top ten employees in terms of remuneration drawn:**

Name, Age, Qualification	Designation and Nature of Employment Whether contractual or otherwise	Remuneration Received (in ₹)	Date of Joining and experience	Particulars of last employment
<b>Given in Annexure- 6</b>				

**B. Name of employee employed throughout the financial year ended 31<sup>st</sup> March 2023 and was in receipt of remuneration not less than ₹1,02,00,000/- or more per annum:**

Name, Age, Qualification	Designation and Nature of Employment	Remuneration Received (in ₹)	Date of Joining and experience	Particulars of last employment
<b>Not Applicable</b>				

**C. Name of employee employed for part of the financial year ended 31<sup>st</sup> March 2023 and was in receipt of remuneration not less than ₹ 8,50,000/- or more per month:**

Name, Age, Qualification	Designation and Nature of Employment	Remuneration Received (in ₹)	Date of Joining and experience	Particulars of last employment
<b>Not Applicable</b>				

**D. Name of employee employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company.**

There is no employee who was in receipt of remuneration in excess of that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company.

**ISSUE OF EQUITY SHARES WITH DIFFERENTIAL RIGHTS, SWEAT EQUITY, EMPLOYEE STOCK OPTION:**

The Company has not issued any shares with differential rights, sweat equity or as employee stock options.

**AUDIT COMMITTEE:**

The Audit Committee comprises of Independent Directors Mr. Kaushik Deva (Chairman), Ms. Priyanka S. Fadia, and Ms. Amita J. Jasani. Non-executive Director, Mr. Virendra Jain is the other member of the Committee.

All recommendations made by the Audit Committee were accepted by the Board.

**COST AUDIT:**

Maintenance of cost records as specified by the Central Government under sub-section (1) of Section 148 of the Act is required by the Company and, accordingly, such accounts and records are made and maintained.

**INTERNAL COMPLAINTS COMMITTEE:**

The Company has complied with the provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. During the year under review, there were no complaints reported to the Board.

**INDUSTRIAL RELATIONS:**

The relations with the employees remained cordial and satisfactory during the year under review.

**TRANSFER OF UNPAID/ UNCLAIMED AMOUNTS TO IEPF:**

Pursuant to the provisions of Section 124 of Act, the declared dividends which remained unpaid/ unclaimed for a period of 7 years along with all shares in respect of such unpaid or unclaimed dividend were transferred by the Company to the Investor Education and Protection Fund (IEPF) established by the Central Government pursuant to Section 125 of the Companies Act, 2013. During the year under review, ₹7,14,142/- was transferred as unpaid or unclaimed dividend and 30,043 equity share were also transferred.

**CORPORATE GOVERNANCE:**

The Company is committed to maintain highest standards of corporate governance. Your Directors adhere to the requirements of the Securities and Exchange Board of India's corporate governance practices and has implemented all the mandatory requirements. A separate section on Corporate Governance forms part of the Annual Report. A certificate from the statutory auditors of the Company regarding compliance of the requirements of Regulation 34(3) read with Schedule V to the Listing Regulations is attached to this Report.

**MANAGEMENT DISCUSSION AND ANALYSIS REPORT:**

The Management Discussion and Analysis Report portion of the Corporate Governance Report for the year under review, as stipulated under Regulation 34(3) read with Schedule V to the Listing Regulations is given in **Annexure- 7**.

**INSOLVENCY AND BANKRUPTCY CODE AND ONE-TIME SETTLEMENT:**

There is no proceeding pending against the Company under the Insolvency and Bankruptcy Code, 2016. There has not been any instance of one-time settlement of the Company with any bank or financial institution.

**BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT:**

The Business Responsibility and Sustainability Report for the year under review, as stipulated under Regulation 34(2)(f) of the Listing Regulations is given in Annexure- 8.

**OUTLOOK:**

The Company has invested in entities carrying on the businesses pertaining to essential integrated urban infrastructure. These businesses relate to special economic zones, port, real estate etc. The Company also intends to focus on the asset management business carried out through its wholly-owned subsidiary. In addition, the Company is also taking steps to improve the performance and efficiency of its existing manufacturing businesses. As a result of these factors, your Directors are confident that the Company will continue sustaining our strengths.

**ACKNOWLEDGEMENT:**

Your Directors express their grateful appreciation for the assistance and co-operation received from banks, financial institutions, Government authorities, customers, vendors and shareholders during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed services by the executives, staff and workers of the Company.

For and on behalf of the Board of Director

**Anand Jain**

Chairman

DIN: 00003514

Mumbai,  
11<sup>th</sup> August, 2023

**Annexure - 1 to Directors' Report****Form No. MR-3****SECRETARIAL AUDIT REPORT****FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023**

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

**To,**  
**The Members,**  
**JAI CORP LIMITED**  
**CIN: L17120MH1985PLC036500**  
A-3, M.I.D.C. Indl. Area,  
Nanded 431 603 Maharashtra

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by JAI CORP 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 March 31, 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 March 31, 2023 according to the provisions of:

1. The Companies Act, 2013 (the Act) and the rules made thereunder;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
3. The Depositories Act, 2018, and the Regulations and Bye-laws framed thereunder;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings.
5. 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; there were no events occurred during the period which attracts provisions of these guidelines, hence not applicable
  - b. 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; there were no events occurred during the period which attracts provisions of these guidelines, hence not applicable.
  - d. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014: There were no events occurred during the period which attracts provisions of these guidelines, hence not applicable.
  - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008: There were no events occurred during the period which attracts provisions of these regulations, hence not applicable.
  - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993: There were no events occurred during the period which attracts provisions of these regulations, hence not applicable.
  - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009: There were no events occurred during the period which attracts provisions of these regulations, hence not applicable; and

- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018: There were no events occurred during the period which attracts provisions of these regulations, hence not applicable.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India; and
- (ii) The Securities and Exchange Board of India (Listing Obligations and Disclosures requirements) Regulations, 2015.

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

I further report that, on the basis document & explanation furnished to me by the Company & its officers and having regard to the compliance management system prevailing in the Company, the Company has complied with the following laws applicable specifically to the Company:

The Explosives Act, 1884

The Boilers Act, 1923.

**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. There were changes in the composition of the Board of Directors during the period under review in accordance with the applicable provisions of Companies Act, 2013 and other applicable legislation(s).

Adequate notice is given to all 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 the decision in the board meetings were carried through by majority while there were no dissenting members' views and hence not 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 applicable laws, rules, regulations and guidelines.

**I further report that during the audit period,**

The Company is in receipt of an order dated October 31, 2022 passed by the Whole-Time Member of SEBI. The said Order has prima facie found the Chairman of the Company, who is also one of the promoters, and two wholly owned subsidiary companies have violated certain provisions of the SEBI Act and the Regulations framed thereunder and has accordingly given certain directions. As per the management representation & on the basis of information given by the Company, the said directions were complied with within the timeline given in the order.

Retiring Auditors D T S & Associates LLP have completed their term of 5 years and did not seek re-appointment. Hence, M/s Chaturvedi & Shah LLP have been appointed as the Statutory Auditors for a period of 5 years at the Annual General Meeting held on 31.10.2022

In connection with SS 2 – 2.1 Annual General Meeting (AGM), the Company has convened the AGM of the Company on 31.10.2022 on the basis of MCA Circular(s) viz Gen Circular No 21/2021 dated 14.12.2021 and Gen Circular No. 2/2022 dated 05.05.2022

Mr. Pramod Kumar Jaiswal tendered his resignation as the Chief Financial Officer of the Company with effect from October 31, 2022. Mr. Deepak Ojha was appointed as Chief Financial Officer of the Company and designated as Key Managerial Personnel under section 203 of the Companies Act, 2013, with effect from November 1, 2022.

There were no other specific events/actions in in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc having a major bearing on the Company's affairs.

**for SVP & ASSOCIATES**  
Company Secretaries

**SHRIDHAR PHADKE**  
CP No. 18622

FCS No. 7867

UDIN : F007867E000527419

Date: 30/06/2023

Place: Pune

To,  
The Members,  
**JAI CORP LIMITED**  
CIN: L17120MH1985PLC036500  
A-3, M.I.D.C. Indl. Area  
Nanded 431 603 Maharashtra

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

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

**for SVP & ASSOCIATES**  
Company Secretaries

**SHRIDHAR PHADKE**

CP No. 18622

FCS No. 7867

UDIN : F007867E000527419

Date: 30/06/2023  
Place: Pune

**SECRETARIAL COMPLIANCE REPORT OF JAI CORP LIMITED  
FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023**

I have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by JAI CORP LIMITED (hereinafter referred as 'the listed entity'), having its Registered Office at A-3, M.I.D.C. Indl. Area, Nanded 431 603 Maharashtra. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

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

I, Shridhar Phadke, Practicing Company Secretary, have examined:

- (a) all the documents and records made available to me and explanation provided by JAI CORP LIMITED ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended 31<sup>st</sup> March, 2023 ("Review Period") in respect of compliance with the provisions of :
  - (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
  - (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; *There are no events occurred during the period which attracts provisions of these regulations, hence not applicable*
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; *There are no events occurred during the period which attracts provisions of these regulations, hence not applicable.*
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; There are no events occurred during the period which attracts provisions of these regulations, hence not applicable.
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; *There are no events occurred during the period which attracts provisions of these regulations, hence not applicable.*
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and circulars/ guidelines issued thereunder;

I hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

Sr.No.	Particulars	Compliance Status (Yes/No/ NA)	Observations/Remarks by PCS*
1.	<b>Secretarial Standards:</b> The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	Yes	In connection with SS 2 – 2.1 Annual General Meeting (AGM), the Company has convened the AGM of the Company on 31.10.2022 on the basis of MCA Circular(s) viz Gen Circular No 21/2021 dated 14.12.2021 and Gen Circular No. 2/2022 dated 05.05.2022.
2.	<b>Adoption and timely updation of the Policies:</b> <ul style="list-style-type: none"> <li>• All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities</li> <li>• All the policies are in conformity with SEBI Regulations and have been reviewed &amp; updated on time, as per the regulations/circulars/guidelines issued by SEBI</li> </ul>	Yes  Yes	
3.	<b>Maintenance and disclosures on Website:</b> <ul style="list-style-type: none"> <li>• The Listed entity is maintaining a functional website</li> <li>• Timely dissemination of the documents/ information under a separate section on the website</li> <li>• Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re- directs to the relevant document(s)/ section of the website</li> </ul>	Yes  Yes  Yes	
4.	<b>Disqualification of Director:</b> None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	As verified at MCA Master Data related to Directors-none of the Directors are disqualified.
5.	<b>Details related to Subsidiaries of listed entities have been examined w.r.t.:</b> <ul style="list-style-type: none"> <li>(a) Identification of material subsidiary companies</li> <li>(b) Disclosure requirement of material as well as other subsidiaries</li> </ul>	NA	The Company is having the subsidiaries but does not fall under the category of Material Subsidiaries as per SEBI LODR as per the explanation given by the Management of the Company.
6.	<b>Preservation of Documents:</b> The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	



Sr.No.	Particulars	Compliance Status (Yes/No/ NA)	Observations/Remarks by PCS*
7.	<p><b>Performance Evaluation:</b> The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.</p>	Yes	<p>As per SEBI LODR and Companies Act, The Board, Independent Directors and Committees evaluation is required to be done once in a year. Formal process of Performance Evaluation was carried out for the FY 22-23.</p>
8.	<p><b>Related Party Transactions:</b> (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or (b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.</p>	<p>Yes  No such cases</p>	<p>The Company has tabled the Related Party Transaction Statement(s) in the Audit Committee Meeting(s) of the Company.</p>
9.	<p><b>Disclosure of events or information:</b> The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.</p>	Yes	<p>The Company has intimated to the stock exchanges as and when required.</p>
10.	<p><b>Prohibition of Insider Trading:</b> The listed entity is in compliance with Regulation 3(5) &amp; 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	Yes	<p>Notice of book closing and notice related to Regulation 3(5) &amp; 3(6) SEBI (Prohibition of Insider Trading) Regulations 2015 was given in advance to the related parties by way of submission of Trading Window Closure Letter with the exchanges.</p>
11.	<p><b>Actions taken by SEBI or Stock Exchange(s), if any:</b> No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder except as provided under separate paragraph herein (**).</p>	No such cases	<p>The Company is in receipt of an order dated October 31, 2022 passed by the Whole-Time Member of SEBI. The said Order has prima facie found the Chairman of the Company, who is also one of the promoters, and two wholly owned subsidiary companies have violated certain provisions of the SEBI Act and the Regulations framed thereunder and has accordingly given certain directions. As per the management representation &amp; on the basis of information given by the Company, the said directions were complied with within the timeline given in the order.</p>
12.	<p><b>Additional Non-compliances, if any:</b> No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.</p>	No such cases.	

Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18<sup>th</sup> October, 2019: **NONE EXCEPT BELOW**

Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations/Remarks by PCS*
<b>1.</b>	<b>Compliances with the following conditions while appointing/re-appointing an auditor</b>		
	<p><b>i.</b> If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter; or</p> <p><b>ii.</b> If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or</p> <p><b>iii.</b> If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.</p>	Retiring Auditors D T S & Associates LLP have completed their term of 5 years and did not seek re-appointment.	Statutory Auditors M/s Chaturvedi & Shah LLP have been appointed for a period of 5 years at the Annual General Meeting held on 31.10.2022.
<b>2.</b>	<b>Other conditions relating to resignation of statutory auditor</b>		
	<p><b>i.</b> Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee:</p> <p><b>a.</b> In case of any concern with the management of the listed entity/ material subsidiary such as non-availability of information / non-cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings.</p> <p><b>b.</b> In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information / explanation from the Company, the auditor has informed the Audit Committee the details of information/ explanation sought and not provided by the management, as applicable.</p>	No such cases	--  Audit Committee has approved appointment of Statutory Auditors

	<p>c. The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.</p> <p>ii. Disclaimer in case of non-receipt of information: The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI / NFRA, in case where the listed entity/ its material subsidiary has not provided information as required by the auditor.</p>		
3.	The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure- A in SEBI Circular CIR/ CFD/ CMD1/114/2019 dated 18 <sup>th</sup> October, 2019.	-	-

(a) (\*\*) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below: **NONE.**

Sr. No.	Compliance Requirement (Regulations/ circulars/ guide lines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
					Advisory/ Clarification/ Fine/Show Cause Notice/ Warning, etc.					

(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
					Advisory/ Clarification/ Fine/Show Cause Notice/ Warning, etc.					

Note:

1. *Provide the list of all the observations in the report for the previous year along with the actions taken by the listed entity on those observations.*
2. *Add the list of all observations in the reports pertaining to the periods prior to the previous year in case the entity has not taken sufficient steps to address the concerns raised/ observations.*

**Assumptions & Limitation of scope and Review:**

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. My responsibility is to certify based upon my examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. I have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

**for SVP & ASSOCIATES**  
Company Secretaries

**SHRIDHAR PHADKE**

CP No. 18622

FCS No. 7867

UDIN : F007867E000364366

Date: 26/05/2023

Place: Pune

**Annexure-2 to Directors' Report**  
**Statement on Impact of Audit Qualification**

<b>Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2023 on Consolidated Financial Statements</b>				
I.	Sl. No.	Particulars	Audited Figures (as reported before adjusting for qualification)*	Adjusted Figures ( audited figures after adjusting for qualifications)
	1.	Turnover/ Total Income	₹ 62003 Lakh	Refer 'Details of Audit Qualification' below
	2.	Total Expenditure	₹ 55594 Lakh	-do-
	3.	Net Profit/(Loss) [after taxes, minority interest and share of profit/ (loss) of associates	₹ (-)1360 Lakh	-do-
	4.	Earnings Per Share	₹ (-) 0.76	-do-
	5.	Total Assets	₹ 150450 Lakh	-do-
	6.	Total Liabilities	₹ 7268 Lakh	-do-
	7.	Net Worth	₹ 143182 Lakh	-do-
	8.	Any other financial item(s)	Not Applicable	Not Applicable
* related to continuing and discontinuing operations				
<b>II. Audit Qualifications</b>				
<p><b>a. Details of Audit Qualification:</b></p> <p>The auditors of the Company in their report on the consolidated financial statements, have reported in their report, that:-</p> <p>(i) The consolidated audited financial statements also include the Group's share of net profit after tax of ₹ (-) 91 lakh and total comprehensive income of ₹ (-) 95 lakh for the year ended 31<sup>st</sup> March, 2023, in respect of one of the associate, whose financial statements have not yet been audited. The consolidated financial statements of that associate are unaudited and have been approved by the Board of Directors of that associate and our opinion on the consolidated financial statements, in so far as it relates to the amounts and financial information included in respect of the above associate, is based solely on these unaudited consolidated financial statements. Consequently, effects on the Group's share of net loss or profit and total comprehensive income, if any, pursuant to the audit of that associate, is not ascertainable at this stage.</p> <p>(ii) Current financial assets –loan includes inter-corporate deposits and interest receivables aggregating to ₹ 3253 lakh given by one of the subsidiary Company, overdue for substantial period of time, where subsidiary Company has initiated legal proceedings against those parties, have been considered good for recovery and no provisions for impairment have been considered necessary, by the management of that subsidiary. The matter described in above has uncertainties related to the outcome of the legal proceedings and therefore auditors of the subsidiary Company are unable to express an opinion on the ability of the subsidiary Company to recover the outstanding amount and possible impacts on the financial statements of the subsidiary Company and Consolidated financial results of the Company.</p> <p><b>b. Type of Audit Qualification:</b> Qualified Opinion</p> <p><b>c. Frequency of Audit Qualification:</b> Since March 2016 ( Referred II (a) (i)) and Since March 2019 and March 2022 ( Referred II (a) (ii) )</p> <p><b>d. For Audit Qualification where the impact is quantified by the auditor, Management's Views:</b> Not Applicable</p> <p><b>e. For Audit Qualification where the impact is not quantified by the auditor:</b></p> <p>(i) <b>Management's estimation on the impact of audit qualification:</b> Not Applicable</p> <p>(ii) <b>If the Management is unable to estimate the impact, reasons for the same:</b></p>				

	<ul style="list-style-type: none"> <li>In respect of Audit Qualification as referred in II (a) (i) above-The statutory Auditors of the Company have qualified their report on the Consolidated Financial Statements for the year ended 31<sup>st</sup> March 2023 in respect of inclusion of the Company's share in the net profit after tax of ₹ (-) 91 lakh and total comprehensive income of an associate of ₹ (-) 95 lakh based on the unaudited consolidated financial statements of that associate in the consolidated financial statement of the Company. As the consolidated financial statement of an associate company is unaudited, it is not possible at this stage to estimate the impact, if any, whether the figure of the loss/ profit after tax and total comprehensive income will vary after audit.</li> <li>In respect of Audit Qualification as referred in II (a) (ii) above- in respect of inter-corporate deposits and interest receivables aggregating to ₹ 3253 lakh in view of value of the assets of the borrowers and commitment from the promoter of those borrowers as applicable, management is of the view that above amounts are recoverable.</li> </ul> <p>(iii) <b>Auditors' Comments on (i) or (ii) above:</b></p> <p>Refer " Basis for Qualified Opinion " in the Independent Audit Report on the consolidated financial statements dated 25<sup>th</sup> May ,2023</p>
<b>III.</b>	<b>Signatories:</b>

**For Jai Corp Limited**

**Gaurav Jain**  
(CEO/Managing Director)

**Deepak Ojha**  
(Chief Financial Officer)

**K. Deva**  
(Audit Committee Chairman)

**Refer our Independent Auditor's Report dated 25<sup>th</sup> May, 2023 on the consolidated financial statements of the Company.**

**For Chaturvedi & Shah LLP**

Chartered Accountants

Registration No. 101720W/W100355

**Lalit R. Mhalsekar**

Partner

Membership No – 103418

Place: Mumbai

Date: 25<sup>th</sup> May, 2023

## Annexure - 3 to Directors' Report

## Particulars of loans, guarantees or investments under Section 186

The Company has provided following loans and guarantees and made following investments pursuant to Section 186 of the Companies Act, 2013:

Sr. No.	Name of the Entity	Relation	₹ in lakh	Particulars of loans, guarantees and investments	Purpose for which the loan, guarantee or security is proposed to be utilized
1	Hill Rock Construction Ltd.	Wholly Owned Subsidiary	36.00	0% Optionally Fully Convertible Debentures	To meet that company's requirement for Funds
2	Jailaxmi Realty and Developers Limited	Wholly Owned Subsidiary	54.00	0% Optionally Fully Convertible Debentures	To meet that company's requirement for Funds
3	Vasant Bahar Realty Ltd	Wholly Owned Subsidiary	0.30	0% Optionally Fully Convertible Debentures	To meet that company's requirement for Funds

**Annexure - 4 to Directors' Report**

(Pursuant to clause (h) of sub-section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)  
**1. Details of contracts or arrangements or transactions not at arm's length basis**

Sr. No.	Name of the related Party	Nature of Relationship	Nature of Contracts / transactions	Duration of Contracts	Salient terms of contracts / transactions	Date(s) of approval by the Board, if any	₹ in lakh
		NIL					

**2. Details of material contracts or arrangement or transactions at arm's length basis.**

Sr. No.	Name of the related Party	Nature of Relationship	Nature of Contracts / transactions	Duration of Contracts	Salient terms of contracts / transactions	Date(s) of approval by the Board, if any	₹ In Lakh 2022-23
1	Malhar Developers Pvt Ltd	Promoters/Directors together with relative holds > 2% of the share capital	Rent & related expenses	36 months w.e.f. 16.08.2022	Use of office premises	12.08.2022	78.95
2	Megaplast India Private Ltd.	Promoters/Directors together with relative holds > 2% of the share capital	Sale of Motor Car		Sale of Motor Car	28.01.2023	7.63
3	Samruddha Realtors Pvt. Ltd.	Promoters/Directors together with relative holds > 2% of the share capital	Transfer of Shares		Sale of Shares of Urban Infrastructure Trustees Limited	28.01.2023	20.93
4	Polyfibre Industries Pvt. Ltd.	Promoters/Directors together with relative holds > 2% of the share capital	Transfer of Shares		Sale of Shares of Urban Infrastructure Trustees Limited	28.01.2023	20.93
5	Hide-N-Chic Furniture Pvt. Ltd.	Promoters/Directors together with relative holds > 2% of the share capital	Transfer of Shares		Sale of Shares of Urban Infrastructure Trustees Limited	28.01.2023	20.93

For and on behalf of the Board

**Anand Jain**  
Chairman  
DIN: 00003514

Mumbai,  
11th August, 2023



## Annexure - 5 to Directors' Report

## FORMAT FOR THE ANNUAL REPORT ON CSR ACTIVITIES TO BE INCLUDED IN THE BOARD'S REPORT

## 1. Brief outline on CSR Policy of the Company:

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

An essential component of Jai Corp's corporate social responsibility is to care for the community. The Company endeavors to make a positive contribution to the under privileged communities by supporting a wide range of socio-economic, educational, Skill enhancement & development and health initiatives. The Company is helping implement the roadmap drafted with the help of the Administration of UT Dadra & Nagar Haveli and Daman and Diu("D & NH and DD"), The Administration of D & NH and DD has encouraged the Company to participate in a various private-public initiative projects like. **Rural development, Education Promotion, Skill Enhancement & Livelihood Programme, Promotion of Health Care, Women Empowerment, Safe Drinking Water to All, Environment Sustainable Project, Infrastructure development Projects** etc. with the active involvement of the Administration of UT D & NH and DD. The Company's CSR policy is placed on the website of the Company. The Uniform Resource Locator ("URL") for this Policy is: <http://www.jaicorpindia.com/investor/policies.html>.

## 2. Composition of the CSR Committee:

Sl. No.	Name of Director	Designation/ Nature of Directorship	Number of CSR Committee held during the year	Number of CSR Committee attended during the year
1	Mr. Anand Jain	Chairman, Non-independent, non-executive director	1	1
2	Mr. Virendra Jain	Member, Non-independent, non-executive director	1	1
3	Mr. Kaushik Deva	Member, Independent Director	1	1

3. Provide the web-link where the composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company:[www.jaicorpindia.com](http://www.jaicorpindia.com)

## 4. Provide the details of impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report):

Not Applicable

## 5. Details of the amount available for set off in pursuance of sub-rule(3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, and amount required for set-off for the financial year, if any:

Sr. No.	Financial Year	Amount available for set-off from preceding financial years (in ₹)	Amount required to be set-off for the financial year, if any (in ₹)
1	NIL	NIL	NIL

## 6. Average net profit of the Company as per section 135(5): ₹ 51,15,61,450/-

## 7. (a) Two percent of average net profit of the Company as per section 135(5): ₹ 1,02,31,000/-

(b) Surplus arising out of the CSR projects or programmes or activities of the Previous financial years : Nil

(c) Amount required to be set-off for the financial year, if any: Nil

(d) Total CSR obligation for the financial year (7a+7b-7c): ₹ 1,02,31,000/-

8. (a) CSR amount spent or unspent for the financial year: 2022-23

Total Amount Spent for the Financial Year (in ₹)	Amount Unspent ( in ₹ )			
	Total Amount transferred to Unspent CSR Account as per section 135(6)	Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)	Amount ( in ₹ )	Date of Transfer
1,03,43,272/-	N.A.	N.A.	N. A	N.A.

(b) Details of CSR amount spent against ongoing projects for the financial year: 2022-23

(1) Sr. No.	(2) Name of the Project	(3) Item from the list of activities in Schedule VII to the Act	(4) Local Area (Yes / No)	(5) Location of the Project		(6) Project Duration	(7) Amount allocated for the project (in ₹)	(8) Amount spent in the current financial year (in ₹)	(9) Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹)	(10) Mode of implementation- Direct (Yes/No)	(11) Mode of Implementation- Through Implementing Agency	
				State	District						Name	CSR Registration number
1	Education – CSR at Manufacturing Location Sponsoring academic fee of 2445 students of Pharmacy, Engineering, Hotel Management, MBBS, BAMS & BDS, Nursing, Paramedical Course, Diploma Courses and Degree course of Arts, Comm. and Science students in Dadra and Nagar Haveli and Daman and Diu (U.T.)	Cl.(ii) promoting education	Yes	Dadra and Nagar Haveli and Daman and Diu (U.T.)	Silvassa	-	5375000	5375496	00	Yes	-	-

(1) Sr. No.	(2) Name of the Project	(3) Item from the list of activities in Schedule VII to the Act	(4) Local Area (Yes / No)	(5) Location of the Project		(6) Project Duration	(7) Amount allocated for the project (in ₹)	(8) Amount spent in the current financial year (in ₹)	(9) Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹)	(10) Mode of implementation-Direct (Yes/No)	(11) Mode of Implementation-Through Implementing Agency	
				State	District						Name	CSR Registration number
2	Employment Enhancing Vocation Skill Training –CSR at Manufacturing Location <b>Skill Enhancement &amp; Development Programme under we have provided Computer Course Training to 349 Final Year Students of Dr. APJ Abdul Kalam Govt. College, Dokmardi, D &amp; NH, also successfully Provided Heavy Motor Vehicle training to 94 youth of Dadra and Nagar Haveli and Daman and Diu (U.T.)</b> <b>Total Benefitted – 443</b>	Cl. (ii) & Cl. (x) Employment enhancing Vocation Skill Training	Yes	Various places Dadra and Nagar Haveli and Daman and Diu (U.T.)	Silvassa	-	2700000	2761210	00	Yes	-	-
3	Community Development & Health – CSR at Manufacturing Location <b>Safe drinking water to all under Maintenance Expenses of 21 Nos. of Installed RO Plants in Dadra and Nagar Haveli and Daman and Diu (U.T.). Expected to benefited 52,000 nos. of school going students and Villagers in Dadra and Nagar Haveli and Daman and Diu (U.T.)</b>	Cl. (i) & Cl.(x) Promoting Preventive Healthcare & Community Development	Yes	Various places Dadra and Nagar Haveli and Daman and Diu (U.T.)	Silvassa		281000	309566	00	Yes	-	-

(1) Sr. No.	(2) Name of the Project	(3) Item from the list of activities in Schedule VII to the Act	(4) Local Area (Yes / No)	(5) Location of the Project		(6) Project Duration	(7) Amount allocated for the project (in ₹)	(8) Amount spent in the current financial year (in ₹)	(9) Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹)	(10) Mode of implementation-Direct (Yes/No)	(11) Mode of Implementation- Through Implementing Agency	
				State	District						Name	CSR Registration number
4	Community Development & Health – CSR at Manufacturing Location <b>Providing construction materials for building the Houses for the benefit of Tribal Population of UT of Dadra &amp; Nagar Haveli and Daman &amp; Diu under Project of " Pradhan Mantri Awas Yojana" We Provided construction Materials to 10 houses. in Dadra and Nagar Haveli and Daman and Diu (U.T.)</b>	Cl. (i) & Cl.(x) Promoting Preventive Healthcare & Community Development	Yes	Various places Dadra and Nagar Haveli and Daman and Diu (U.T.)	Silvassa	1100000	1121000	00	Yes	-	-	
5	Health – CSR at Manufacturing Location <b>Provided free of cost 368 blood unit to 150 patents of sickle cell anemia and Thalassemic, Dadra and Nagar Haveli and Daman and Diu (U.T.)</b>	Cl. (i) Promoting Preventive Healthcare	Yes	Various places Dadra and Nagar Haveli and Daman and Diu (U.T.)	Silvassa	275000	276000	00	No	Indian Red Cross Society – Silvassa Blood Bank	-	
6	<b>Salary CSR Dept.</b>				<b>Total</b>	<b>500000</b>	<b>500000</b>		<b>No</b>	<b>Direct</b>		
						<b>10231000</b>	<b>10343272</b>					

(c) Details of CSR amount spent against other than ongoing projects for the financial year: NA

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sr. No.	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 ₹)	Mode of implementation-Direct (Yes/No)	Mode of Implementation-Through Implementing Agency	
				State	District			Name	CSR Registration number

(d) Amount spent in Administrative Overheads: ₹ 5,00,000/-

(e) Amount spent on Impact Assessment, if applicable: NA

(f) Total amount spent for the Financial year (8b+8c+8d+8e): ₹ 1,03,43,272/-

(g) Excess amount for set-off, if any: ₹ 1,12,272/-

Sl. No.	Particular	Amount (in ₹)
(i)	Two percent of average net profit of the Company as per section 135(5)	1,02,31,000/-
(ii)	Total amount spent for the financial year	1,03,43,272/-
(iii)	Excess amount spent for the Financial year[(ii)-(i)]	1,12,272/-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial year	Nil
(v)	Amount available for set-off in succeeding financial years [(iii)-(iv)]	1,12,272/-

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial year	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹)	Amount spent in the reporting Financial Year (in ₹)	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 ₹)
				Name of the Fund	Amount (in ₹)	Date of Transfer	
1.	NA	NA	NA	NA	NA	NA	Nil
	<b>TOTAL</b>						

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial years(s):

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID.	Name of the Project	Financial year in which the project was commenced	Project duration	Total amount allocated for the project (in ₹)	Amount spent on the project in the reporting Financial Year (in ₹)	Cumulative amount spent at the end of reporting Financial Year (in ₹)	Status of the project – Completed/ Ongoing
1.	NA	NA	NA	NA	NA	NA	NA	NA
	<b>TOTAL</b>							

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year : NA

(asset-wise details).

(a) Date of creation or acquisition of the capital assets(s): NA

(b) Amount of CSR spent for creation or acquisition of capital asset: NA

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.: NA

(d) Provide details of the capital assets(s) created or acquired (including complete address and location of the capital asset): NA

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

**(Gaurav Jain)**

Chief Executive Officer or Managing Director or Director

DIN: 00077770

25<sup>th</sup> May, 2023

**(Anand Jain)**

Chairman CSR Committee

DIN: 00003514

## ANNEXURE - 6 to Directors' Report

## EMPLOYEE RELATED DISCLOSURES:

## 1. Top ten employees in terms of remuneration drawn:

Name, Age, Qualification	Designation and Nature of Employment Whether contractual or otherwise	Remuneration Received (p.a.) (in ₹)	Date of Joining and experience	Particulars of last employment
Ashok Kumar 72 years, B. Sc. (Metallurgical Engineering)	President	81,60,000/-	03/04/2006 and 49 years	Steel Authority of India Ltd., Bokaro; Dy. General Manager
Rajendra V. Singh 57 years, B. Tech. Mechanical	Chief Operating Officer	72,42,206/-	01/01/2005 and 34 Years	Pet Fibers Ltd.; General Manager
Dinesh D. Paliwal 55 years, M. Engg.	Director- Works -Contractual	73,27,500/-	05/01/2010 and 33 Years	Prime Wovens Ltd.; Director-Works
Dilip K. Lunawat 68 years, B.Com, LLB, FCMA	Vice President - Commercial	48,00,000/-	14/11/2005 and 43 Years	Aurangabad Electricals Ltd.; Dy. General Manager
Pramod Kr. Jaiswal 57 years, B. Com.(H), AICWA	Chief Financial Officer (Up to 31.10.2022)	42,55,026/-	11/04/2011 Experience 30 Years	Adventity Global Services Pvt. Ltd.; Chief Accounts Officer
Ananjan Datta 56 years, B.Com.(H), CS, ICWAI.	Company Secretary	39,68,799/-	01/01/2007 and 34 years	Modella Woollens Ltd.; Finance Manager & Company Secretary
Guru Maniam Vedkancherry 45 years CFA B.com	Chief Accounts Officer	29,02,400/-	29/09/2018 and 24 Years	Audax Protective Fabrics P Ltd Director Finance
G P Reddy 60 years, Diploma in Electrical Engineering	General Manager Maintenance	26,52,000/-	27/07/1986 And 37 years	Shivanand Industries, Supervisor
Atul D. Pawar 55 years, DBM	General Manager - Marketing	25,04,335/-	01/04/2008 and 34 years	Magico Exports & Consultants Ltd.; Sr. Manager
Bhanwar Singh Sisodia 52 years, B.Com	GM (Operation)	29,66,212/-	06/06/2006 and 32 year	RSWM Ltd as a Commercial manager

## Note:

- All appointments are accordance with terms and conditions as per Company rules. Appointment and remuneration of Mr. D.D. Paliwal were approved by the Members.
- None of the above employees is a relative of any Director of the Company.
- Mr. Ashok Kumar, Mr. D.K. Lunawat hold 1 equity share each and Mr. Deepak Ojha holds 150 equity shares in the Company. None of them holds either by himself or with his spouse and dependent children 2% or more of the equity shares of the Company.

2. The ratio of remuneration of each director to the median remuneration of the employees of the Company for the financial year 2022-23 and the percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager in the financial year 2021-22:

Sr. No.	Name of Director	Designation	Remuneration paid during F. Y. 2022-23 (₹ in lakh)	Remuneration paid during F.Y. 2021-22 (₹ in lakh)	Percentage increase in remuneration	Ratio of remuneration of each director to the median remuneration of the employees
1.	Anand Jain*	Chairman	0.83	0.73	13.70%	0.39 times
2.	Virendra Jain*	Vice Chairman	1.65	1.55	6.45%	0.79 times
3.	Gaurav Jain**	Managing Director & Chief Executive Officer	-	-	N.A.	N.A.
4.	Dinesh D. Paliwal	Director-Works	73.28	67.16	9.11%	34.90 times
5.	Priyanka S. Fadia*	Independent Director	1.23	1.35	(-)8.88%	0.59 times
6.	Kaushik Deva*	Independent Director	1.75	1.88	(-)6.91%	0.83 times
7.	Amita J. Jasani*	Independent Director	1.35	1.50	(-)10.00%	0.64 times
8.	Shruti Shah*	Independent Director	0.85	0.60	41.67%	0.40 times
9.	Pramod Kr. Jaiswal	Chief Financial Officer (up to 31.10.2022)	42.55	68.99	(-)38.32%	20.26 times
10.	Deepak Ojha	Chief Financial Officer (w.e.f. 01.11.2022)	8.99	-	N.A.	4.28 times
11.	Ananjan Datta	Company Secretary	39.69	37.52	5.78%	18.90 times

\* Remuneration received by way of sitting fee only.

\*\* Has voluntarily stopped accepting any remuneration w.e.f. 01.11.2015

3. The percentage increase in the median remuneration of employees in the financial year 2022-23:

Median remuneration of employees in F.Y. 2022-23	Median remuneration of employees in F.Y. 2021-22	Percentage Increase / (Decrease)
2,09,893/-	2,38,893/-	(-) 12.14%

4. The number of permanent employees on the rolls of the Company: 1,455
5. Average percentile increase already made in the salaries of employees other than managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof:

Average percentile increase in the salaries of employees other than managerial personnel in F.Y. 2022-23	Average percentile increase/ (Decrease) in managerial remuneration in F.Y. 2022-23	Justification
(-) 10.44 %	(-) 5.17 %	Average change in remuneration is guided by several factors such as normal salary revision, inflation, market condition, talent retention etc.

6. It is affirmed that the remuneration is as per the remuneration policy of the Company.

For and on behalf of the Board of Directors

Mumbai,  
11<sup>th</sup> August, 2023

**Anand Jain**  
Chairman  
DIN: 00003514



## Annexure - 7 to Directors' Report

**MANAGEMENT DISCUSSION AND ANALYSIS****Forward-looking Statement**

This report contains forward-looking statements, which may be identified by their use of words like 'plans', 'expects', 'will', 'anticipates', 'believes', 'intends', 'projects', 'estimates' or other words of similar meaning. All statements that address expectations or projections about the future, including but not limited to statements about the Company's strategy for growth, product development, market position, expenditures and financial results are forward-looking statements. Forward-looking statements are based on certain assumptions and expectations of future events. The Company cannot guarantee that these assumptions and expectations are accurate or will be realised. The Company's actual results, performance or achievements could, thus, differ materially from those projected in any such forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise any forward-looking statements on the basis of any subsequent developments, information or events.

**Overview of Financial Year (FY)**

According to Press Note dated May 31, 2023 The National Statistical Office (NSO), Ministry of Statistics and Programme Implementation (MoSPI) of the Government of India

*"...Real GDP or GDP at Constant (2011-12) Prices in the year 2022-23 is estimated to attain a level of ₹160.06 lakh crore, as against the First Revised Estimates of GDP for the year 2021-22 of ₹149.26 lakh crore. The growth in real GDP during 2022-23 is estimated at 7.2 per cent as compared to 9.1 per cent in 2021-22. .. Nominal GDP or GDP at Current Prices in the year 2022-23 is estimated to attain a level of ₹ 272.41 lakh crore, as against ₹ 234.71 lakh crore in 2021-22, showing a growth rate of 16.1 percent."*

**Details of significant changes in Key Financial Ratio along with detail explanations**

S. No.	Particulars	2022-23	2021-22	% of change from 2021-22 to 2022-23	Remarks
1	Current Ratio	12.03	7.07	70.16%	Primary due to repayment of Current Borrowing.
2	Debt Service Coverage Ratio	-	0.70	-100.00%	Primary due to Exceptional Items.
3	Return on Equity Ratio	-	0.04	-100.00%	Primary due to Exceptional Items.
4	Inventory turnover Ratio	8.16	7.77	5.02%	
5	Trade Receivables turnover Ratio	10.36	11.77	-11.98%	
6	Trade Payables turnover Ratio	109.41	133.84	-18.25%	
7	Net capital turnover Ratio	2.67	4.33	-38.34%	Primary due to increase in net Capital Assets and decrease in turnover.
8	Net Profit Ratio	0.01	0.08	-87.50%	Primary due to Exceptional Items.
9	Return on Capital employed	0.05	0.05	-	
10	Return on Investment	0.01	-	-	

In its Bulletin- July 2023 dated July 17, 2023 the Reserve Bank of India on the 'State of the Economy' has commented -

*"...With domestic demand gaining traction and import demand picking up even as exports remained weak, the current account deficit is expected to have expanded modestly in April-June 2023 from a near-balance in the preceding quarter. The overall balance of payments improved from a surplus of US\$ 5.6 billion in January-March 2023 to US\$ 24.4 billion in April-June 2023, indicating that financial flows comfortably exceeded the current account again on a quarterly basis."*

While, the World Bank in their overview of the Indian economy published in April, 2023 has said:

*"In FY22/23, India's real GDP expanded at an estimated 6.9 percent. Growth was underpinned by robust domestic demand, strong investment activity bolstered by the government's push for investment in infrastructure, and buoyant private consumption, particularly among higher income earners. The composition of domestic demand also changed, with government consumption being lower due to fiscal consolidation."*

Key performance indicators of the Company are given below:

- The gross turnover decreased by 18.08 per cent to ₹ 590.73 crore in FY 2022-23 from ₹ 721.11 crore in FY 2021-22.
- The total EBIDTA decreased by 62.72 per cent to ₹ 30.59 crore in FY 2021-22 from ₹ 82.05 crore in FY 2020-21.
- The Net Profit decreased by 93.58 per cent to ₹ 3.48 crore in FY 2022-23 from ₹ 54.21 crore in FY 2021-22.

## Business Review

Jai Corp is a stakeholder in following entities-

### I- Navi Mumbai SEZ Private Limited (NMSEZ)

#### Performance Overview:

Government of Maharashtra (GoM) had, in its Industrial Policy of 2013 subject to certain terms and conditions, allowed SEZ to exit and move towards being developed as Integrated Industrial Area (IIA). NMSEZ had received approval from Ministry of Commerce – GoI to denotify its SEZ and accordingly all its SEZ have been denotified. Approval from GoM to develop the Project as an IIA has been received. The Project parameters will not change and now even local Industries will be able to set up units in IIA. NMSEZ is in the process of taking required consents and approvals from GoM / CIDCO in this regards.

### II- Mumbai SEZ Limited (MSEZ)

#### Performance Overview:

MSEZ has acquired land in Uran, Pen and Panvel areas in the state of Maharashtra. So far, consent award and sale deeds have been executed for around 4,600 acres. The subject land is not contiguous. The Land Acquisition Act which has been notified in January, 2014 makes it difficult to buy land for contiguity. MSEZ is in discussion with GoM on way forward.

### III- Rewas Ports Limited (RPL)

#### Performance Overview:

RPL has signed the lease deed with Maharashtra Maritime Board (MMB) for 839 hectares (Ha) of inter tidal land. The Government land of about 167 hectares has been transferred by the GoM to MMB. MMB will sign the lease deed for the same at the time of financial closure. RPL has been in discussions with Indian Railways and GoM to firm up the rail and road connectivity of the port with the hinter land. RPL has been persistently working to resolve the key issue related to right of way from Mumbai Port Trust, but progress is slow. Unless this issue is resolved the Project is unable to progress.

#### Real Estate

#### Sector Overview:

According to India Brand Equity Foundation Report updated in May, 2023, "Real estate sector in India is expected to reach US\$ 1 trillion in market size by 2030, up from US\$ 200 billion in 2021 and contribute 13% to the country's GDP by 2025. Retail, hospitality, and commercial real estate are also growing significantly, providing the much-needed infrastructure for India's growing needs."

#### Our Business:

Certain subsidiaries of Jai Corp have acquired land. The same may be consolidated for the purpose of development subject to the applicable legislations at

that point of time. The Company is of the view that any presumed fall in the current valuation of land held by some of the subsidiary companies is a temporary phenomenon. These are long-term investments and in the course of time are expected to realise their fair value.

#### Performance Overview:

One of the wholly-owned subsidiaries of the Company, Swar Land Developers Limited, is developing an industrial estate near Mumbai. Construction of Phases I, II & III are complete and are being disposed of. It has reported a net profit of about ₹ 0.05 crore during FY 2022-23 as against a net profit of about 0.16 crore during FY 2021-22.

Oasis Holding FZC earned ₹ 8.20 crore as rental income from labour accommodations in the United Arab Emirates during the FY 2022-23 as against ₹ 7.70 crore during the FY 2021-22.

#### Asset Management

#### Our Business:

Urban Infrastructure Venture Capital Limited (UIVCL) is wholly owned subsidiary of Jai Corp. UIVCL was a venture capital management company and the manager to Urban Infrastructure Opportunities Fund (UIOF), a scheme of Urban Infrastructure Venture Capital Fund (UIVCF), a SEBI registered fund.

During the year, the Investors of UIOF was exited in terms of SEBI order and consequently, Jai Corp and UIVCL have exited venture capital business.

UIVCL, is also Indian advisor to Urban Infrastructure Capital Advisors, Mauritius (UICAM), investment manager to India focused real estate fund Urban Infrastructure Real Estate Fund (UIREF).

#### Performance Overview:

In FY 2022-23, UIVCL incurred a loss of ₹ 9.20 crore as against a loss of ₹ 8.10 crore during FY 2021-22.

#### Steel Division

#### Sector Overview:

The World Steel Association (worldsteel) in its Short Range Outlook (SRO) for 2023 and 2024 has commented that "...India remained a bright spot in the global steel industry in 2022. Having managed inflation well, the Indian economy is on a healthy growth track, with a rising share of investment in GDP thanks to strong government spending on infrastructure.... After growth of 8.2% in 2022, demand is expected to show healthy growth of 7.3% in 2023 and 6.2% in 2024."

#### Performance Overview:

Jai Corp manufactures cold rolled coils, galvanized coils and galvanized corrugated sheets at its Nanded unit in Maharashtra. During FY 2022-23, the Company did not produce any cold rolled coils (CR) due to lack of

demand and achieved a production of GP/GC coils and sheets decreased to 1,030.01 MT during FY 2022-23 from 8,512.72 MT during FY 2021-22 a decrease of about 87.90% per cent. The third-party production (Job Work) of 1962.91 MT as compared to Nil of galvanized plain and galvanized corrugated steel sheets (GP/GC) sheets during FY 2022-23 a increase of about 100% per cent when compared with the production of FY 2021-22. The Division reported turnover of ₹ 24.92 crore in FY 2022-23 as compared to ₹ 76.45 crore in FY 2021-22. It reported a loss of ₹ 3.19 crore in FY 2022-23 as compared to a profit of ₹ 0.46 crore in FY 2021-22.

### Plastic Processing Division

#### Tape Woven Products

##### Sector Overview:

The usage of polyethylene (PE)/ polypropylene (PP) woven tape products like sacks, bags, Flexible Intermediate Bulk Containers (FIBCs), fabrics, geotextiles etc. has been growing in India. FIBC bags are constructed from woven PP fabric which may be single layered, with extra loose liner, or laminated. PP when treated with ultra violet acts as electrical insulator.

According to Mr. Shashank Agarwal, president of the Indian Flexible Intermediate Bulk Containers Association, India has 75 per cent in European FIBC imports and a 72 per cent share in the US import market.

##### Performance Overview:

The Company's production decreased by about 6.49 per cent to 39743 MT in FY 2022-23 as compared to 42,501 MT in FY 2021-22. The gross turnover decreased by about 12.31 per cent to ₹ 565.35 crore in FY 2022-23 as compared to gross turnover of ₹ 644.69 crore in FY 2021-22. The net profit decreased by about 3.89 per cent to ₹ 72.61 crore in FY 2022-23 as compared to ₹ 75.25 crore in FY 2021-22. The Company's exports were 3404.82 MT in FY 2022-23 as compared to 5,414.66 MT in FY 2021-22. The FOB value of the exports decreased by about 74.55 per cent to ₹ 70.77 crore in FY 2022-23 as compared to ₹ 100.74 crore in FY 2021-22 due change in international scenario and our policy of concentrating on high value products.

#### Human Resource Development

Jai Corp's most valuable assets are its human resource. With the support of its dedicated human resource it confronted the rapid changes in the business environment last year with the resolve and determination to ensure that the business of the Company continues to enhance value creation.

The Company's talent pool as on 31<sup>st</sup> March, 2023 was 1,455 which include highly qualified professionals across all its business segments. The growth and sustained leadership of the Company is largely a

function of its human resource. The Company has always aimed to create a workplace where every person can achieve his/her optimum potential. The Company has a performance rewarding culture, enabling it to create leaders out of its employees. The Company has also undertaken various training and development initiatives to hone the skill and expertise of its employees.

With diversified business interests, the Company empowers the inter-departmental and inter –unit movement to deserving individuals, ensuring better retention of talent and at the same time providing avenues to its employees.

#### Internal Control System

Jai Corp has a comprehensive system of internal controls to safeguard the Company's assets against loss from unauthorized use and ensure proper authorization of financial transactions. The system ensures the integrity of the accounting, recording and reporting of all transactions. It monitors and controls against any unauthorized disposition of assets, thus safeguarding the Company's assets.

Jai Corp ensures adherence to all internal control policies and procedures as well as compliance with all regulatory guidelines. This enhances the reliability of financial and operational information. The Company has appointed a reputed firm, Kakaria and Associates LLP as the internal auditor. The Audit Committee of the Company periodically reviews, with the management, *inter alia* performance of the internal auditor and adequacy of the internal control systems.

The internal control systems are adequate and commensurate with the size of the Company and the nature of its business.

#### Risk Concerns and Risk Management

Jai Corp is exposed to the normal industry risk of factors of competition, economic cycle, raw material availability and uncertainties in the international and domestic markets and credit risk. The Company has a system-based approach to business risk management. It has a proper and adequate system of controls designated to assist in the identification and management of risks. The Company manages these risks by maintaining a conservative financial profile and by following prudent business and risk management policies:

- a) Clearly laid down roles and responsibilities of the various entities in relation to risk management. A range of responsibilities, from the strategic to the operational, is specified therein. These role definitions, *inter alia*, are aimed at ensuring formulation of appropriate risk management policies and procedures, their effective implementation, independent monitoring and reporting by internal audit.
- b) A combination of centrally issued policies and

divisionally-evolved procedures to bring strength to the process of ensuring that business risks are effectively addressed.

- c) Appropriate structures are in place to pro-actively monitor and manage the inherent risks in businesses with proper risk profiling.
- d) A professional and independent firm has been appointed as internal auditor to carry out the risk focused audits across divisions, enabling identification of areas where risk management processes may need to be improved. The Audit Committee of the Board of Directors regularly reviews internal auditor's findings and provides strategic guidance on internal controls.
- e) A comprehensive framework of strategic planning and performance management ensures realization of business objectives based on effective strategy implementation. The annual planning exercise requires all divisions to clearly identify their main risks and set out a mitigation plan with agreed time line and accountability.

### Health, Safety and Environment

Jai Corp is committed to ensuring the health and safety of its employees, its plants and its surrounding communities at all its operations sites. It's the constant endeavor of the Company to provide safe and hygienic working conditions for its employees. The Company also strives to maintain a pro-active check on environmental compliance in its operations. Some of the initiatives undertaken by the Company in this regard are as follows:

- a) Well defined work practices ensure work in a manner that promotes safety and health of its employees as well as that of the environment they operate in.
- b) Provide training to all concerned personnel to maintain health, safety and environment.
- c) Creating awareness on health, safety, environment and developing the required skill, knowledge and confidence of the personnel so as to enable them to understand their responsibility.
- d) Provide all required safety poster, safety equipment, first-aid box and facility, purified drinking water and adequate medical facility under the aegis of a full time qualified medical practitioner.
- e) Maintaining excellent housekeeping practices across all locations and premises of the Company.
- f) Maintaining safe, healthy and pollution-free environment in the work places with suitable safe work systems and methods of work like protective fencing of machinery, periodical testing of hoist and lifts, ropes and chain pulley blocks, testing of pressure vessels. Periodical and preventive

maintenance of compressors and proper arrangement of fire extinguishers at designated places.

- g) Obtaining a stability certificate for all the factory buildings as per the requirement of the Factories Act, 1948.
- h) Developing safety awareness among the staff and other concerned workers.
- i) Maintaining environmental norms prescribed by State / Central Governments in the matter of air, water, quality, noise, environment etc.
- j) Cleaning and disposing off of wastes and effluents, proper ventilation and sustaining of pollution-free atmosphere.
- k) Taking suitable insurance policies such as fire, safety, group, personal accident etc.

### Corporate Social responsibility and community development

An essential component of Jai Corp's social responsibility is to care for the community. The Company endeavors to make a positive contribution to the under privileged communities by supporting a wide range of Activity like Socio-Economic Development, Educational Promotion, Rural development, Livelihood and Skill Development Training, Providing Clean and Safe drinking water projects to Tribal Villagers, Animal welfare Projects, Tree Plantation drive and health initiatives. Many of the community projects and programmes are driven by active participation from our employees. We, at Jai Corp, have defined a set of core values for ourselves- care, innovation, passion and trust – to guide us in all we do. We have decided to act as a catalyst between the government and the people.

#### A. Education Promotion Programme:

Education has many benefits and has a positive impact on human life; an educated person is an asset for our country, and human capital is considered the best National Resource. With this vision, the Company started an education promotion drive in the year 2014-15. Under this programme, the Company has been the tuition fees of domicile students of Dadra and Nagar Haveli and Daman and Diu (DNHDD), by directly paying to the concerned institution. Particular attention is paid to sponsoring economically weak students. During the year 2022-23, the Company had sponsored fees of 2,445 students, including those who had gained admission in MBBS, BAMS, BDS, Diploma and Degree of Engineering, Pharmacy, Nursing, Paramedical Courses, Hotel Management, Degree Courses of B.Sc, B.Com & B.A.

## **B. Skill Enhancement and Development Programme:**

**Computer Courses Training:-** In order to raise the scale of employability and to financially support livelihood training- specifically aimed at sustainable development in rural India, the Company started providing computer courses trainings to final year students of Arts, Commerce and Science streams of Dr. APJ Abdul Kalam Govt. College, Dokmardi, DNHDD. The Company provided training in Tally Prime, SAP/Hana, Advance Excel, Advance MS Office and Powerpoint, Digital Marketing, Graphic Designing and JAVA & PAYTON. The courses started in September, 2022 and completed in January, 2023. In total 299 students completed this training programme and received certificate. Also, the Company provided web designing course training to 50 computer teachers, MIS Coordinators and ICT Coordinators of the Administration of DNHDD.

### **Heavy Motor Vehicle Training Programme:-**

This initiative was started in coordination with the Transport Department and District Panchayat Department of Administration of DNHDD. For enrollment of beneficiaries the Company obtained support from District Panchayat Department of the Administration of DNHDD. Through 20 Panchayats 200 candidates were enrolled for heavy motor vehicle ('HMV') training. Out of them, 94 candidates completed the training during 2022-23. The object of the HMV training programme to promote, encourage, and assist unemployed and school dropout tribal candidates in DNHDD and provide them skill-based training for Create Employment Opportunities.

### **3. Safe Drinking Water to All:**

"Every child, including adolescents, has access to safe and equitable water, sanitation and hygiene services and supplies, and lives in a safe and sustainable climate and environment" is one of the goals of United Nations International Children's

Emergency Fund (UNICEF)'s Water, Sanitation and Hygiene (WASH). It is estimated that school attendance in India decreases when children are required to spend hours collecting water and close to 54 per cent of rural women – as well some adolescent girls – spent an estimated 35 minutes getting water every day,

Tribal communities of DNHDD face a huge challenge in ensuring a clean and safe drinking water supply. For fulfilling the need of local communities the Company installed 21 Nos. of Reverse Osmosis (RO) Water Purification Plants at a number of places DNHDD. More than 52,000 school students and villagers are expected to avail the benefit of safe drinking water. Reports show that after the installation of RO water purification plants, there is a drastic reduction in water borne diseases like diarrhoea, typhoid, abdominal pain etc. During 2022-23, the Company provided a single RO Purification Plant at District Court, DNHDD and is carrying out regular maintenance of all installed RO water purification plants. It is expected that the clean and wholesome drinking water initiative will improve the quality of life, health general well-being in tribal areas of DNHDD.

### **4. Rural Development Project:**

On receipt of an appeal from the Chief Executive officer, District Panchayat of Administration of DNHDD for providing construction materials for building the houses for the benefit of the tribal population of DNHDD under the Project of "Pradhan Mantri Awas Yojana," the Company provided construction materials for 10 houses.

### **5. Promoting preventative healthcare:**

Under this initiative the Company provided free of cost blood units to Thalassaemic and Sickle Cell Anemia patients in DNHDD with the associated blood bank, Indian Red Cross Society, Silvassa. During the year 2022-23, the Company provided 368 blood units free of cost to 150 needy patients of Thalassaemic and Sickle Cell Anemia in DNHDD.

**Annexure-8 to Directors' Report**

# Business Responsibility & Sustainability Reporting (BRSR)

## SECTION A: GENERAL DISCLOSURES

### 1. Details of the listed entity

<b>Corporate Identity Number (CIN) of the Listed Entity</b>	L17120MH1985PLC036500
<b>Name of the Listed Entity</b>	Jai Corp Limited
<b>Year of incorporation</b>	06-06-1985
<b>Registered office address</b>	A-3, M.I.D.C. Industrial Area, Nanded, Maharashtra – 431 603.
<b>Corporate address</b>	603, Embassy Centre, Nariman Point, Mumbai - 400 021.
<b>E-mail</b>	<a href="mailto:jaicorp@jaicorpindia.com">jaicorp@jaicorpindia.com</a>
<b>Telephone</b>	+91-22 3521 5146/ 3139 6050
<b>Website</b>	<a href="http://www.jaicorpindia.com">www.jaicorpindia.com</a>
<b>Financial year for which reporting is being done</b>	2022-23
<b>Name of the Stock Exchange(s) where shares are listed</b>	BSE Limited & National Stock Exchange of India Limited
<b>Paid-up Capital</b>	INR 1,78,449,410
<b>Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report</b>	Mr. Dinesh D. Paliwal T: +91-0223521 5146/ 3139 6050 E: <a href="mailto:dinesh.paliwal@jaicorpindia.com">dinesh.paliwal@jaicorpindia.com</a>
<b>Reporting boundary</b> <i>Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together).</i>	Disclosures made in this report are on standalone basis and pertain only to “Jai Corp Limited”, unless otherwise stated.

### 2. Products/services

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

S. No.	Description of main activity	Description of business activity	% Of turnover of the entity (FY23)
1	Manufacturing	Plastic Processing	95.7%

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

S. No.	Product/Service	NIC Code	% Of total turnover contributed
1	PP/HDPE Fabric & Sacks, Liner Bags, FIBC Jumbo Bag	22203	81.34%
2	Manufacture of other plastic products	22209	14.44%
3	Steel Manufacturing	24109	4.22%

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

Location	Number of plants	Number of offices	Total
National	7	2	9
International	0	0	0

5. Markets served by the entity:

a. Number of locations

Locations	Number
National (No. of States)	13
International (No. of Countries)	8

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

The contribution of exports as a percentage to total turnover is about 12.5%.

c. A brief on types of customers

The Company serves a diverse customer base across industries. The product portfolio includes Woven Sacks/Fabric, Jumbo Bags, PP Staple Fiber, Geotextiles and steel coils/sheets (CR, GP/GC, and HR). The Company caters to agriculture, construction, packaging, textiles, automotive, appliances, and general engineering sectors. The Company's customers range from agricultural businesses, construction companies, and textile manufacturers to automotive manufacturers, metal fabrication shops, and engineering firms.

6. Employees

Details as at the end of Financial Year:

a. Employees and workers (including differently abled):

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
<b>EMPLOYEES</b>						
1.	Permanent (D)	102	100	98.04%	2	1.96%
2.	Other than Permanent (E)	0	0	0	0	0
3.	<b>Total employees (D + E)</b>	<b>102</b>	<b>100</b>	<b>98.04%</b>	<b>2</b>	<b>1.96%</b>
<b>WORKERS</b>						
4.	Permanent (F)	1353	1353	100%	0	0
5.	Other than Permanent (G)	0	0	0	0	0
6.	<b>Total workers (F + G)</b>	<b>1353</b>	<b>1353</b>	<b>100%</b>	<b>0</b>	<b>0</b>

b. Differently abled Employees and workers

S. No	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
<b>DIFFERENTLY ABLED EMPLOYEES</b>						
1.	Permanent (D)	1	1	100%	0	0
2.	Other than Permanent (E)	0	0	0	0	0
3.	<b>Total differently abled employees (D + E)</b>	<b>1</b>	<b>1</b>	<b>100%</b>	<b>0</b>	<b>0</b>
<b>DIFFERENTLY ABLED WORKERS</b>						
4.	Permanent (F)	0	0	0	0	0
5.	Other than permanent (G)	0	0	0	0	0
6.	<b>Total differently abled workers (F + G)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

7. Participation/Inclusion/Representation of women

	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors	8	3	37.50%
Key Management Personnel	2	0	0%

### 8. Turnover rate for permanent employees and workers

	FY 2022-23			FY 2021-22			FY 2020-21		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	24.00%	0	24.00%	25.00%	0	25.00%	14.49%	0	14.49%
Permanent Workers*	156.15%	0	156.15%	164.66%	0	164.66%	110.02%	0	110.02%

(\*) - The high turnover rate of workers is attributed to the elevated attrition rate.

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

#### a) Names of holding / subsidiary / associate companies / joint ventures

S. No.	Name of the holding / subsidiary / associate companies / joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% Of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1	Ashoka Realty and Developers Limited	Subsidiary	100%	No
2	Belle Terre Realty Limited	Subsidiary	100%	No
3	Ekdant Realty and Developers Limited	Subsidiary	100%	No
4	Hari Darshan Realty Limited	Subsidiary	100%	No
5	Hill Rock Construction Limited	Subsidiary	100%	No
6	Hind Agri Properties Limited	Subsidiary	100%	No
7	Iconic Realtors Limited	Subsidiary	100%	No
8	Jai Corp Welfare Foundation	Subsidiary	100%	No
9	Jailaxmi Realty and Developers Limited	Subsidiary	100%	No
10	Krupa Land Limited	Subsidiary	100%	No
11	Krupa Realtors Limited	Subsidiary	100%	No
12	Multifaced Impex Limited	Subsidiary	100%	No
13	Novelty Realty and Developers Limited	Subsidiary	100%	No
14	Oasis Holding FZC	Subsidiary	75%	No
15	Rainbow Infraprojects Limited	Subsidiary	100%	No
16	Swar Land Developers Limited	Subsidiary	100%	No
17	Swastik Land Developers Limited	Subsidiary	100%	No
18	Vasant Bahar Realty Limited	Subsidiary	100%	No



S. No.	Name of the holding / subsidiary / associate companies / joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% Of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
19	Welldone Real Estate Limited	Subsidiary	100%	No
20	Yug Developers Limited	Subsidiary	100%	No
21	Urban Infrastructure Venture Capital Limited	Subsidiary	100%	No
22	UI Wealth Advisors Private Limited	Subsidiary	100%	No
23	Searock Developers FZC	Associate	50%	No
24	Urban Infrastructure Holdings Private Limited	Associate	32%	No

**10. CSR Details**

(i) Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes/No) - Yes

(ii) Turnover (in ₹) - INR 590,73,01,289

(iii) Net worth (in ₹) - INR 1,342,55,93,771

**11. Transparency and Disclosures Compliances**

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

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No)	FY 2022-23			FY 2021-22		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes*	0	0	NA	0	0	NA
Investors (other than shareholders)	Yes*	0	0	NA	0	0	NA
Shareholders	Yes*	169	0	Details as per SEBI LODR.	156	0	Details as per SEBI LODR.
Employees and workers	Yes*	0	0	NA	0	0	NA
Customers	Yes*	0	0	NA	0	0	NA
Value Chain Partners	Yes*	0	0	NA	0	0	NA
Other (please specify)	-	0	0	NA	0	0	NA

(\*) – Web link of the Grievance Redressal Policy: <http://www.jaicorindia.com/investor/policies.html>

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

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

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1.	Occupational Health and Safety (OHS)	Risk	Occupational Health and Safety (OHS) pose significant risks to the Company's operations. The Company understands the potential impact of workplace accidents, injuries, and environmental pollution on its workers and employees. By prioritizing OHS, the Company aims to mitigate these risks and ensure the sustainable growth of the Company's business.	The Company regularly assesses risks through periodic health and safety reviews at all plant locations. Training programs are provided to workers and employees, ensuring compliance with relevant laws and regulations to establish a safe and healthy work environment. The Company has also implemented a comprehensive grievance redressal mechanism to effectively address concerns related to Health and Safety.	Negative
2.	Social responsibility towards society	Opportunity	The Company sees social responsibility towards society as an opportunity. By investing in initiatives that promote sustainability, diversity, and education, the Company strives to enhance its reputation, build goodwill, and gain a competitive advantage. Additionally, the Company's efforts can have a positive impact on the communities where we operate, promoting economic development and sustainability. Overall, social responsibility is both a moral obligation and a strategic opportunity that we are committed to pursuing.		Positive
3.	Energy Management	Opportunity	The Company recognizes that energy management presents a valuable opportunity to enhance efficiency, profitability, and environmental impact. By developing and implementing a robust energy management strategy, the Company can identify areas of waste and optimize energy usage, resulting in cost reduction and improved financial performance.		Positive

			Additionally, prioritizing energy efficiency and sustainability contributes to enhancing the Company's brand reputation.		
4.	Reduction in emission of carbon and other hazardous gases	Opportunity	<p>With the increasing awareness of the environmental impact of industrial activities, there is a growing demand for sustainable solutions that minimize harm to the environment. The Company recognizes this trend and is committed to investing in and developing low-carbon technologies and eco-friendly processes. By doing so, the Company aims to become a leader in the sustainable manufacturing industry, meeting the evolving needs of customers and contributing to long-term success and profitability.</p> <p>Furthermore, reducing emissions of carbon and other hazardous gases offers not only environmental benefits but also potential cost savings. Through the adoption of energy-efficient technologies, waste reduction, and process optimization, the Company can achieve operational efficiencies and financial savings. Additionally, prioritizing sustainability can help the Company comply with stricter environmental regulations, mitigating the risk of penalties or litigation.</p>		Positive
5.	Supply Chain Management	Risk	<p>The Company understands that supply chain management is a potential risk. Any disruption in the flow of raw materials, transportation or logistics can cause delays in the manufacturing processes, resulting in loss of productivity and revenue. In addition, market uncertainties, political instability, and natural disasters can also pose significant risks to the supply chain. Procurement can be negatively impacted by the supply chain's high dependency on a limited number of suppliers or vendors</p>	<p>The Company has established long-standing relationships with multiple suppliers/vendors. Continuous discussions and communication are maintained with these suppliers/vendors to ensure uninterrupted production and timely availability of required supplies. The Company focuses on building resilience to disruptions, and proactive risk management.</p>	Negative

6.	Risk Management and Cyber Security	Risk	The Company is exposed to cyber-attacks, data breaches, and ransomware, which can result in financial loss, damage to reputation, and loss of customer trust.	The Company has established a comprehensive Risk Management Policy to effectively manage and mitigate risks. This policy provides a framework for addressing various risk-related issues. In addition, the Company has implemented a robust cybersecurity policy, prioritizing the identification and resolution of cybersecurity threats. Complemented by a well-defined IT policy, the Company takes proactive measures to prevent incidents and minimize potential damages.	Negative
7.	Water Management	Opportunity	The Company strives to develop innovative water management solutions, aiming to reduce overall water consumption, lower operating costs, and improve environmental performance. These efforts enable the Company to comply with regulations, enhance its reputation, and improve market competitiveness.		Positive
8.	Human Rights	Risk	Ignoring or violating human rights can result in negative media attention, consumer backlash, legal action, supply chain disruptions, reduced innovation, and decreased profitability. It is crucial to address these risks proactively to avoid negative consequences and promote a sustainable business future.	The Company prioritizes the protection of human rights through well-defined policies and practices, which are integral to the Company's Code of Conduct. To ensure compliance, the Company provides comprehensive training programs to employees specifically covering human rights topics	Negative
9.	Product Quality and Safety	Opportunity	Product quality and safety are crucial for an industrial component manufacturing Company to maintain customer trust, comply with regulations, and mitigate risks. A product defect or safety issue can lead to financial loss, legal consequences, damage to reputation, and loss of customer trust. Therefore, the Company strives to invest in quality control measures, comply with regulations and standards, and continuously improve product quality and safety through research and development.		Positive

**SECTION B: MANAGEMENT AND PROCESS DISCLOSURES**

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

S. No.	Principle Description	Reference of Jai Corp Policies
P1	Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.	<ul style="list-style-type: none"> <li>• Code of Conduct and Business Ethics for Directors and Senior Management</li> <li>• Anti-Bribery and Anti-Corruption Policy</li> <li>• Vigil Mechanism &amp; Whistle Blower Policy</li> <li>• Policy Framework on Business Responsibility</li> <li>• Grievance Redressal Policy</li> </ul>
P2	Businesses should provide goods and services in a manner that is sustainable and safe	<ul style="list-style-type: none"> <li>• Policy Framework on Business Responsibility</li> <li>• Grievance Redressal Policy</li> </ul>
P3	Businesses should respect and promote the well-being of all employees, including those in their value chains	<ul style="list-style-type: none"> <li>• Code of Conduct Policy</li> <li>• Vigil Mechanism &amp; Whistle Blower Policy</li> <li>• Nomination and Remuneration Policy</li> <li>• Policy Framework on Business Responsibility</li> <li>• Equal Opportunity Policy</li> <li>• Grievance Redressal Policy</li> </ul>
P4	Businesses should respect the interests of and be responsive to all its stakeholders	<ul style="list-style-type: none"> <li>• Code of Conduct Policy</li> <li>• Corporate Social Responsibility Policy</li> <li>• Policy Framework on Business Responsibility</li> </ul>
P5	Businesses should respect and promote human rights	<ul style="list-style-type: none"> <li>• Code of Conduct Policy</li> <li>• Policy Framework on Business Responsibility</li> <li>• Vigil Mechanism &amp; Whistle Blower Policy</li> <li>• Grievance Redressal Policy</li> </ul>
P6	Businesses should respect and make efforts to protect and restore the environment	<ul style="list-style-type: none"> <li>• Policy Framework on Business Responsibility</li> </ul>
P7	Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent	<ul style="list-style-type: none"> <li>• Policy Framework on Business Responsibility</li> <li>• Policy for Determination of Materiality of an Event or Information and Archiving</li> <li>• Policy on Related Party Transaction</li> </ul>
P8	Businesses should promote inclusive growth and equitable development	<ul style="list-style-type: none"> <li>• Corporate Social Responsibility Policy</li> <li>• Policy Framework on Business Responsibility</li> </ul>
P9	Businesses should engage with and provide value to their consumers in a responsible manner	<ul style="list-style-type: none"> <li>• Policy Framework on Business Responsibility</li> <li>• Cybersecurity Policy</li> <li>• IT Policy</li> </ul>

Disclosure Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
<b>Policy and management processes</b>									
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Y*	Y*	Y*	Y*	Y*	Y*	Y*	Y*	Y*
b. Has the policy been approved by the Board? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
c. Web Link of the Policies, if available**	<a href="http://www.jaicorpindia.com/investor/policies.html">http://www.jaicorpindia.com/investor/policies.html</a>								
2. Whether the entity has translated the policy into procedures. (Yes / No)	Yes								
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	Yes								
4. Name of the national and international codes/certifications/labels/standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) mapped to each principle.									
Principle 1	ISO 9001: 2015 – Quality Management System Standard BIS Certifications: 7800042310, 7800042209 & 7800042411 EPR Certified: PR-20-DAD-01-AAACJ2591A-23								
Principle 2									
Principle 3									
Principle 4									
Principle 5									
Principle 6									
Principle 7									
Principle 8									
Principle 9									
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	Currently, the Company has not made any specific commitments or set objectives for the fiscal year 2022-23. However, going forward it shall gradually chart out a roadmap for setting out goals and targets.  Recognizing the crucial role of measurable goals in guiding its operations towards long-term aspirations, the Company will continuously evaluate its performance and consider the possibility of setting clear commitments or goals in the near future.								
6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	Not Applicable								
<b>Governance, leadership and oversight</b>									
7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)									
At Jai Corp, we firmly believe in the importance of sustainable development and uphold a strong focus on environmental, social, and governance (ESG) parameters. Recognizing the impact our operations have on the environment, we are dedicated to minimizing any adverse effects while promoting responsible practices.									

We have implemented various measures to minimize our carbon footprint throughout our business operations. These efforts encompass adopting energy-efficient technologies, optimizing production processes, and exploring renewable energy sources. By actively working towards reducing carbon emissions, we contribute to global initiatives in combating climate change.

Apart from carbon reduction, we place great emphasis on mitigating other environmental impacts. This entails implementing sustainable waste management practices, conserving water resources, and promoting biodiversity conservation. We consistently encourage our supply chain partners to identify opportunities for reducing their environmental footprint.

Our commitment to sustainable development extends beyond environmental considerations. We strive to be responsible corporate citizens by actively engaging with the needs of society. This includes supporting local communities, promoting fair labor practices, and ensuring the health and safety of our employees and stakeholders.

We remain dedicated to our vision of sustainable growth and are continually striving to improve our practices. Thank you for your support and collaboration as we work towards a better future for all.

<p><b>8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy/policies</b></p>	<p><b>DIN Number (if applicable):</b> 07017428  <b>Name:</b> Mr. Kaushik Deva  <b>Designation:</b> Independent Director  <b>Telephone number:</b> (+91) 22 43490400  <b>E-mail id:</b> <a href="mailto:kaushikdeva@gmail.com">kaushikdeva@gmail.com</a></p>
<p><b>9. Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.</b></p>	<p>Yes. The Business Responsibility and Sustainability Committee is responsible for decision making on sustainability related issues. The Business Responsibility and Sustainability Committee comprises Mr. K. Deva – Independent Director, Mr. Anand Jain - Chairman and Mr. Virendra Jain – Vice Chairman. Mr. K. Deva is the Chairman of this Committee.</p>

**Note:**

(\*) - The policies have been developed on the lines of the ‘National Voluntary Guidelines on Social, Environment, and Economic responsibilities of businesses established by the Ministry of Corporate Affairs, Government of India in 2011.

**10. Details of Review of NGRBCs by the Company:**

Subject for Review	Indicate whether review was undertaken by Director / Committee of the Board/ Any other Committee									Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)								
	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Performance against above policies and follow up action	Yes, The Board of Directors conducted a review of the Company’s performance in relation to policies, as well as the necessary follow-up actions.									Annually								
Compliance with statutory requirements of relevance to the principles, and rectification of any non-compliances	The Company upholds rigorous adherence to all legal obligations mandated by statutory requirements. In the event of any instance of non-compliance, both the Audit Committee and the Risk Management Committee are promptly notified.																	
11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9									
	The Company conducts regular internal reviews to assess the efficacy of its policies and their implementation. However, for the fiscal year 2022-23, no external audit has been conducted to validate these reviews.																	

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

Not Applicable.

## SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

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

**Principle 1: Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.**

### Essential Indicators

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

Segment	Total number of training and awareness programmes held	Topics / principles covered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Board of Directors	1	- Code of Conduct	100%
Key Managerial Personnel	1	- Anti-bribery and anti-corruption - Insider Trading - Prevention of Sexual Harassment - Health and Safety	100%
Employees other than BoD and KMPs	4	- Code of Conduct - Insider Trading - Prevention of Sexual Harassment - Health and Safety - Skill Upgradation - Fire Drills - Human Rights	100%
Workers	12	- Health and Safety - Skill Upgradation - Human Rights - Fire Drills	100%

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

There have been no instances of fines/penalties/compounding fee/settlement/imprisonment/punishment for FY 2022-23.

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

Not Applicable

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

Yes, the Company has implemented an Anti-bribery and Anti-corruption policy concerning ethics, bribery, and corruption, encompassing all employees and business associates. With a steadfast commitment to fairness and transparency, the Company upholds the highest standards of professionalism, honesty, integrity, and ethical conduct in all interactions and transactions involving its constituents.



To facilitate the reporting of illegal or unethical practices, suspected fraud, and genuine concerns or grievances, the Company has established a Whistleblower and Vigil Mechanism Policy, enabling stakeholders, including directors and employees, to freely communicate their concerns. Additionally, the Company adheres to a well-defined Supplier Code of Conduct that explicitly outlines its expectations in alignment with the organization's principles and ethical values.

Link: <http://www.jaicorpindia.com/investor/policies.html>

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

There have been no charges of bribery or corruption against Directors/KMPs/employees/workers for FY 2022-23 and FY 2021-22.

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

There have been no complaints with regard to conflict of interest against Board of Directors or KMPs for FY 2022-23 and FY 2021-22.

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

Since there have been no fines, penalties, or actions taken by regulators, law enforcement agencies, or judicial institutions in cases of corruption and conflict of interest, no specific corrective actions were required to be taken.

**Leadership Indicators**

**1. Awareness programmes conducted for value chain partners on any of the principles during the financial year:**

The Company has not undertaken dedicated training sessions on NGRBC principles for its value chain partners for FY 2022 -23.

**2. Does the entity have processes in place to avoid/ manage conflict of interests involving members of the Board? (Yes/No) If yes, provide details of the same.**

Yes. To ensure the avoidance of conflicts of interest, the Company strictly adheres to statutory requirements by mandating directors, Key Managerial Personnel (KMPs), and senior management to make necessary disclosures, promoting transparency and accountability within the Company's governance framework.

**Principle 2: Businesses should provide goods and services in a manner that is sustainable and safe**

**Essential Indicators**

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

	FY 2022-23	FY 2021-22	Details of improvements in environmental and social impacts
R&D	The Company understands that it has not yet allocated funds for research and development to improve the environmental and social effects of its operations. However, the Company is aware of the importance of these efforts and plans to carefully consider them in the future.		
Capex			
	Moving forward, the Company is committed to exploring and prioritizing investment opportunities that align with its dedication to sustainability and responsible business practices. It will thoroughly evaluate its current operations, environmental impact, and social influence to find ways for improvement.		
	The Company recognizes the benefits of investing in sustainable technologies and practices for long-term value. It is determined to find innovative solutions that enhance its environmental and social impact while also benefiting its stakeholders.		

**2. Does the entity have procedures in place for sustainable sourcing? (Yes/No) b. If yes, what percentage of inputs were sourced sustainably?**

Yes, the Company has established procedures for sustainable sourcing. Specifically, the polymers, namely polypropylene and polyethylene, are 100% sustainably sourced from a domestic manufacturer of petrochemical products. Thorough planning is conducted, taking into account the production plan, to ensure that the materials are sourced accordingly. The primary raw materials, PP/HD/LD, are obtained from domestic manufacturers of petrochemical products, while a small quantity of ancillary materials is procured from local vendors. These sourcing practices reflect the Company's commitment to sustainability and responsible procurement.

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

(a) Plastics (including packaging): The Company has implemented processes to safely reclaim plastic products for reuse, recycling, and disposal at the end of their lifecycle. This involves segregating plastic waste based on type and ensuring proper collection and storage. The Company enhances its recycling capabilities, transforming collected plastic waste into valuable resources for reuse. Moreover, the Company actively explores innovative strategies to reduce plastic packaging, encouraging the adoption of recycled materials and actively participating in circular economy initiatives. Through these proactive measures, the Company takes a holistic approach to minimize plastic waste generation and actively contribute to a more sustainable future.

(b) E-waste: The Company has established procedures for the safe reclamation of electronic waste (e-waste). This includes proper collection, storage, and transportation of electronic products that have reached the end of their life. The Company ensures compliance with relevant regulations and collaborates with authorized e-waste recyclers. These recyclers utilize environmentally sound methods to extract valuable components and materials while ensuring the safe disposal of hazardous substances. The Company promotes awareness among employees and stakeholders regarding the proper disposal of e-waste and encourages responsible e-waste management practices.

(c) Hazardous waste: As part of its commitment to environmental stewardship, the Company has implemented stringent processes for handling hazardous waste. This includes identifying and segregating hazardous materials generated during manufacturing processes, storage in designated containers, and adherence to applicable safety and disposal regulations. The Company engages licensed and certified waste management vendors for the collection, transportation, treatment, and disposal of hazardous waste. These vendors employ approved methods that minimize the environmental impact and ensure compliance with legal requirements.

(d) Other waste: The Company understands the significance of responsible waste management, extending beyond plastics, e-waste, and hazardous materials. It actively pursues strategies to minimize waste generation by optimizing processes, enhancing resource efficiency, and implementing waste reduction initiatives. The Company also encourages waste segregation and recycling practices whenever feasible. For non-hazardous waste, the Company ensures proper collection, sorting, and disposal in compliance with relevant regulations, relying on authorized waste management service providers. Additionally, the Company responsibly disposes of other types of waste by auctioning them through the MSTC portal to authorized government agencies.

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

Yes, Extended Producer Responsibility (EPR) is applicable to the entity's activities. Although the Company sells plastic packaging materials to registered vendors. Therefore, the Company has effectively transferred the EPR liability for the plastic packaging materials to the registered vendors who serve as brand owners. As a result, the Company currently does not have any direct liability for the management of the plastic packaging waste.

**Leadership Indicators**

1. **Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?**

The Company has not conducted any Life Cycle Perspective / Assessments (LCA) for the FY 2022-23.

2. **If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective / Assessments (LCA) or through**

4. **Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed of.**

	FY 2022-23			FY 2021-22		
	Re-Used	Recycled	Safely Disposed	Re-Used	Recycled	Safely Disposed
Plastics (Including packaging)	-	3843.05	-	-	4448.67	-
E-waste	-	-	-	-	-	-
Hazardous waste	-	-	0.50	-	-	-
Other waste	-	-	-	-	-	-

5. **Reclaimed products and their packaging materials (as percentage of products sold) for each product category.**

Not Applicable

**Principle 3: Businesses should respect and promote the well-being of all employees, including those in their value chains**

**Essential Indicators**

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

Category	Total (A)	% Of employees covered by									
		Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
<b>Permanent employees</b>											
Male	101	0	0	101	100%	0	0	0	0	0	0
Female	2	0	0	2	100%	2	100%	0	0	0	0
<b>Total</b>	<b>103</b>	<b>0</b>	<b>0</b>	<b>103</b>	<b>100%</b>	<b>2</b>	<b>1.94%</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Other than Permanent employees</b>											
Male	0	0	0	0	0	0	0	0	0	0	0
Female	0	0	0	0	0	0	0	0	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

any other means, briefly describe the same along-with action taken to mitigate the same.

Not Applicable

3. **Percentage of recycled or reused input material to total material (by value) used in production (For manufacturing industry) or providing services (for service industry).**

Approximately 10% of the waste generated during the manufacturing process is actively recycled and utilized for captive consumption. This sustainable practice helps minimize the environmental impact by reducing the amount of waste sent to landfills while also contributing to resource conservation within the Company's operations.

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

Category	% Of workers covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
<b>Permanent workers</b>											
Male	1353	0	0	1353	100%	0	0	0	0	0	0
Female	0	0	0	0	0	0	0	0	0	0	0
<b>Total</b>	<b>1353</b>	<b>0</b>	<b>0</b>	<b>1353</b>	<b>100%</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Other than Permanent workers</b>											
Male	0	0	0	0	0	0	0	0	0	0	0
Female	0	0	0	0	0	0	0	0	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

**2. Details of retirement benefits.**

Benefits	FY 2022-23			FY 2021-22		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	45%	98.95%	Y	43%	98.81%	Y
Gratuity	100%	100%	Y	100%	100%	Y
ESI	-	-	-	-	-	-
Others – please specify	-	-	-	-	-	-

**3. Accessibility of workplaces**

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

Yes, the Company has taken important steps to make sure everyone can access their facilities and services, especially people with disabilities. The Company is committed to making the spaces and services inclusive for everyone.

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

Yes, the Company recognizes the importance of fairness and inclusivity in its workforce. The Company strives to treat all employees equally and provide equal opportunities. The Company is committed to upholding these principles in its recruitment, hiring, promotions, and other employment practices. The Company values non-discrimination and aims to ensure that all employees are treated fairly and given equal consideration. By promoting a culture of equality fostering an environment where everyone has the chance to succeed and contribute to the Company's success.

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

Gender	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	100%	100%	100%	100%
Female	0	0	0	0
<b>Total</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>

**6. Is there a mechanism available to receive and redress grievances for the following categories of employees and workers? If yes, give details of the mechanism in brief.**

The Company ensures that employees and workers have access to designated channels for addressing their grievances, and their concerns will be handled and resolved by the relevant authority within a specified timeframe. To facilitate effective communication, all employees have access to the following channels:

**Whistleblower** – [jaicorp@jaicorpindia.com](mailto:jaicorp@jaicorpindia.com)

**POSH** – [rahul.ahire@jaicorpindia.com](mailto:rahul.ahire@jaicorpindia.com)

**HR point of contact** – [rahul.ahire@jaicorpindia.com](mailto:rahul.ahire@jaicorpindia.com)

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

There are no employee associations recognized by the Company.

**8. Details of training given to employees and workers:**

Category	FY 2022-23					FY 2021-22				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
<b>Employees</b>										
Male	101	101	100%	101	100%	119	119	100%	119	100%
Female	2	2	100%	2	100%	2	2	100%	2	100%
<b>Total</b>	<b>103</b>	<b>103</b>	<b>100%</b>	<b>103</b>	<b>100%</b>	<b>121</b>	<b>121</b>	<b>100%</b>	<b>121</b>	<b>100%</b>
<b>Workers</b>										
Male	1353	1353	100%	1353	100%	1697	1697	100%	448	26.40%
Female	0	0	0	0	0	0	0	0	0	0
<b>Total</b>	<b>1353</b>	<b>1353</b>	<b>100%</b>	<b>1353</b>	<b>100%</b>	<b>1697</b>	<b>1697</b>	<b>100%</b>	<b>448</b>	<b>26.40%</b>

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

Category	FY 2022-23			FY 2021-22		
	Total (A)	No. (B)	% (B/A)	Total (C)	No. (D)	% (D/C)
<b>Employees</b>						
Male	The Company is yet to undertake performance appraisal for FY 2022-23.			119	119	100%
Female				2	2	100%
<b>Total</b>				<b>121</b>	<b>121</b>	<b>100%</b>
<b>Workers</b>						
Male	The Company is yet to undertake performance appraisal for FY 2022-23.			1697	1697	100%
Female				0	0	0
<b>Total</b>				<b>1697</b>	<b>1697</b>	<b>100%</b>

**10. Health and safety management system:**

**a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, what is the coverage of such a system?**

Yes, the Company gives utmost importance is given to fostering a safe and healthy workplace environment for all employees. To uphold this commitment, the Company has implemented a robust Health and Safety management system. This system serves as a tangible representation of the management’s unwavering dedication to prioritizing employee well-being and recognizing the vital connection between safety and overall business performance. It establishes clear expectations and responsibilities for both employers and employees in ensuring occupational health and safety, providing a comprehensive roadmap for implementing preventive measures.

The Company’s comprehensive health and safety system encompasses various crucial aspects, including the identification and management of work-related hazards, regular medical examinations, ongoing staff

education on health and safety practices, and access to healthcare privileges. By placing the health and safety of its employees as a top priority, the Company aims to cultivate a positive and productive work environment that benefits everyone involved.

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

The Company conducts regular inspections, observations, and consultations with employees to identify potential hazards in the workplace. This includes analyzing work processes, equipment, materials, and any other factors that may pose a risk to employee safety and health.

**c. Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks.**

The Company prioritizes the safety and well-being of its workers above all. The Company provides a comprehensive safety induction training, including daily toolbox talks and job safety training, to empower the workers with the skills and knowledge to identify and mitigate potential hazards. The Company's rigorous safety protocols and procedures are strictly enforced, reflecting its commitment to maintaining a safe work environment.

The Company continuously strives to enhance the safety practices to protect workers and ensure optimal efficiency and productivity.

**d. Do the employees/ workers of the entity have access to non-occupational medical and healthcare services?**

The Company prioritizes the safety and well-being of its employees by providing comprehensive safety measures and facilities. The Company ensures a safe working environment by displaying all necessary safety posters, providing essential safety equipment, and maintaining a fully stocked first-aid box. Additionally, ensuring access to purified drinking water for all employees, promoting their health and hydration throughout the workday.

To address any medical concerns, offering adequate medical facilities. Under the supervision of a qualified full-time medical practitioner, employees and workers can receive prompt and professional medical assistance when needed. This ensures that any health-related issues are addressed promptly and effectively, supporting the overall well-being of the workforce.

By implementing these measures, the Company demonstrates its commitment to providing a safe and healthy work environment, where employees' physical well-being is prioritized and supported.

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

Safety Incident/Number	Category	FY 2022-23	FY 2021-22
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	0	0
	Workers	0	0
Total recordable work-related injuries	Employees	0	0
	Workers	0	0
No. of fatalities	Employees	0	0
	Workers	0	0
High consequence work-related injury or ill-health (excluding fatalities)	Employees	0	0
	Workers	0	0

**12. Describe the measures taken by the entity to ensure a safe and healthy workplace.**

- The Company ensures a safe working environment by providing all necessary safety posters, safety equipment, a fully stocked first-aid box, and facilities for purified drinking water. Additionally, there is an on-site medical facility available, managed by a qualified full-time medical practitioner, to address any health concerns promptly and effectively.
- As per the requirements of the Factories Act, 1948, the Company diligently obtains stability certificates for all factory buildings. This practice ensures that the infrastructure meets the necessary safety standards, promoting the well-being of employees and mitigating potential risks.
- The Company actively fosters safety awareness among the staff and other workers. Through ongoing safety training programs and initiatives, employees are equipped with the knowledge and understanding to prioritize safety in their daily tasks and contribute to maintaining a secure work environment.

4. To further safeguard the Company’s interests, suitable insurance policies are implemented, including fire insurance, safety insurance, group insurance, and personal accident insurance. These policies serve as additional layers of protection, providing financial coverage and support in unforeseen events, thereby reinforcing the Company’s commitment to employee welfare and risk management.

**13. Number of complaints on the following made by employees and workers**

	FY 2022-23			FY 2021-22		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	0	0	NA	0	0	NA
Health & Safety	0	0	NA	0	0	NA

**14. Assessments for the year**

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

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

The Company has implemented corrective measures in response to safety-related incidents and continuously evaluates health and safety practices to identify and mitigate potential risks. The Company’s top priority is ensuring safety and conduct regular reviews to uphold a secure work environment for all employees and workers.

**Leadership Indicators**

**1. Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) (B) Workers (Y/N)?**

Yes, the Company has Group Life Insurance coverage and Accidental Life Insurance coverage, which is extended to its employees and workers.

**2. Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.**

The Company has made official agreements with its value chain partners, outlining their obligation to correctly deduct and deposit all necessary statutory dues. The Company ensures compliance with statutory obligations such as GST (Goods and Service Tax) and TDS (Tax Deducted at Source) payments. Specifically, GST payments are made only after they are accurately reflected in the GST portal, ensuring adherence to the relevant regulations. Likewise, TDS is promptly deducted and paid as required by the statutory provisions. By fulfilling these obligations in a timely manner, the company maintains its commitment to meeting legal requirements and upholding financial transparency.

**3. Provide the number of employees / workers having suffered high consequence work related injury / ill-health / fatalities (as reported in Q11 of Essential Indicators above), who have been rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:**

	Total no. of affected employees/ workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY 2022-23	FY 2021-22	FY 2022-23	FY 2021-22
Employees	0	0	0	0
Workers	0	0	0	0

**4. Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/ No)**

Yes, the Company management has the discretion and may consider certain employees for advisory roles after they have reached the retirement age.

**5. Details on assessment of value chain partners:**

	<b>% Of value chain partners (by value of business done with such partners) that were assessed</b>
Health and safety conditions	For the FY 2022-23, no specific assessments have been carried out for the value chain partners. However, the company has outlined the highest standards of health, safety, and working conditions in its Code of Conduct. The Company actively promotes and encourages its value chain partners to prioritize and uphold health and safety practices, as well as maintain proper working conditions.
Working conditions	

**6. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners.**

As there have not been any assessments done for the FY 2022-23, no corrective action plans have been developed to address significant risks / concerns.

**Principle 4: Businesses should respect the interests of and be responsive to all its stakeholders**

<b>Essential Indicators</b>
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**1. Describe the processes for identifying key stakeholder groups of the entity.**

The Company has conducted a thorough identification and mapping process to identify its key stakeholders, both internal and external. The list of these stakeholders is outlined below:

Internal Stakeholders:

- Employees
- Board of Directors

External Stakeholders:

- Distributors
- Suppliers
- Vendors
- Customers
- Communities
- Investors
- Government

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

<b>Stakeholder Group</b>	<b>Whether identified as Vulnerable &amp; Marginalized Group (Yes/No)</b>	<b>Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other</b>	<b>Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify)</b>	<b>Purpose and scope of engagement including key topics and concerns raised during such engagement</b>
Employees	No	Email, SMS, Meetings, Notices, Website	Quarterly Others – as per requirement	Addressing concerns, feedback, and updates on Company policies, performance, and employee well-being.



Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Board of Directors	No	Email, Meetings, SMS, Website	Quarterly or such lesser frequency as per requirement. Others – as per requirement	Strategic planning, decision-making, performance review, and governance matters.
Distributors	No	Email, SMS, Meetings	Quarterly	Sales updates, product information, addressing concerns, and gathering feedback.
Suppliers	No	Email, Meetings	Quarterly	Supply chain management, quality control, and addressing concerns or issues.
Vendors	No	Email, Meetings	Quarterly	Managing vendor relationships, discussing contracts, and addressing concerns.
Customers	No	Email, SMS, Advertisement	Annually	Gathering feedback, addressing concerns, product/service updates, and loyalty programs.
Communities	Yes	Community Meetings, Website, Notice Board	Quarterly	Engaging with the local community, addressing concerns, discussing social responsibility initiatives, and gathering feedback.
Investors	No	Email, Physical Notices, Newspaper advertisements, Meetings, Website	Quarterly or as per statutory requirement.	Financial performance updates, shareholder meetings, and addressing investor queries.
Government	No	Email, Physical responses, Meetings, Newspaper advertisements, Websites Others	As required Others – as per requirement	Complying with regulations, providing necessary information, and addressing regulatory concerns.

**Leadership Indicators**

- Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.**

Yes, stakeholder consultation plays a crucial role in identifying and managing environmental and social topics at Jai Corp. The Company policies relating to the environment and social aspects are formulated through ongoing interactions with various stakeholders. These collaborative engagements ensure that the Company's policies are aligned with the needs and expectations of all relevant parties involved.

**2. Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups.**

The Company actively seeks to engage with disadvantaged, vulnerable, and marginalized stakeholders on a regular basis. The Company actively contributes to the socio-economic development of communities both surrounding its premises and at the location of its main Units at Dadra and Nagar Haveli and Daman and Diu.

The Company's primary focus is on uplifting underprivileged and marginalized sections, providing them with opportunities to improve their circumstances and achieve parity with others. The Company has established robust processes for stakeholder consultation, ensuring that economic, environmental, and social topics are thoroughly discussed and considered. If consultation is delegated, the Company ensures that feedback from these consultations is effectively communicated to the Board.

The Company engages directly with stakeholders and collaborate with CSR project implementation partners to assess their expectations and gather feedback on the impact and success of its CSR projects. The Company regularly reviews the potential for scaling up initiatives and explore further avenues for engagement and support.

**Principle 5: Businesses should respect and promote human rights**

**Essential Indicators**

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

Category	FY 2022-23			FY 2021-22		
	Total (A)	No. of employees / workers covered (B)	% (B/A)	Total (C)	No. of employees / workers covered (D)	% (D/C)
<b>Employees</b>						
Permanent	103	103	100%	121	121	100%
Other than permanent	0	0	0	0	0	0
<b>Total employees</b>	<b>103</b>	<b>103</b>	<b>100%</b>	<b>121</b>	<b>121</b>	<b>100%</b>
<b>Workers</b>						
Permanent	1353	1353	100%	1697	1697	100%
Other than permanent	0	0	0	0	0	0
<b>Total workers</b>	<b>1353</b>	<b>1353</b>	<b>100%</b>	<b>1697</b>	<b>1697</b>	<b>100%</b>

**2. Details of minimum wages paid to employees and workers, in the following format**

Category	FY 2022-23					FY 2021-22				
	Total (A)	Equal to minimum wage		More than minimum wage		Total (D)	Equal to minimum wage		More than minimum wage	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
<b>Employees</b>										
<b>Permanent</b>	<b>103</b>	<b>0</b>	<b>0</b>	<b>103</b>	<b>100%</b>	<b>121</b>	<b>0</b>	<b>0</b>	<b>121</b>	<b>100%</b>
Male	101	0	0	101	100%	119	0	0	119	100%
Female	2	0	0	2	100%	2	0	0	2	100%
<b>Other than permanent</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Male	0	0	0	0	0	0	0	0	0	0
Female	0	0	0	0	0	0	0	0	0	0
<b>Workers</b>										
<b>Permanent</b>	<b>1353</b>	<b>0</b>	<b>0</b>	<b>1353</b>	<b>100%</b>	<b>1697</b>	<b>0</b>	<b>0</b>	<b>1697</b>	<b>100%</b>
Male	1353	0	0	1353	100%	1697	0	0	1697	100%

Female	0	0	0	0	0	0	0	0	0	0
<b>Other than permanent</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Male	0	0	0	0	0	0	0	0	0	0
Female	0	0	0	0	0	0	0	0	0	0

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

	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category	Number	Median remuneration/ salary/ wages of respective category
Board of Directors (BoD)	1	71,93,400	0	-
Key Managerial Personnel	2	29,57,256	0	-
Employees other than BoD and KMP	99	6,11,473	2	9,99,198
Workers	1353	2,04,285	0	-

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

Yes, the Human Resources department head holds the responsibility of addressing human rights impacts within the Company.

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

The Company has established comprehensive policies that rigorously govern human rights both within the organization and throughout the supply chain. The Company prioritizes the well-being and dignity of all individuals involved in all its operations.

To ensure effective implementation of these policies, the Company provides regular training programs to its employees. These training sessions serve to raise awareness about human rights issues and equip employees with the knowledge and tools necessary to identify and address any potential violations. Moreover, the Company actively communicates the grievance mechanisms available to employees, ensuring they have a clear channel to voice concerns and seek resolution.

By fostering a culture of respect and accountability, the Company strives to uphold and promote human rights at all levels and supply chain. The Company recognizes the importance of continuous improvement in this area and remain committed to evolving its policies and practices to meet the highest standards.

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

	FY 2022-23			FY 2021-22		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	0	0	NA	0	0	NA
Discrimination at workplace	0	0	NA	0	0	NA
Child Labour	0	0	NA	0	0	NA
Forced Labour/ Involuntary Labour	0	0	NA	0	0	NA
Wages	0	0	NA	0	0	NA
Other human rights related issues	0	0	NA	0	0	NA

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

The Company has implemented robust mechanisms to ensure the protection of complainants and prevent any adverse consequences. Initiatives such as the establishment of vigil and whistleblower mechanisms have been developed to provide necessary support and safeguards.

Furthermore, the Company strictly adheres to a zero-tolerance policy for such cases, and the identity and information of complainants are treated with utmost confidentiality. Regular social reviews are conducted to address and improve these aspects within the organization, ensuring ongoing commitment to a safe and respectful work environment.

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

While the Company does not include specific human rights clauses in its business agreements and contracts, it recognizes the importance of upholding human rights and integrates them into its overall business practices. The Company prioritizes conducting its operations in a manner that respects and promotes human rights, both within its own organization and throughout its supply chain.

By emphasizing good human rights practices, the Company ensures that its employees, suppliers, and business partners are aware of the importance of respecting human rights. This commitment extends to areas such as fair labor practices, non-discrimination, workplace safety, and ethical sourcing. The Company strives to create a work environment that is inclusive, diverse, and free from any form of exploitation or violation of human rights.

**9. Assessments of the year**

	<b>% of your plants and offices that were assessed (by entity or statutory authorities or third parties)</b>
Sexual harassment	100%
Discrimination at workplace	The Company did not conduct any specific assessments by itself, statutory bodies, or third parties. However, the Company's strong commitment to Human Rights is integral to its business operations. Through rigorous internal vigilance mechanisms, the Company ensures that every aspect of its business is conducted with unwavering fairness, transparency, and respect, in strict adherence to national and international Human Rights standards.
Wages	
Others – please specify	
Child labour	
Forced/involuntary labour	

**10. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 9 above.**

As there have not been any specific risks arising from the assessments done for the FY 2022-23, no corrective action plans have been developed to address significant risks / concerns.

**Leadership Indicators**

**1. Details of a business process being modified / introduced as a result of addressing human rights grievances/complaints.**

The Company is committed to fostering a secure and supportive work environment for its employees. Various channels are available for them to express concerns and address any issues they may encounter.

The Company has not received any grievances or complaints regarding human rights violations that would require modifications to its current business practices for this reporting period. This reinforces the Company's dedication to maintaining a workplace that upholds the highest standards of ethical conduct and employee well-being.

**2. Details of the scope and coverage of any Human rights due diligence conducted**

Currently, the Company has not conducted such an exercise during this reporting period.

**3. Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?**

Yes, the Company's facilities are designed to be accessible to all visitors, including those with disabilities.

**4. Details on assessment of value chain partners:**

	<b>% Of value chain partners (by value of business done with such partners) that were assessed</b>
Sexual harassment	No assessments of this nature have been conducted during this reporting year. However, the Company has plans to implement such assessments in the upcoming years. The progress and status of these assessments will be communicated and updated in the subsequent Business Responsibility and Sustainability Reports (BRSRs).
Discrimination at workplace	
Child labour	
Forced/involuntary labour	
Wages	
Others – please specify	

**5. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 4 above.**

As there have not been any assessments done for the FY 2022-23, no corrective action plans have been developed to address significant risks / concerns.

**Principle 6: Businesses should respect and make efforts to protect and restore the environment**

**Essential Indicators**

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

<b>Parameter</b>	<b>Unit</b>	<b>FY 2022-23</b>	<b>FY 2021-22</b>
Total electricity consumption (A)	GJ	118616.65	129580.27
Total fuel consumption (B) - Diesel	GJ	404.16	660.95
Energy consumption through other sources (C)	GJ	7894.22	7,749.55
<b>Total energy consumption (A+B+C)</b>	<b>GJ</b>	<b>126915.03</b>	<b>137990.77</b>
Energy intensity per rupee of turnover <i>(Total energy consumption/ turnover in rupees)</i>	GJ/Lakh INR	2.15	1.85
Energy intensity <i>(optional)</i> – the relevant metric may be selected by the entity	-	-	-

**Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency:** No independent assessment/ evaluation/ assurance has been carried out by an external agency.

The Company is committed to minimizing energy consumption and has implemented several initiatives to achieve this goal. Through continuous efforts, the Company focuses on optimizing its operating and processing activities, as well as upgrading its plant equipment. These measures aim to enhance energy efficiency and reduce the overall energy footprint.

By constantly evaluating and improving operational processes, the Company identifies areas where energy consumption can be reduced. This includes implementing energy-efficient technologies and practices, as well as adopting sustainable operating methods throughout its facilities. Additionally, the Company invests in the upgrading of plant equipment to leverage advanced technologies that promote energy conservation.

Through these proactive steps, the Company demonstrates its dedication to responsible energy management and environmental stewardship. By minimizing energy consumption, the Company not only contributes to cost savings but also reduces its environmental impact, fostering a more sustainable future.

**2. Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.**

None of the sites are covered under the PAT scheme.

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

Parameter	FY 2022-23	FY 2021-22
<b>Water withdrawal by source (in kilolitres)</b>		
(i) Surface water	-	-
(ii) Groundwater	52099	52099
(iii) Third party water (Municipal water supplies)	-	-
(iv) Seawater / desalinated water	-	-
(v) others	-	-
<b>Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)</b>	52099	52099
<b>Total volume of water consumption (in kilolitres)</b>	<b>52099</b>	<b>52099</b>
<b>Water intensity per rupee of turnover</b> <i>(Water consumed / turnover) (Unit: KL/Lakh INR)</i>	0.88	0.70
<b>Water intensity (optional)</b> – the relevant metric may be selected by the entity	-	-

**Note:** Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency: No independent assessment/ evaluation/ assurance has been carried out by an external agency.

4. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.

No, the entity has not implemented a mechanism for Zero Liquid Discharge.

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

The Company is currently working on establishing systems to track and record this data, which will be made available in the following years.

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

Parameter	Unit	FY 2022-23	FY 2021-22
<b>Total Scope 1 emissions</b> (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	Metric tonnes of CO <sub>2</sub> equivalent	28.58	47.00
<b>Total Scope 2 emissions</b> (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	Metric tonnes of CO <sub>2</sub> equivalent	23394.00	25556.00
<b>Total Scope 1 and Scope 2 emissions per rupee of turnover</b>	Metric tonnes of CO <sub>2</sub> equivalent/ Lakh INR	0.40	0.35
<b>Total Scope 1 and Scope 2 emission intensity</b> (optional) – the relevant metric may be selected by the entity		-	-

**Note:** Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency - No independent assessment/ evaluation/ assurance has been carried out by an external agency.

7. Does the entity have any project related to reducing Greenhouse Gas emission? If yes, then provide details.

No, the Company currently does not have any specific project initiated to reduce the Greenhouse Gas emissions. However, the Company has strongly adopted the ESG agenda and concerted efforts are being taken to track and monitor GHG emissions.

## 8. Provide details related to waste management by the entity, in the following format:

Parameter	FY 2022-23	FY 2021-22
<b>Total Waste generated (in metric tonnes)</b>		
Plastic waste (A)	3843.05	4448.67
E-waste (B)	-	-
Bio-medical waste (C)	-	-
Construction and demolition waste (D)	-	-
Battery waste (E)	-	-
Radioactive waste (F)	-	-
Other Hazardous waste. Please specify, if any. (G)	0.50	Nil
Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	-	-
<b>Total (A+B + C + D + E + F + G + H)</b>	<b>3843.55</b>	<b>4448.67</b>

**For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)**

Category of waste		
(i) Recycled	3843.05	4448.67
(ii) Re-used	-	-
(iii) Other recovery operations	-	-
<b>Total</b>	<b>3843.05</b>	<b>4448.67</b>

**For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)**

Category of waste		
(i) Incineration	-	-
(ii) Landfilling	-	-
(iii) Other disposal operations	0.50	-
<b>Total</b>	<b>0.50</b>	<b>-</b>

**Note:** Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency - No independent assessment/ evaluation/ assurance has been carried out by an external agency.

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

The plastic processing units operated by the Company are environmentally conscious and adhere to strict pollution control measures. These units do not generate any emissions or effluents that could harm the environment. As a result, the Pollution Control Committee of Daman & Diu and Dadra & Nagar Haveli has classified our units under the green category.

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

The Company has no operations/offices in/around ecologically sensitive areas. Hence, required environmental approval/ clearances are not applicable for the Company.

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

Environmental impact assessments of projects have not been undertaken for FY 2022-23.

12. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:

Yes, the Company is compliant with all applicable environmental law/ regulations/ guidelines in India.

<b>Leadership Indicators</b>
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1. Provide break-up of the total energy consumed (in Joules or multiples) from renewable and non-renewable sources, in the following format:

Parameter	FY 2022-23	FY 2021-22
<b>From renewable sources</b>		
Total electricity consumption (A) in kWh	7894.22	7,749.55
Total fuel consumption (B)	-	-
Energy consumption through other sources (C)	-	-
<b>Total energy consumed from renewable sources (A+B+C) in kWh</b>	<b>7894.22</b>	<b>7,749.55</b>
<b>From non-renewable sources</b>		
Total electricity consumption (D)	118616.65	129580.27
Total fuel consumption (E)	404.16	660.95
Energy consumption through other sources (F)	-	-
<b>Total energy consumed from non-renewable sources (D+E+F)</b>	<b>119020.81</b>	<b>130241.22</b>

**Note:** Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency - No independent assessment/ evaluation/ assurance has been carried out by an external agency.

2. Water withdrawal, consumption and discharge in areas of water stress (in kilolitres):

Since none of the Company's facilities or manufacturing locations are situated in areas facing water stress, the disclosure requirement related to water stress is not applicable.

3. Please provide details of total Scope 3 emissions & its intensity, in the following format:

The Company is currently not tracking the Scope 3 emissions for the reporting period; however, the Company is actively engaged in the development of systems to track and record the relevant data, with the aim of making it available in the upcoming years.

4. If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:

S. No	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
1.	Solar energy plant	Installed and commissioned a solar energy generation plant of 1800 KW.	Reducing dependence on outside power supply.

5. Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link.

The Company has implemented a rigorous and proactive risk management mechanism to safeguard its operations. Within its risk management policy, the Company explicitly outlines a range of effective measures aimed at minimizing and addressing potential risks.

Policy reference <http://www.jaicorpindia.com/investor/policies.html>



**6. Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard?**

The Company actively promotes environmental responsibility throughout its value chain by encouraging its partners to adopt and integrate Environment Management Systems (EMS). This proactive approach fosters a culture of sustainability and underscores the Company's commitment to environmental stewardship.

**7. Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.**

The Company has not undertaken any environmental impact assessment of value chain partners in FY 2022-23.

**PRINCIPLE 7 Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent**

**Essential Indicators**

1.

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

The Company has four noteworthy affiliations with trade and industry chambers/associations, strengthening its standing within the business community.

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

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1	Federation of Indian Exporters Association (FIEO)	National
2	Plexconcil	National
3	Dadra & Nagar Haveli and Daman and Diu Industries association	State
4	All India Flat Tape Manufacture Association	National

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

The Company has maintained a strong track record of compliance with regulatory authorities, as there have been no orders received regarding allegations of anti-competitive conduct.

**PRINCIPLE 8 Businesses should promote inclusive growth and equitable development**

**Essential Indicators**

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

The Social Impact Assessment in compliance to the applicable laws was not applicable to any particular project.

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

The Company does not have any ongoing Rehabilitation and Resettlement (R&R) for FY 2022-23.

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

The Company understands the importance of safeguarding the well-being of the local community in which it operates, even though its operations may not have a significant direct impact. The Company's commitment to responsible business practices drives us to proactively minimize any potential adverse effects that could arise from its activities.

To ensure effective communication and address grievances within the community, our office has established several mechanisms for receiving and redressing concerns. We prioritize accessibility and offer multiple channels for community members to reach out to us.

- **In-Person Contact:** Community members can directly visit our office to discuss their grievances. We have designated personnel available to listen to their concerns, provide guidance, and initiate the grievance redressal process.

- **Mobile Contact:** We understand the importance of mobile communication in today's world. Therefore, community members can reach us by dialing our dedicated contact number, +91-7600025350 for providing information and necessary assistance.
- **Email Correspondence:** For a convenient and efficient mode of communication, community members can also email us at [rahul.csr@jaicorpindia.com](mailto:rahul.csr@jaicorpindia.com). This email address is specifically dedicated to receiving and addressing grievances. Our team actively monitors emails to ensure timely responses and appropriate follow-up actions.

In addition to these contact methods, we emphasize the importance of confidentiality and transparency throughout the grievance redressal process.

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

	FY 2022-23	FY 2021-22
Directly sourced from MSMEs/ small producers	80%	80%
Sourced directly from within the district and neighboring districts	30%	30%

**Leadership Indicators**

- 1. Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):**  
Not Applicable
- 2. Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:**  
No CSR projects are being undertaken in designated aspirational districts as identified by government bodies.
- 3.**
  - a. Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized /vulnerable groups? (Yes/No)**  
No. While we do not have a formal policy in place, it is a common practice within the Company to actively engage suppliers from marginalized or vulnerable groups whenever feasible
  - b. From which marginalized /vulnerable groups do you procure?**  
Not Applicable
  - c. What percentage of total procurement (by value) does it constitute?**  
Not Applicable
- 4. Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge:**  
Not Applicable
- 5. Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.**  
Not Applicable

## 6. Details of beneficiaries of CSR Projects:

S. No.	CSR Project	No. of persons benefited from CSR Projects	% Of beneficiaries from vulnerable and marginalized groups
1.	Sponsoring academic fees of domicile students of Dadra & Nagar Haveli (D&NH) under "Education Promotion Programme" (Pharmacy, Engineering, Hotel Management, MBBS, BAMS and BDS, Nursing, Paramedical Courses, Diploma courses and degree courses of arts, commerce and science students of Dadra & Nagar Haveli)	2445	100% coverage. Our projects are committed to exclusively benefiting individuals who come from underprivileged, marginalized, vulnerable, and socially disadvantaged communities within society. We prioritize serving these specific groups to address their unique needs and challenges, aiming to uplift and empower them through our initiatives
2.	Vocational training programme - Providing computer courses and heavy motor vehicle training to tribal youth of D&NH	481	
3.	Safe drinking water to all - Installed 21 nos. of RO purification plant for provide safe and clean drinking water to community people	50000	
4	Rural Development: - Providing construction materials for housing project under "PradhanMantri Awaaz Yojana" for the benefit of tribal people of Dadra & Nagar Haveli and Daman & Diu.	50	
5	Promoting preventive healthcare	150	

**PRINCIPLE 9 Businesses should engage with and provide value to their consumers in a responsible manner****Essential Indicators****1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.**

Consumer satisfaction is our utmost priority, and we have implemented a robust grievance mechanism to address any concerns promptly and effectively. Our transparent and accountable process ensures that our valued consumers receive timely resolutions to their grievances. We understand the importance of building long-term relationships, and our seamless and hassle-free mechanism reflects our commitment to consumer satisfaction.

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

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

The Company primarily specializes in the production of woven sacks, which adhere to the recycling guidelines set by the Bureau of Indian Standards (BIS). These sacks are designed to include all the essential information regarding recycling.

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

	FY 2022-23		Remarks	FY 2021-22		Remarks
	Received during the year	Pending resolution at end of year		Received during the year	Pending resolution at end of year	
Data privacy	0	0	NA	0	0	NA
Advertising	0	0	NA	0	0	NA
Cyber-security	0	0	NA	0	0	NA
Delivery of essential services	0	0	NA	0	0	NA
Restrictive Trade Practices	0	0	NA	0	0	NA
Unfair Trade Practices	0	0	NA	0	0	NA
Other	0	0	NA	0	0	NA

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

	Number	Reasons for recall
Voluntary recalls	There have been no instances of product recall	
Forced recalls		

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

Yes, the Company has a comprehensive framework and policy in place to address cyber security and risks related to data privacy. The cybersecurity policy outlines the guidelines and procedures for protecting the Company's information systems, networks, and data from unauthorized access, breaches, and other cyber threats.

Link: <http://www.jaicorpindia.com/investor/policies.html>

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

As there have been no such instances, no corrective action plans have been formulated.

**Leadership Indicators**

**1. Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available).**

Our official website, <http://www.jaicorpindia.com> serves as the primary platform for accessing comprehensive information about our products. Additionally, we leverage various channels and platforms to effectively communicate updates and notify our customers about new projects and offerings.

**2. Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.**

Since the products and services offered by the Company do not fall under the category of essential services, the specific disclosure requirement mentioned is not applicable.

**3. Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief.**

Yes, the Company displays all the relevant information on the product in the highest mandated standards by law of land.

**4. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)**

No. The Company did not carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole for the FY 2022-23

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

**a. Number of instances of data breaches along-with impact**

The Company has maintained a strong record of safeguarding customers' personally identifiable information, with no reported instances of data breaches.

**b. Percentage of data breaches involving personally identifiable information of customers**

Not Applicable

# REPORT ON CORPORATE GOVERNANCE

Pursuant to Regulation 34(3) read with Schedule V to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ['Listing Regulations'] pertaining to Corporate Governance, the Company submits hereunder a report on the matters mentioned in Section C of Schedule V to Listing Regulations *vis-a-vis* the practices followed by the Company.

## 1. Company's philosophy on code of governance:

The Company strongly believes in fair, efficient and transparent business operations, proper disclosure of relevant information and to serve the best interests of all the stakeholders, viz., employees, shareholders, customers, lenders, the Government and the society at large. The Company strives towards excellence through adoption of best governance and disclosure practices.

## 2. Board of Directors:

The Composition of the Board, category of directorship, attendance of Directors in Board Meetings, last Annual General Meeting (AGM), number of other directorships and chairmanships/ memberships of committees of the board of other Indian public limited companies are as follows:

### (A) Composition of Board

As on date of this Report, the Board of Directors of the Company has an optimum combination of executive and non-executive directors (independent and non-independent) and women directors. The present strength of the Board is eight directors, of which two directors i.e. Managing Director and Director-Works are executive directors and six directors are non-executive directors of which four are independent directors including three women directors.

### (B) Independent Directors

#### (i) Formal Letter of Appointment to Independent Directors

On appointment, the concerned Independent Director is issued a Letter of Appointment setting out in detail, the terms of appointment, duties and responsibilities.

Every Independent Director, at the first meeting of the Board in which he/she participates as a Director and thereafter at the first meeting of the Board in every financial year, gives a declaration that he/she meets the criteria of independence as provided under the Companies Act, 2013 and Listing Regulations. Draft of the formal letter of appointment has been uploaded on the website of the Company.

#### (ii) Performance Evaluation of Independent Directors

The Performance Evaluation of the Independent Directors of the Company based on the evaluation criteria laid down by the Nomination and Remuneration Committee will be carried out at the ensuing Board meeting is an important part of the Board's corporate governance framework. In terms of the provisions contained in the Companies Act, 2013, the Listing Regulations and the Guidance Note on Board Evaluation issued by SEBI, the Company carries out a comprehensive evaluation of independent directors through tailored questionnaires.

In the opinion of the Board, the Independent Directors fulfil the conditions specified in the Listing Regulations and are independent of the management.

#### (iii) Separate Meeting of the Independent Directors

As per the Code of Independent Directors under Schedule IV of the Companies Act, 2013 and Regulation 25(3) of the Listing Regulations a separate meeting of the Independent Directors was held on 24.03.2023 under the Chairpersonship of Ms. Shruti A. Shah, to review the performance of the non-independent directors and the Board as a whole along with the Chairman of the Company. The Independent Directors also assessed the quality, quantity and timeliness of flow of information between the Management and the Board and it's Committees which is necessary to effectively and reasonably perform their duties.

#### (iv) Training/ Familiarization programme for Independent Directors

Familiarization Program were conducted for the Independent Directors to familiarize them with the Company, his/her role, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company so that he/she can contribute in a meaningful

way to the Company. Web link where details of familiarisation programmes imparted to independent directors is disclosed - <http://www.jaicorpindia.com>.

Six Board Meetings were held during the financial year ended 31.03.2023, with a time gap of not more than one hundred and twenty days between two consecutive meetings. The dates of the Board Meetings were: 25.05.2022, 12.08.2022, 21.09.2022, 10.11.2022, 28.01.2023 and 13.02.2023. Separate meeting of the independent directors was held on 24.03.2023 which was attended by all such directors.

Name of the Director	Category of directorship & designation	Attendance of meetings during 2022-23		@No. of other directorships held in other Indian companies	*No. of board committee positions held in other Indian public limited companies
		Board Meetings#	Last AGM		
Mr. Anand Jain	Promoter, Non-Executive Director & Chairman	6	Yes	5	Nil
Mr. Virendra Jain	Promoter, Non-Executive Director & Vice Chairman	6	Yes	16	Nil
Mr. Gaurav Jain	Promoter, Executive Director & Managing Director/ CEO	6	Yes	11	Nil
Mr. Dinesh D. Paliwal	Non-Promoter, Non-Independent, Executive Director & Director - Works	6	Yes	Nil	Nil
Ms. Priyanka S. Fadia	Independent, Non-Executive Woman Director	6	Yes	Nil	Nil
Mr. Kaushik Deva	Independent, Non-Executive Director	6	Yes	3	Nil
Ms. Amita J. Jasani	Independent, Non-Executive Woman Director	5	Yes	Nil	Nil
Ms. Shruti A. Shah	Independent, Non-Executive Woman Director	6	Yes	15	3

# does not include separate meeting of the independent directors.

@ including public limited, private limited and Section 8 companies.

\* In accordance with Regulation 26(1)(a) of the Listing Regulations, for the purpose of considering the limits of the committees on which a director can serve, all public limited companies, whether listed or not, is included and all other companies including private limited companies, foreign companies, high value debt listed companies and companies under Section 8 of the Companies Act, 2013 were excluded. In accordance with 26(1)(b) of the Listing Regulations, for the purpose of reckoning the limit of committees, chairmanship/ membership of the Audit Committee and the Stakeholders' Relationship Committee alone were considered.

No director is a member of more than ten Audit Committees and Stakeholders' Relationship Committees and acts as chairman of more than five such committees across all companies he/ she is a director.

### 3. Equity shares of the Company held by non-executive directors as on 31.03.2023:

Sr. No.	Name of the Non-Executive Director	No. of Shares
1.	Mr. Anand Jain	36,10,240
2.	Mr. Virendra Jain	100
3.	Ms. Priyanka S. Fadia	Nil
4.	Mr. Kaushik Deva	Nil
5.	Ms. Amita J. Jasani	Nil
6.	Ms. Shruti Shah	Nil

#### 4. a. Directors' Profile:

Brief resume of all directors, including those who are proposed to be appointed/ re-appointed, nature of their expertise in specific functional areas and names of all Indian listed entities in which they hold the directorship and the membership of Board Committees, their shareholdings in the Company and relationship between them *inter-se* are furnished below:

##### **Mr. Anand Jain** (DIN 00003514)

Mr. Anand Jain (66 years) is the Chairman and a promoter director of the Company. He has been associated with the Company since its inception. He graduated from the University of Mumbai and has done a course in Risk Management from the London Business School. He has over 40 years' experience in various businesses. He is the chairman of the Corporate Social Responsibility Committee and a member of the Nomination and Remuneration Committee and of the Company. He is also a director of Mumbai SEZ Limited, Rewas Ports Limited, Urban Infrastructure Venture Capital Limited, Jaicorp Welfare Foundation, a section 8 company and a wholly-owned subsidiary of the Company and one private limited company. As on 31.03.2023, he held 36,10,240 equity shares of the Company. He is related to the following directors of the Company: Mr. Virendra Jain and Mr. Gaurav Jain.

##### **Mr. Virendra Jain** (DIN 00077662)

Mr. Virendra Jain (64 years) is the Vice Chairman and a promoter director of the Company. He has been associated with the Company since its inception. He graduated from the University of Mumbai. He has over 38 years' experience in the business of plastic processing. He is the chairman of the Risk Management Committee and Share Transfer Committee and a member of the Audit Committee, Stakeholders' Relationship Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee and Business Responsibility and Sustainability Committee of the Company. He is also a director of Techfab (India) Industries Limited, Jaicorp Welfare Foundation, a section 8 company and a wholly-owned subsidiary of the Company and several private limited companies. As on 31.03.2023, he held 100 equity shares of the Company. He is related to the following directors of the Company: Mr. Anand Jain and Mr. Gaurav Jain.

##### **Mr. Gaurav Jain** (DIN 00077770)

Mr. Gaurav Jain (43 years) is the Managing Director/ Chief Executive Officer of the Company since 04.06.2008. He graduated with dual degrees from the Warton School – Bachelor of Science in Economics with specialisation in finance and School of Engineering and Applied Science – Bachelor of Science in Engineering with major in Computer Science and Engineering from the University of Pennsylvania, United States of America. He was instrumental in setting up Adventivity Global Services Private Limited, a business process outsourcing company. He is a member of the Stakeholders Relationship Committee, Risk Management Committee and Share Transfer Committee of the Company. He is also a director of Nidhi Polyesters Limited and JKSP Samarpan Foundation, a Section 8 company and several private limited companies. As on 31.03.2023, he held 1,82,13,394 equity shares of the Company. He is a promoter director related to the following directors of the Company: Mr. Anand Jain and Mr. Virendra Jain.

##### **Ms. Priyanka Shashank Fadia** (DIN 06702342)

Ms. Priyanka Shashank Fadia (32 years) holds a bachelor's degree in law from the University of Mumbai. She also passed her Solicitors from the Bombay Incorporated Law Society, Bombay High Court and completed a certificate course in Intellectual Property (CCIP) from The Institute of Intellectual Studies (IIPS). She has experience of working with a number of renowned lawyers and law firms. Presently she is working independently. She is not a director in any other company. She is a member of the Audit Committee and Nomination and Remuneration Committee of the Company. She does not hold any share of the Company. She is an independent director and is not related to any other director of the Company.



**Mr. Kaushik Deva** (DIN 07017428)

Mr. Kaushik Deva (70 years) is a Chartered Accountant and Certified Financial Planner. He has over 25 years of experience in the financial services industry with triumphant stints across Investment Banking, Corporate Banking, Debt Syndication, Wealth Management and Family Office Services.

He is a director in several private companies. He is the Chairman of the Audit Committee, Stakeholders Relationship Committee, Nomination and Remuneration Committee and Business Responsibility and Sustainability Committee and a member of the Corporate Social Responsibility Committee and Risk Management Committee of the Company. He does not hold any share of the Company. He is an independent director and was not related to any other director of the Company.

**Ms. Amita Jay Jasani** (DIN 08504650)

Ms. Amita Jay Jasani (56 years) has a degree in commerce and a degree in law from University of Mumbai. She is a practicing Advocate and has over 30 years' experience. She is enrolled with the Bar Council of Maharashtra & Goa. She is not a director in any other company. She is a member of the Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee of the Company. She does not hold any share in the Company. She is an independent director and is not related to any other director of the Company.

**Ms. Shruti Anup Shah** (DIN 08337714)

Ms. Shruti Anup Shah (42 years) is a Chartered Accountant. She has a degree in commerce and a degree in law from University of Mumbai. She is an Independent Woman director of Balkrishna Industries Limited, Kalyani Steel Limited, Kalyani Investment Company Limited, and a director of Spinel Energy & Infrastructure Limited and Health and Education Foundation, a Section 8 company and other private companies. She is a member of the Nomination and Remuneration Committee of the Company. She is a member of the Audit Committee, Stakeholders Relationship Committee, Nomination and Remuneration Committee and Corporate Social Responsibility Committee of Balkrishna Industries Limited and Audit Committee of Kalyani Steel Limited. She does not hold any share in the Company. She is an independent director and is not related to any other director of the Company.

**Mr. Dinesh D. Paliwal** (DIN 00524064)

Mr. Dinesh Deokinandan Paliwal (55 years) is an Executive Director (Director-Works) of the Company. He holds a mechanical engineering degree and has more than 31 years of experience in woven sacks manufacturing business. He has around 16 years' experience of working at a senior level, has been associated with the Company since 2010. He is a member of the Risk Management Committee and Share Transfer Committee of the Company. He does not hold any share of the Company. He is a non-promoter executive director and is not related to any other director of the Company.

**b. Skills/ expertise/ competence of the Board of Directors:****i. List of core skills/ expertise/competence identified by the board as required in context of its business and sectors for it to function effectively and those actually available with the board and names of directors who have such skills expertise/competence -**

Sr. No.	List of core skills/ expertise/ competence	Whether actually available with the Board	Name of Directors
1.	Understanding the business of the Company vis-à-vis the industry in which it functions	Yes	Mr. Virendra Jain Mr. Gaurav Jain Mr. D.D. Paliwal Mr. K. Deva
2.	Finance & Accounts	Yes	Mr. Anand Jain Mr. Virendra Jain Mr. K. Deva Ms. S.A. Shah
3.	Legal	Yes	Ms. P. Fadia Ms. A. Jasani

5. In the opinion of the Board, the independent directors fulfil the conditions specified in the Listing Regulations and are independent of the management.

**6. CEO/CFO:**

Mr. Gaurav Jain, Managing Director is designated as Chief Executive Officer (CEO) and Mr. Deepak Ojha is designated as Chief Financial Officer (CFO).

The Managing Director-cum-Chief Executive Officer and the Chief Financial Officer of the Company have given annual certification on financial reporting and internal controls to the Board in terms of Regulation 17(7) read with Part B of Schedule II to the Listing Regulations. The Managing Director-cum-Chief Executive Officer and the Chief Financial Officer also give quarterly certifications in financial results while placing the financial results before the Board in terms of Regulation 33(2)(a) of the Listing Regulations.

**7. Board Meetings:**

The Board of Directors meets at least once in every quarter to review the performance of the Company along with the financial results. The functions of the Board are effectively and efficiently discharged by briefing each Board Members of the development that have taken place. The agenda and notes to the agenda are circulated to the directors in advance. All material information is incorporated in the agenda for facilitating meaningful and focused discussions at the meetings. In situations where it is not practicable to attach any document to the agenda, the same is tabled at the meeting; specific reference to this effect is made in the agenda. In special and exceptional circumstances, additional or supplementary items are permitted to be included in the agenda. The Board is given presentation covering finance, investments, sales, marketing and operations of the Company, before taking on record the quarterly results of the Company. The Board periodically reviews compliance reports of laws applicable to the Company, prepared by the Company as well as steps taken by the Company to rectify instances of non-compliance.

The Company Secretary records/ enters the minutes of the proceedings of each Board and Committee Meeting within 30 days from the conclusion of the meeting.

The minutes of the meetings of all committees of the Board were placed before the Board.

The minutes of Board Meetings of subsidiaries and step down subsidiaries were placed before the Board.

**8. Board Committees:**

**Procedure at the Committee Meetings-**

The procedure of the Board Meetings is applicable to the meetings of the Committees of the Board as far as practicable. The Minutes of the meetings of the Committees are placed before the Board for perusal and noting.

**8.1 Audit Committee-**

Pursuant to Regulation 18 of the Listing Regulations, the Audit Committee has four members out of which three are independent directors. Mr. Kaushik Deva, independent director, has been appointed the chairman of the Committee. Ms. Priyanka Fadia and Ms. Amita Jasani independent directors and Mr. Virendra Jain are the other members. The Managing Director-cum-Chief Executive Officer, Mr. Gaurav Jain and the Director – Works, Mr. Dinesh Paliwal attended all the meetings of the Audit Committee. The constitution of the Audit Committee meets with the requirements of Section 177 of the Companies Act, 2013. All the members of the Audit Committee are financially literate and possess accounting and financial management expertise.

The Chairman of the Audit Committee, Mr. Kaushik Deva attended the last Annual General Meeting of the Company.

**(a) Powers of Audit Committee:**

The Audit Committee has the following powers –

1. To investigate any activity within its terms of reference.
2. To seek information from any employee.
3. To obtain outside legal or other professional advice.
4. To secure attendance of outsiders with relevant expertise, if it considers necessary.

**(b) Role of the Audit Committee:**

The terms of reference stipulated by the Board to the Audit Committee are, contained in Regulation 18 read with Part C of Schedule II to the Listing Regulations, as follows-

1. 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;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements, 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 in terms of clause (c) of sub-section (3) section 134 of the Companies Act, 2013.
  - b. Changes, if any, in accounting policies and practices and reasons for the same
  - d. Major accounting entries involving estimates based on the exercise of judgment by management.
  - e. Significant adjustments made in the financial statements arising out of audit findings.
  - f. Compliance with listing and other legal requirements relating to financial statements.
  - g. Disclosure of any related party transactions.
  - h. Qualifications in the draft audit report;
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. 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 up steps in this matter;
7. Review and monitor the auditor's independence and performance and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the Company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the Company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. Discussion with internal auditors of any significant findings and follow up thereon;
15. 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 any material nature and reporting the matter to the board;
16. Discussion with the statutory auditors before audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. To look into reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

18. To review the functioning of the Whistle Blower mechanism;
19. Approval of appointment of CFO (i.e. whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualification, experience and background etc. of the candidate;
20. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
21. Reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision
22. Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.

**(c) Review of information by Audit Committee:**

The Audit Committee shall mandatorily review the following information:

1. Management discussion and analysis of financial condition and results of operations;
2. Statement of significant related party transactions (as defined by the audit committee), submitted by management;
3. Management letters / letters of internal control weaknesses issued by the statutory auditors;
4. Internal audit reports relating to internal control weaknesses; and
5. The appointment, removal and terms of remuneration of the Chief internal auditor.
6. Statement of deviations:
  - (a) Annual statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(7)
  - (b) Quarterly statement of funds utilized for purposes other than those stated in the offer document/ prospectus/ notice in terms of Regulation 32(1).

**(d) Meeting of the Audit Committee:**

As against the minimum requirement of four meetings during a financial year, five Audit Committee Meetings were held during the financial year ended 31.03.2023, with a time gap of not more than four months or such extended time as allowed by SEBI between two consecutive meetings. The dates of the Audit Committee meetings were 25.05.2022, 12.08.2022, 10.11.2022, 28.01.2023 and 13.02.2023.

Representatives of the statutory auditors, internal auditor, cost auditors were invited and were either present at the Audit Committee Meeting or sought specific leave of absence.

**(e) Attendance of each member at the Audit Committee meetings held during 2022-23:**

Name of Director	Designation	No. of Meetings held	No. of Meetings attended
Mr. Kaushik Deva	Chairman	5	5
Mr. Virendra Jain	Member	5	5
Ms. Priyanka Fadia	Member	5	5
Ms. Amita Jasani	Member	5	4

Mr. Ananjan Datta, the Company Secretary acts as the Secretary to the Committee.

**8.2 Nomination and Remuneration Committee and details of remuneration to Directors-**

- (a) Pursuant to Regulation 19 of the Listing Regulations, the Nomination and Remuneration Committee comprises of six non-executive directors out of which four are independent directors - Mr. Kaushik Deva, independent director, has been appointed the chairman of the Committee. Mr. Anand Jain, Mr. Virendra Jain, Ms. Priyanka Fadia, Ms. A.J. Jasani and Ms. S.A. Shah are the other members.

The Chairman of the Nomination and Remuneration Committee attended the last Annual General Meeting of the Company.

**(b) Terms of reference:**

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
- 1A. 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 an 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.
2. Formulation of criteria for evaluation of Independent Directors and the Board; In terms of the provisions contained in the Companies Act, 2013, the Listing Regulations and the Guidance Note on Board Evaluation issued by SEBI, the Company carries out a comprehensive evaluation of all directors through tailored questionnaires.
3. Devising a policy on Board diversity;
4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.
5. Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
6. Recommend to the board, all remuneration, in whatever form, payable to senior management.

**(c) Meeting of the Nomination and Remuneration Committee-**

The Nomination and Remuneration Committee met two times during the financial year ended 31.03.2023. The dates of the Nomination and Remuneration Committee meetings were 25.05.2022 and 21.09.2022.

**(d) Attendance of each member at the Nomination and Remuneration Committee meetings held during 2022-23:**

Name of Director	Designation	No. of Meetings held	No. of Meetings attended
Mr. Kaushik Deva	Chairman	2	2
Mr. Anand Jain	Member	2	2
Mr. Virendra Jain	Member	2	2
Ms. Priyanka Fadia	Member	2	2
Ms. Amita Jasani	Member	2	2
Ms. Shruti Shah	Member	2	2

Mr. Ananjan Datta, the Company Secretary acts as the Secretary to the Committee.

**(e) Remuneration Policy:**

The remuneration policy is performance driven to motivate employees commensurate with the seniority, experience and competence. The Nomination & Remuneration Policy for Directors, KMPs & Senior Management is placed on the website of the Company at <http://www.jaicorpindia.com/investor/policies.html>.

**POLICY**

**(i) Remuneration to Directors:**

The N&RC is, *inter alia*, required to oversee remuneration payable to directors.

The executive directors including managing directors are paid remuneration by way of salary, perquisites, contribution to provident fund, superannuation fund, gratuity, encashment of leave etc. as per the terms of agreement entered into with them and approved by the shareholders pursuant to the requirements of the Act.

Non-executive directors are paid a sitting fee for attending each Board and/or Committee meetings except for those committees where no sitting fee is payable to attend the meetings. Such fee shall be fixed by the Board of Directors on receiving recommendation in that respect from the N&RC. Shareholder's approval will be taken where the same is mandated by the provisions of the Act and/ or the Listing Agreement.

No commission is presently payable to the directors and the Company has presently not granted any stock option to its directors. The independent directors are not entitled to stock options as mandated by law.

**(ii) Re-imbusement of expenses of non-executive directors:**

The Company recognizes that non-executive directors, particularly non-executive promoter directors, also play a vital role in the business of the Company. The non-executive promoter directors contribute their time, energy, and expertise in helping the Company garner business and run its operations successfully, thereby ultimately resulting in value addition to the Company.

It is fair that the expenses incurred by directors exclusively for the purposes of the Company be borne by the Company or be reimbursed to them. Payment may be made on their behalf either by the Company or be paid by them directly. Where the concerned director seeks to claim reimbursement, he/she is required to submit a claim along with relevant particulars in supporting of the expenses incurred.

The following is an illustrative list of expenses incurred, whether in India or abroad, in any currency that may be reimbursed by the Company-

1. Air/Train fare;
2. Hotel accommodation;
3. Meals for self and guests, where the concerned director is entertaining guests for business purposes of the Company;
4. Car rental;
5. Use of personal vehicle for official purpose.

**(iii) Availing of outside professional advice:**

The Board and its Committees shall have the authority to obtain legal and other professional advice from external sources to assist in their decision making process. These professional advisors shall report directly to the Board or to the concerned Committee as the case may be. The fee and other related expenses of any such advisors shall be borne by the Company.

**(iv) Appointment and remuneration to Key Managerial Personnel and Senior Management:**

It shall be the endeavour of the N&RC to identify suitable candidates to be appointed as Key Managerial Personnel (KMP) and in the position of senior management of the Company.

To be eligible for appointed as a KMP or in the rank of senior management, a person should possess adequate qualification commensurate with the designation and where required specific professional qualification depending upon the requirement of the post.

The compensation package will be commensurate with the seniority, experience and competence of the person and his/ her designation. While finalizing the remuneration, the N&RC shall take note of industry norms.

Annual increment shall be determined based upon individual performance relatable to the performance benchmarks as decided from time to time. The N&RC will be guided by recommendations of the management but not bound to follow the same. It may, at its own discretion and for sufficient reasons, deviate from the recommendations of the management as it may deem fit.

The overall endeavour shall be to attract and retain talent in the Company.

The N&RC shall, from time to time, identify the Company personnel in its core management team who are to be included within the ambit of the expression senior management.

**(v) General:**

The compensation package to directors, KMPs and senior management will generally be determined

having regard to long term and short term performance objectives appropriate to the working of the Company, the Company's goals and will, accordingly, be a balanced combination of fixed salary, perquisites, incentive bonus and/or commission.

**(f) Details of remuneration:**

Presently, there is one Managing Director and one Whole-time Director. The remuneration paid to them is subject to the limits laid down under Sections 196, 197 read with Schedule V to the Companies Act, 2013. The remuneration consists of salary, contribution to provident fund, gratuity, perquisites and allowances in accordance with respective service contracts and rules of the Company, applicable from time to time.

The Managing Director and the Whole-time Director are not paid any sitting fee for attending the Board/ Committee meetings. The non-executive directors are paid sitting fees @ ₹ 10,000/- per Board Meeting and @ ₹ 7,500/- per Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Risk Management Committee and Business Responsibility and Sustainability Committee meetings and out-of-pocket expenses to attend these meetings, if any.

**(g) The terms of appointment of the Executive Directors are as under-**

Name of the Director, Designation	Salary	Commission	Perquisites & Allowance*	Service Contract	
				Tenure	Notice Period
Mr. Gaurav Jain, Managing Director/ Chief Executive Officer	Nil	Nil	Nil	04.06.2018 to 03.06.2023	3 months
Mr. Dinesh D. Paliwal Director-Works	Not exceeding ₹ 7,00,000/- per month	Not exceeding the limits laid down in Section 197 of the Companies Act, 2013.	Not exceeding ₹ 7,00,000/- per month, subject to overall ceiling of remuneration as stipulated under the Companies Act, 2013.	01.04.2021 to 31.03.2024	3 months

**Note:**

\*Perquisites and Allowances include accommodation (furnished or otherwise) or house rent allowance in lieu thereof, house maintenance allowance together with re-imbursment of expenses or allowances for the utilization of gas, electricity, water, furnishing and repairs, medical expenses/ re-imbursment for self and his family including dependents, leave travel concession for self and his family including dependents, club fees, medical insurance and such other perquisites and allowances as agreed/ authorized by the Board.

During 2022-23, ₹ 73,27,500/- was paid to Mr. Dinesh D. Paliwal towards salary. No payment was made towards benefits, bonus, pension etc. The Company has not offered any stock option any non-executive director. There is no variable component in the remuneration package.

There is no separate provision for payment of severance fee.

**The details of remuneration paid to the Directors (including perquisites and allowances) for the year ended 31.03.2023 is as under:**

Name of Director	Sitting Fees* (₹)	Salary (₹)	Perquisites (₹)	Total (₹)
Mr. Anand Jain	82,500/-	Nil	Nil	82,500/-
Mr. Virendra Jain	1,65,000/-	Nil	Nil	1,65,000/-
Ms. Priyanka S. Fadia	1,22,500/-	Nil	Nil	1,22,500/-
Mr. Kaushik Deva	1,75,000/-	Nil	Nil	1,75,000/-
Ms. Amita J. Jasani	1,35,000/-	Nil	Nil	1,35,000/-

Name of Director	Sitting Fees* (₹)	Salary (₹)	Perquisites (₹)	Total (₹)
Ms. Shruti A. Shah	85,000/-	Nil	Nil	85,000/-
Mr. Gaurav Jain	Nil	Nil	Nil	Nil
Mr. Dinesh D. Paliwal	Nil	73,27,500/-	Nil	73,27,500/-

\* excluding Goods and Services Tax

Note: (a) Other than sitting fee no pecuniary relationship exists between the Company and non executive directors;

(b) Non-executive directors are paid only sitting fee of fixed amount for attending Board and Committee meetings.

#### (h) Performance Evaluation Criteria for Independent Directors

Performance Evaluation Criteria for Independent Directors is as per SEBI "Guidance Note on Board Evaluation" dated 5.1.2017 and disclosure of same is mentioned elsewhere in this report.

### 8.3 Stakeholders Relationship Committee:

Pursuant to Regulation 20 of the Listing Regulations, the Stakeholders Relationship Committee was formed to specifically look into the redressal of grievances of shareholders, debenture holders and other security holders. Non-executive and independent director, Mr. Kaushik Deva has been appointed the chairman of the Committee. Ms. Amita Jasani, independent director, Mr. Virendra Jain and Mr. Gaurav Jain are the other members.

The Chairman of the Stakeholders Relationship Committee attended the last Annual General Meeting of the Company.

The Stakeholders Relationship Committee meet at least once in every quarter to resolve the grievances of the security holders of the Company.

The role of the committee shall *inter-alia* include the following:

- 1) Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
- 2) Review of measures taken for effective exercise of voting rights by shareholders.
- 3) Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
- 4) Review of the 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.

#### (a) Meeting of the Stakeholders Relationship Committee-

The Stakeholders Relationship Committee met four times during the financial year ended 31.03.2023. The dates of the meeting were 25.05.2022, 12.08.2022, 10.11.2022 and 13.02.2023

#### (b) Attendance of each member at the Stakeholders Relationship Committee meetings held during 2022-23:

Name of Director	Designation	No. of Meetings held	No. of Meetings attended
Mr. Kaushik Deva	Chairman	4	4
Mr. Virendra Jain	Member	4	4
Mr. Gaurav Jain	Member	4	4
Ms. Amita J. Jasani	Member	4	4

Mr. Ananjan Datta, the Company Secretary acts as the Secretary to the Committee and is also the compliance officer.



**(c) Investor Complaints Redressal:**

Nil investor complaint was unresolved at the beginning of the year, 156 investor complaints were received during the financial year ended 31.03.2023 out of which 156 complaints were resolved.

Number of complaints not solved to the satisfaction of shareholders – nil.

As on 31.03.2023, nil complaint was unresolved.

**8.4 Risk Management Committee:**

The Board has constituted the Risk Management Committee pursuant to the provisions of Regulation 21(5) of the Listing Regulations (as amended) and delegated monitoring and reviewing of the risk management plan. The role and responsibilities of the Risk Management Committee include the performance of functions specified in Part D of Schedule II to the Listing Regulations.

Mr. Virendra Jain, has been appointed the Chairman. Independent director, Mr. Kaushik Deva, Mr. Gaurav Jain, Mr. Dinesh D. Paliwal and Chief Financial Officer, Mr. Deepak Ojha, are the other members of the Committee. The constitution of the Committee meets the requirements of Regulation 21(2) of the Listing Regulations. Consequent upon his resignation, Mr. Pramod Kumar Jaiswal, Chief Financial Officer, ceased to be a member with effect from 10.11.2022.

**(a) Meeting of the Risk Management Committee-**

In compliance with the requirements of Regulation 21(3A) of the Listing Regulations (as amended) The Risk Management Committee met twice during the financial year ended 31.03.2023 within the stipulated time gap of not more than 180 days between two consecutive meetings on 21.09.2022 and 20.03.2023.

**(b) Attendance of each member at the Risk Management Committee meeting held during 2022-23:**

Name of Director	Designation	No. of Meetings held	No. of Meetings attended
Mr. Virendra Jain	Chairman	2	2
Mr. Gaurav Jain	Member	2	1
Mr. Kaushik Deva	Member	2	2
Mr. Dinesh Paliwal	Member	2	2

Mr. Pramod Kumar Jaiswal, Chief Financial Officer and a member also attended the first meeting. He ceased to be a member with effect from 10.11.2022. Mr. Deepak Ojha, present Chief Financial Officer, was made a member with effect from 10.11.2022 attended the second meeting.

Mr. Ananjan Datta, the Company Secretary acts as the Secretary to the Committee

**8.5 Share Transfer Committee:**

Pursuant to Regulation 40(2) of the Listing Regulations, the Board has delegated *inter alia* the powers to deal with investor requests holding shares in physical form to the Share Transfer Committee. Mr. Virendra Jain, is the Chairman. Mr. Gaurav Jain and Mr. Dinesh D. Paliwal are the other members of the Committee.

**(a) Meeting of the Share Transfer Committee-**

The Share Transfer Committee met twice on 12.01.2023 and 17.02.2023 during the financial year ended 31.03.2023.

**(b) Attendance of each member at the Share Transfer Committee meeting held during 2022-23:**

Name of Director	Designation	No. of Meetings held	No. of Meetings attended
Mr. Virendra Jain	Chairman	2	2
Mr. Gaurav Jain	Member	2	2
Mr. D.D. Paliwal	Member	2	0

Mr. Ananjan Datta, the Company Secretary acts as the Secretary to the Committee.

## 8.6 Other Committees-

### i. Corporate Social Responsibility Committee:

Pursuant to Section 135 of the Companies Act, 2013 the Company constituted the Corporate Social Responsibility Committee for undertaking the activities mentioned therein. Mr. Anand Jain is the Chairman, Mr. Virendra Jain and independent director Mr. Kaushik Deva are the other members.

#### (a) Meeting of the Corporate Social Responsibility Committee-

The Corporate Social Responsibility Committee met once on 25.05.2022 during the financial year ended 31.03.2023.

#### (b) Attendance of each member at the Corporate Social Responsibility Committee meeting held during 2022-23:

Name of Director	Designation	No. of Meetings held	No. of Meetings attended
Mr. Anand Jain	Chairman	1	1
Mr. Virendra Jain	Member	1	1
Mr. Kaushik Deva	Member	1	1

Mr. Ananjan Datta, the Company Secretary acts as the Secretary to the Committee

### ii. Business Responsibility and Sustainability Committee:

This Committee was formed for the implementation of the Policies framed for the purpose of business responsibility. Earlier it was called Business Responsibility Committee. The name of this Committee was changed to Business Responsibility and Sustainability Committee with effect from 12.08.2022 to meet the requirements of Regulation 34(2)(f) of the Listing Regulations. The Chairman of the Committee is Mr. Kaushik Deva, independent director. Mr. Anand Jain and Mr. Virendra Jain are the other members of this Committee.

#### (a) Meeting of the Business Responsibility and Sustainability Committee-

The Business Responsibility and Sustainability Committee met once on 25.05.2022 during the financial year ended 31.03.2023.

#### (b) Attendance of each member at the Business Responsibility and Sustainability Committee meeting held during 2022-23:

Name of Director	Designation	No. of Meetings held	No. of Meetings attended
Mr. Kaushik Deva	Chairman	1	1
Mr. Anand Jain	Member	1	1
Mr. Virendra Jain	Member	1	1

Mr. Ananjan Datta, the Company Secretary acts as the Secretary to the Committee

## 9. Prevention of Insider Trading:

Code of Conduct to Regulate, Monitor and Report Trading by Insiders came into effect from 15.05.2015. Pursuant to this Code, all directors, officers and designated employees have furnished quarterly/ annual statements of their shareholdings in the Company.

The Company has also formulated the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information and published it on the website of the Company.

## 10. Code of Conduct and Business Ethics for Directors and Senior Management:

The Code of Conduct and Business Ethics for Directors and Senior Management came into effect from 01.12.2015. The Code lays down the standards of business conduct, ethics and governance. The Code was circulated and is posted in the website of the Company. All directors, senior management and designated employees have affirmed their compliance to the Code annually.

The declaration signed by the chief executive officer stating that the members of board of directors and senior management personnel have affirmed compliance with the code of conduct of board of directors and senior management is given as a part of this Report.

**11. Compliance officer:**

Mr. Ananjan Datta, the Company Secretary, is the Compliance Officer for complying with SEBI Regulations and requirements under the Listing Agreement/ Listing Regulations. He is also the Chief Investor Relations Officer under the 'Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information.'

**12. Subsidiary monitoring framework:**

All subsidiaries of the Company are Board managed with their respective Boards having rights and obligations to manage such companies in the best interest of their respective stakeholders. It monitors the performance of all subsidiary companies *inter alia* by the following means-

- (a) Financial statements, in particular the investments made by the unlisted subsidiary companies are reviewed and noted by the Audit Committee of the Company.
- (b) All minutes of the meetings of the unlisted subsidiary companies are placed before the Company's Board.
- (c) A statement containing all significant transactions and arrangements entered into by the unlisted subsidiary company is placed before the Board.

The Company has formulated a policy for determining 'material' subsidiaries and it has been uploaded on the website of the Company.

**13. General body meetings:**

- (i) (a) Location and time of **last three Annual General Meetings** of the Company and the special resolutions passed in these meetings-

Year	Date	Day	Time	Location*	Special Resolution Passed
2020	28.12.2020	Monday	11:00 am	Video Conferencing/ Other Audio Visual Means	Continuation of Mr. V.S. Pandit as a whole-time director beyond 70 years.
2021	22.11.2021	-do-	-do-	-do-	Approval for roll-over of preference shares.
2022	31.10.2022	-do-	-do-	-do-	Nil

\* deemed venue – Registered Office, A-3, M.I.D.C. Industrial Area, Nanded – 431 603, Maharashtra.

- (b) Location and time of **Extra-ordinary General Meetings** of the Company held during the last three financial years and the special resolutions passed in these meetings-

No Extra-ordinary General Meeting was held in the last three financial years.

- (c) Details of **postal ballots** held during the last three financial years and the special resolutions passed in these meetings-

No postal ballot was held in the last three financial years.

**(ii) Details of special resolutions passed last year through postal ballot-**

No resolution was passed through postal ballot last year.

**(iii) Persons who conducted the postal ballot exercise-**

Not Applicable.

**(iv) Special resolution proposed to be passed through postal ballot-**

None of the businesses proposed to be transacted at the ensuing Annual General Meeting require passing of special resolution by postal ballot.

**(v) Procedure of postal ballot-**

Not Applicable.

**14. Other Disclosures:**

- (i) **Disclosures on materially significant related party transactions that may have potential Conflict with the interests of company at large-**

None of the transactions with any of the related parties were in conflict with the interests of the Company at large. The Company has formulated a policy on determining materiality of and dealing with related party transactions and posted the same on the website of the Company.

All transactions are in ordinary course of business and on an arm's length basis.

Further in compliance to the Indian Accounting Standard (IndAS-24), a detailed disclosure of transactions with related parties has been made in Note 39 of the standalone financial statements.

**(ii) Details of non-compliance by the company, penalties, strictures imposed on the company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years-**

There was no non-compliance on any matter related to capital markets during the last three years.

**(iii) Details of establishment of vigil mechanism, whistle blower policy and affirmation that no personnel has been denied access to the audit committee-**

The Vigil Mechanism & Whistle Blower Policy is posted in the website of the Company. No personnel were denied access to the Audit Committee. The web link is - <http://www.jaicorpindia.com/pdf/Vigil-Mechanism-Whistle-Blower-Policy.pdf>

**(iv) Details of compliance with mandatory requirements and adoption of the non- mandatory requirements -**

All mandatory provisions have been complied with. The status of adoption of non-mandatory/ discretionary requirements are mentioned elsewhere in this Report.

**(v) Web link where policy for determining 'material' subsidiaries is disclosed:**

The web link is - <http://www.jaicorpindia.com/investor/policies.html>.

**(vi) Web link where policy for dealing with related party transactions:**

The web link is - <http://www.jaicorpindia.com/investor/policies.html>.

**(vii) Disclosure of commodity price risks and commodity hedging activities**

As per nature of business transactions of the entity there is no material commodity risk. The entity does not undertake commodity hedging.

**(viii) Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A).**

The Company has not raised any fund that requires disclosure as regards its utilization.

**(ix) A certificate from a company secretary in practice that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority:**

Certificate from Mr. Shridhar Phadke of SVP and Associates, Practicing Company Secretary, that none of the directors on the board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority is given as part of this Report.

**(x) Where the board had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year, the same to be disclosed along with reasons thereof:**

The Board accepted all recommendations that the Committees made from time to time.

**(xi) Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part:**

₹ 41.91 lakh was paid to the Statutory Auditors of the Company.

**(xii) Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:**

- |   |                  |
|---|------------------|
| a. number of complaints filed during the financial year         | : Nil            |
| b. number of complaints disposed of during the financial year   | : Not Applicable |
| c. number of complaints pending as on end of the financial year | : Not Applicable |

**(xiii) Disclosure by listed entity and its subsidiaries of “Loans and advances in the nature of loans to firms/ companies in which the directors are interested by name and amount”:**

Nil.

**(xiv) Details of material subsidiaries of the listed entity; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries:**

The Company does not have any material subsidiary.

**15. Secretarial Audit:**

In compliance with Regulation 24A of the Listing Regulations Mr. Shridhar Phadke of SVP & Associates has carried out the Secretarial Audit. The said Audit Report will form part of the Directors' Report. The Report does not contain any adverse remark as per draft audit report, which was taken and noted in the meeting of board of directors.

In compliance to SEBI Regulations, the Company subjects itself to secretarial audits as per the frequencies mandated. The Company confirms that there exists no discrepancy with regard to its issued equity share capital, listed equity share capital, equity share capital held in de-materialised form and equity share capital held in physical form. Practicing Company Secretary, Savita Jyoti Associates conducts these secretarial audits. Ms. Savita Jyoti also issues certificate under Regulation 40(9) of the Listing Regulations.

In compliance with Section 204 of the Companies Act, 2013 Secretarial Audit Report prepared pursuant to Rule 9 of the Companies (Appointment & Remuneration of Management Personnel) Rules, 2014 by Mr. Shridhar Phadke of SVP & Associates will form part of the Directors' Report. The Report does not contain any adverse remark as per the draft audit report, which taken and noted in the meeting of board of directors.

**16. Means of Communication:**

**(i) Quarterly Results-** The quarterly and annual financial results are published in newspapers, displayed in the Company's website [www.jaicorpindia.com](http://www.jaicorpindia.com) and are available on the portals of BSE and NSE.

- **Newspapers wherein results normally published** – The financial results are normally published in 'The Free Press Journal' and 'Navshakti'.
- **Website where displayed** - The financial results, quarterly corporate governance reports, quarterly shareholding pattern, announcements to shareholders, loss of share certificates etc. are displayed in the Company's website [www.jaicorpindia.com](http://www.jaicorpindia.com).
- **Display official news releases, presentation etc.-** All news release such as notice of meetings, outcome of board/ general meetings, clarifications issued to the Stock Exchanges etc. are displayed in the website of the Company, [www.jaicorpindia.com](http://www.jaicorpindia.com). The website contains a separate dedicated section 'Financial & Investors Relations' where information of interest to the investors is available.

**(ii) Other means of communication:**

**(a) Annual Report-**

Annual Report containing, *inter alia*, audited accounts, consolidated financial statements, Directors' Report, independent Auditors' Report, Corporate Governance Report, notice of Annual General Meeting, and other important and relevant information are circulated to the members and others entitled to receive it. The Management Discussion and Analysis (MD&A) Report forms part of the Annual Report. Annual Reports are available in the website of the Company.

**(b) Reminder to investors –**

Reminder to the investors to cash unclaimed dividend, to make nomination etc. are included in the notice to the Annual General Meeting, Notice and reminders issued under the Investor Education and Protection Fund Rules.

**(c) Designated exclusive e-mail address-**

The Company has designated the following e-mail address exclusively for investor servicing: [cs2@jaicorpindia.com](mailto:cs2@jaicorpindia.com).

## 17. General Shareholder Information:

### (i) 38<sup>th</sup> Annual General Meeting: Date, Time and Venue –

As permitted by the Ministry of Corporate Affairs (MCA) and the SEBI, will be held through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”) within the time permitted by the MCA. The date of the said meeting to be decided later.

(ii) **Financial Year** : 01-04-2023 to 31-03-2024.

### (iii) Financial Calendar ( Tentative)

Results for the quarter ended June, 2023 : 2<sup>nd</sup> week of August, 2023  
 Results for the quarter ended September, 2023 : 2<sup>nd</sup> week of November, 2023  
 Results for the quarter ended December, 2023 : 2<sup>nd</sup> week of February, 2024  
 Results for the quarter ended March, 2024 : 3<sup>rd</sup> week of May, 2024  
 39<sup>th</sup> Annual General Meeting : 4<sup>th</sup> week of September, 2024

(iv) **Dates of Book Closure** : To be decided later

(v) **Record date for dividend** : To be decided later

(vi) **Dividend Payment Date** : To be decided later

(vii) **Listing on Stock Exchanges** :The Company’s shares are listed on the following Stock Exchanges:

a) **BSE Limited (BSE)** at ‘Phiroze Jeejeebhoy Towers’, Dalal Street, Mumbai – 400 001.

b) **National Stock Exchange of India Limited (NSE)** at ‘Exchange Plaza’, Plot No. C/1, ‘G’ Block, Bandra- Kurla Complex, Bandra (East), Mumbai – 400 051.

Annual Listing fee have been paid to both these Stock Exchanges for the financial years 2022-23 and 2023-24.

### (viii) Stock Codes :

a) **BSE** : 512237

b) **NSE** : JAICORPLTD

c) **Demat ISIN for NSDL and CDSL** : INE070D01027

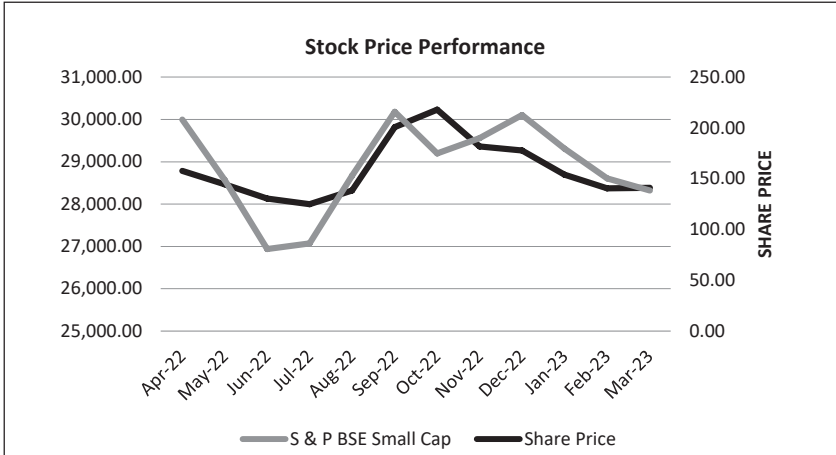
(ix) **Market price data (high and low) during each month of the last financial year on BSE and NSE is given below-**

Month	BSE		NSE	
	High (in ₹)	Low (in ₹)	High (in ₹)	Low (in ₹)
April, 2022	157.50	109.65	157.60	109.55
May, 2022	144.25	106.30	144.25	106.25
June, 2022	130.30	95.80	130.35	95.85
July, 2022	124.95	112.75	125.00	112.70
August, 2022	138.40	120.40	138.45	120.30
September, 2022	200.80	129.90	201.00	130.05
October, 2022	218.00	171.00	218.25	171.05
November, 2022	181.75	151.55	181.80	155.60
December, 2022	177.65	126.05	177.80	128.30
January, 2023	153.90	131.40	153.95	131.25
February, 2023	140.40	115.30	140.45	115.20
March, 2023	141.00	114.40	141.05	114.30

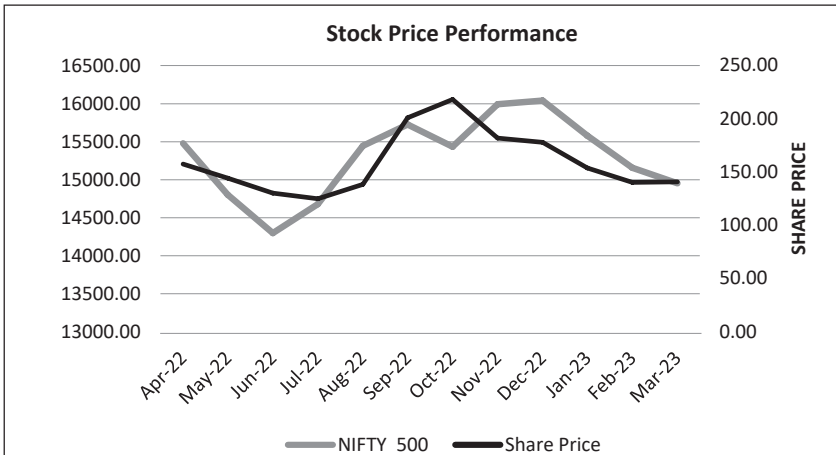
**(x) Performance in comparison to BSE and NSE indices-**

The Company's shares form a part of the S&P BSE Small Cap index of BSE and NIFTY 500 index of NSE. The performance of the shares of the Company vis-à-vis these two indices are given below:

**a) Company's shares vis-à-vis S&P BSE Small Cap**



**b) Company's shares vis-à-vis NIFTY 500**



**(xi)** The shares of the company were not suspended from trading during the year under review.

**(xii) Registrar & Share Transfer Agent:**

KFin Technologies Limited is the Registrar & Share Transfer Agent of the Company. Contact details of KFin Technologies Limited:

- a) Postal : Unit - Jai Corp Limited, Selenium Tower B, Plot 31-32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad – 500 032, Telangana.
- b) Telephone : 1-800-309-4001.
- c) E-mail : [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com)

**(xiii) Share Transfer/ Transmission System:**

**a) Shares held in physical form-**

The Board has delegated the authority for approving transfer, transmission etc. of the Company's shares held in physical form to Share Transfer Committee. A summary of transfer, transmission etc. of shares of the Company so approved by the Committee is placed at every Board meeting. The Company obtains from a Company Secretary in Practice annual certificate of compliance with the share transfer formalities as required under Regulation 40(9) of the Listing Regulations (as amended) and files a copy of the certificate with the Stock Exchanges.

SEBI vide gazette notification dated 24<sup>th</sup> January, 2022 read with SEBI circular no. SEBI/HO/ MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated 25<sup>th</sup> January, 2022 has mandated that companies shall effect issuance of certificates or receipts or advices, as applicable in dematerialized form only, while processing the service requests relating to 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.

**b) Shares held in de-materialised form-**

For transfer/ transmission of shares held in de-materialised form a shareholder has to approach his/ her Depository Participant and lodge/follow the prescribed instruction slip/ the process required by the Depository Participant.

**(xiv) Distribution of shareholding:**

**a) The equity shareholding pattern as at 31.03.2023 is as follows-**

Sr. No.	Particulars	No. of Equity shareholders	No. of Equity Shares	Percentage of Equity Shares
1	Promoters, Non-promoter Directors and their relatives	20	13,16,82,395	73.79
2	Mutual Funds/ Alternate Investment Funds	6	64,000	0.04
3	Domestic Financial Institutions & Banks	3	6,850	0.00
4	Domestic Bodies Corporate (other than promoter bodies corporate)	450	25,71,844	1.44
5	NRIs/ Foreign Nationals/ FPIs/ Foreign Bodies Corporate	744	25,66,801	1.44
6	Resident Individuals/ HUF	88,599	3,79,37,009	21.26
7	Trusts (other than promoter trusts)	3	16,000	0.01
8	NBFC	2	19,936	0.01
9	Clearing Members	36	89,856	0.05
10	Unclaimed Suspense Account & IEPF	2	7,17,047	0.40
11	Key Managerial Personnel	1	150	0.00
12	Qualified Institutional Buyer	2	27,77,522	1.56
	<b>Total</b>	<b>89,868**</b>	<b>17,84,49,410*</b>	<b>100.00</b>

\* paid-up/ listed share capital. Does not include 44,600 shares forfeited but not re-issued.

\*\* number of shareholders are consolidated on the basis of the PAN and folio number pursuant to SEBI Circular dated 19.12.2017

**b) Distribution of equity shareholding as at 31.03.2023 is as follows-**

Sr. No.	Category	No. of Cases	% of Cases	Amount	% of Amount
1	1-5000	88,793	98.80	2,37,14,709.00	13.29
2	5001- 10000	571	0.64	42,08,962.00	2.36
3	10001- 20000	292	0.32	42,16,714.00	2.36
4	20001- 30000	95	0.11	23,32,386.00	1.31
5	30001- 40000	28	0.03	9,83,379.00	0.55
6	40001- 50000	24	0.03	11,20,839.00	0.63
7	50001- 100000	25	0.03	18,98,672.00	1.06
8	100001 & Above	40	0.04	13,99,73,749.00	78.44
	<b>Total:</b>	<b>89,868*</b>	<b>100.00</b>	<b>17,84,49,410.00**</b>	<b>100.00</b>



\* number of shareholders are consolidated on the basis of the PAN and folio number pursuant to SEBI Circular dated 19.12.2017

\*\* paid-up/ listed share capital. Does not include 44,600 shares forfeited but not re-issued.

**(xv) De-materialization of listed shares and liquidity:**

**De-materialization-**

The equity shares of the Company are traded in compulsory de-materialisation list with effect from 09.03.2001. The Company has entered into agreements with both the depositories enabling the investors to hold shares of the Company in electronic form through the depository of their choice -

- National Securities Depository Limited (NSDL)** at 'Trade World', A Wing, 4<sup>th</sup> & 5<sup>th</sup> Floors, Kamala Mills Compound, Senapati Bapat Marg Lower Parel (West), Mumbai – 400 013.
- Central Depository Services (India) Limited (CDSL)** at Marathon Futurex, A-Wing, 25<sup>th</sup> Floor, N.M. Joshi Marg, Lower Parel ( East ), Mumbai – 400 013.

As at 31.03.2023, 17,80,85,248 equity shares were de-materialised representing 99.80% of the total paid-up/ listed equity share capital.

**Details of de-materialised and physical equity shares as on 31.03.2023-**

Sr. No.	Particulars	No. of Equity shareholders	No. of Equity Shares	Percentage of Equity Shares
1	CDSL	51,011	2,22,93,174	12.49
2	NSDL	40,347	15,57,92,074	87.31
	<b>Total Dematerialised Holding</b>	<b>91,358**</b>	<b>17,80,85,248</b>	<b>99.80</b>
3	Physical	482*	3,64,162 *	0.20
	<b>Total</b>	<b>91,840**</b>	<b>17,84,49,410*</b>	<b>100.00</b>

\* paid-up/ listed share capital. Does not include 44,600 shares forfeited but not re-issued.

\*\* Not consolidated on the basis of the PAN and folio number.

**Liquidity of equity shares –**

The number of equity shares of the Company that were traded in BSE and NSE during 01.04.2022 to 31.03.2023 and the value thereof are given below:

Particulars	BSE	NSE	Total
Shares (nos. in lakh)	689.07	6,897.66	7,586.73
Value ( in ₹ Lakh)	1,01,851.35	10,38,807.10	11,40,658.45

**(xvi) Outstanding GDRs/ ADRs/ Warrants or any convertible instruments, conversion date and likely impact on equity share capital:**

Not applicable as the Company has not issued any such instrument.

**(xvii) Commodity price risks or foreign exchange risk and hedging activities:**

Details of Commodity price risks or foreign exchange risk and hedging activities, is given in Note No. 36 to the standalone financial statements.

**(xviii) Plant Locations:**

The Company's plants *vis-à-vis* their locations are given division-wise below-

Sr. No.	Division	Location
1	Steel	Nanded, Maharashtra
2	Plastic Processing	Khadoli, Silvassa (Dadra & Nagar Haveli & Daman & Diu - UT), Dabhel, Daman (Dadra & Nagar Haveli & Daman & Diu - UT) – 2 units. Vasona, Silvassa ((Dadra & Nagar Haveli & Daman & Diu - UT)
3	Plastic Processing and PSF	Athal, Silvassa, ((Dadra & Nagar Haveli & Daman & Diu - UT)
4	Textile	Vasona, Silvassa, ((Dadra & Nagar Haveli & Daman & Diu - UT) & Sarigam, Valsad, Gujarat

**(xix) Address for correspondence:**

Investors' correspondence should be addressed to the Registrar & Share Transfer Agent of the Company as per details furnished at '(xii)' above.

The investors can also contact the Company through the designated e-mail address – cs2@jaicorpindia.com or by post – A-3, M.I.D.C. Industrial Area, Nanded – 431 603 or by phone – (022) 611 55300.

**(xx) List of all credit ratings obtained by the entity along with any revisions thereto during the relevant financial year, for all debt instruments of such entity or any fixed deposit programme or any scheme or proposal of the listed entity involving mobilization of funds, whether in India or abroad:**

The Company has not issued any debt instrument or any fixed deposit or any scheme or proposal involving mobilization of funds either in India or abroad hence credit rating was not obtained.

**(xxi) Registration Details with the Registrar of Companies:**

The Company is registered in the State of Maharashtra, India. It falls under the jurisdiction of the Registrar of Companies Maharashtra, Mumbai at 'Everest Building', #100, Marine Drive, Mumbai – 400 002.

The Corporate Identity Number (CIN) allotted to the Company by the Ministry of Corporate Affairs (MCA) – L17120MH1985PLC036500.

**(xxii) Website of the Company:**

Investors can visit the website of the Company at [www.jaicorpindia.com](http://www.jaicorpindia.com) for information.

**18. Discretionary Requirements:**

**(a) The Board**

No expense was incurred by the Company for maintain of office of the non-executive Chairman.

**(b) Shareholder Rights**

Half-yearly declaration of financial performance including summary of the significant events in last six-months was not sent to the shareholders.

**(c) Modified opinion(s) in audit report**

There was no qualification in the standalone Audit Report for the year ended March 31<sup>st</sup>, 2022.

**(d) Separate posts of Chairperson and the Managing Director or the Chief Executive Officer**

The company has separate posts of Chairperson and MD/ CEO; the chairperson is:

a) A non-executive director; and

b) Not related to MD/CEO as per the definition of the term "relative" defined under the Companies Act, 2013.

**(e) Reporting of Internal Auditor**

The Internal Auditor reports directly to the Audit Committee.

**19. Compliance with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of Listing Regulations:**

Particulars	Regulation Number	Compliance Status
Board composition	17(1)/(1A)/(1B)/(1C)	Yes
Meeting of Board of directors & Quorum of Board Meetings	17(2)/ 17(2A)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/ compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes

Particulars	Regulation Number	Compliance Status
Recommendation of Board	17(11)	Yes
Maximum Number of Directorships	17A	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes
Quorum of meeting of Nomination & Remuneration Committee	19(2A)	Yes
Meeting of Nomination & Remuneration Committee	19(3A)	Yes
Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes
Meeting of Stakeholder Relationship Committee	20(3A)	Yes
Composition and role of Risk Management Committee	21(1), (2), (3), (4)	Yes
Meeting of Risk Management Committee	21(3A)	Yes
Vigil Mechanism	22	Yes
Policy for related party transaction	23(1),(5),(6), (7) & (8)	Yes
Prior or omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	NA
Disclosure of related party transactions on consolidated basis	23(9)	Yes
Composition of Board of Directors of unlisted material subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3), (4), (5) & (6)	Yes
Annual Secretarial Compliance Report	24A	Yes
Alternate Director to Independent Director	25(1)	NA
Maximum tenure	25 (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Declaration from Independent Director	25(8) & (9)	Yes
D & O Insurance for Independent Directors	25(10)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior Management	26(3)	Yes
Disclosure of shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to obligations of directors and senior management	26(2) & 26(5)	Yes
Terms and conditions of appointment of independent directors	46(2)(b)	Yes
Composition of various committees of board of directors	46(2)(c)	Yes
Code of conduct of board of directors and senior management personnel	46(2)(d)	Yes
Details of establishment of vigil mechanism/ Whistle Blower Policy	46(2)(e)	Yes
Criteria for making payments to non-executive directors	46(2)(f)	Yes
Policy for dealing with related party transactions	46(2)(g)	Yes
Policy for determining 'material' subsidiaries	46(2)(h)	Yes
Details of familiarization programmes imparted to independent directors	46(2)(i)	Yes

**20. Disclosures with respect to demat suspense account/ unclaimed suspense account**

Particulars	Demat		Physical	
	Number of Shareholders	Number of equity shares	Number of Shareholders	Number of equity shares
Aggregate Number of shareholders and the outstanding shares in the suspense account lying as on 01.04. 2022.	27	16,880	-	-

Particulars	Demat		Physical	
	Number of Shareholders	Number of equity shares	Number of Shareholders	Number of equity shares
Number of shareholders who approached the Company for transfer of shares and shares transferred from suspense account during the year.	-	-	-	-
Number of shareholders whose shares were transferred to the Investor Education and Protection Fund pursuant to the provisions of the Companies Act, 2013	-	-		
Number of shareholders and aggregate number of shares transferred to the Unclaimed Suspense Account during the year.	-	-	-	
Aggregate Number of shareholders and the outstanding shares in the suspense account lying as on 31.03. 2023.	27	16,880	-	-

The voting rights on the shares in the suspense account shall remain frozen till the rightful owners claim the shares.

#### 21. Build-up of equity share capital:

Sr. No.	Particulars	Year of Event	No. of Equity Shares
1	Subscribers to the Memorandum	1985	70
2	Further Issue	-do-	1,99,930
3	Public Issue	-do-	3,00,000
4	Rights Issue	1987	3,00,000
5	Bonus Issue	1994	24,00,000
6	Public Issue	1994	11,00,000
7	Amalgamation of Sipta Coated Steels Limited and Comet Steels Limited with the Company.	1996	49,63,522
8	Cancellation of shares under the Scheme of Arrangement	2002	6,32,122
9	Share Split (1:10)	2007	8,63,14,000
10	Bonus shares (1:1 excluding shares forfeited but not cancelled or re-issued)	-do-	8,62,69,400
11	Preferential Offer	-do-	59,10,610

#### 22. Transfer of Unclaimed and Unpaid Dividend Amount to Investor Education & Protection Fund:

During the year under review, ₹ 7,14,142 /- amount was credited to the Investor Education and Protection Fund (IEPF) pursuant to Section 124 of the Companies Act, 2013 and the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016.

## DECLARATION OF CODE OF CONDUCT

Pursuant to the provisions of Clause D of Schedule V to the Securities and Exchange Board of India ( Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby declared that the members of the board of directors and senior management personnel have affirmed compliance with the Code of Conduct of board of directors and senior management of the Company.

Place: Mumbai,  
Date: 25<sup>th</sup> May, 2023

**Gaurav Jain**  
Managing Director and Chief Executive Officer  
DIN 00077770

## COMPLIANCE CERTIFICATE

### [Regulation 17(8) of SEBI (LODR) Regulations, 2015]

**Period Covered:** 01-04-2022 to 31-03-2023

As required under Regulation 17(8) read with Part B of Schedule II to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 we confirm as under:

- A. We have reviewed financial statements and the cash flow statement for the year and that to the best of our knowledge and belief:
- (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (2) these statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the listed entity during the year which are fraudulent, illegal or violative of the listed entity's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of internal control systems of the listed entity 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 we 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 that:
- (1) there are no significant changes in internal control over financial reporting during the year;
  - (2) there are no changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - (3) there are no instances of fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

Place: Mumbai  
Dated: 25-05-2023

**(Gaurav Jain)**  
Managing Director and  
Chief Executive Officer

**(Deepak Ojha)**  
Chief Financial Officer

## 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

**JAI CORP LIMITED**

A-3, M.I.D.C. Indl. Area

Nanded 431603 Maharashtra

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of JAI CORP LIMITED having CIN L17120MH1985PLC036500 and having registered office at A-3, M.I.D.C. Indl. Area, Nanded 431603 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31<sup>st</sup> 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 or any such other Statutory Authority.

Sr. No.	Name of the Director	DIN	Date of Appointment in Company
1	Mr. Virendra Jain	00077662	31/12/1986
2	Mr. Gaurav Jain	00077770	12/03/2004
3	Mr. Anand Jain	00003514	24/09/2007
4	Ms. Priyanka Fadia	06702342	06/06/2019
5	Mr. Kaushik Deva	07017428	06/06/2019
6	Ms. Amita Jasani	08504650	13/08/2019
7	Ms. Shruti Shah	08337714	29/06/2020
8	Mr. Dinesh D. Paliwal	00524064	01/04/2021

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

for **SVP & ASSOCIATES**  
Company Secretaries

**SHRIDHAR PHADKE**

CP No. 18622

FCS No. 7867

UDIN : F007867E0004999468

Date: 25/05/2023

Place: Pune

**AUDITORS' CERTIFICATE OF CORPORATE GOVERNANCE**

To,  
The Members,  
Jai Corp Limited

1. The Corporate Governance Report prepared by Jai Corp Limited ("the Company"), contains details as stipulated in Regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations") with respect to Corporate Governance for the year ended 31<sup>st</sup> March, 2023. This certificate is required by the Company for annual submission to the Stock exchanges and to be sent to the shareholders of the Company.

**MANAGEMENT'S RESPONSIBILITY**

2. The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.
3. The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations, issued by the Securities and Exchange Board of India.

**AUDITOR'S RESPONSIBILITY**

4. Our responsibility is to provide a reasonable assurance that the Company has complied with the specific requirement of the Listing Regulations referred to in paragraph 1 above.
5. We conducted our examination of the Corporate Governance Report in accordance with the Guidance Note on Reports or Certificates for Special Purposes and the Guidance Note on Certification of Corporate Governance, both issued by the Institute of Chartered Accountants of India ("ICAI"). The Guidance Note on Reports or Certificates for Special Purposes requires that we comply with the ethical requirements of the Code of Ethics issued by ICAI.
6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.
7. The procedures selected depend on the auditors' judgement, including the assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria. The procedure includes, but not limited to, verification of secretarial records and financial information of the Company and obtained necessary representations and declarations from directors including independent directors of the Company.
8. The procedures also include examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, our scope of work under this Certificate did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole.

**OPINION**

9. Based on the procedures performed by us as referred in paragraph 7 and 8 above and according to the information and explanations given to us, we are of the opinion that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations, as applicable for the year ended

31<sup>st</sup> March, 2023, referred to in paragraph 1 above except in respect of Secretarial Audit Report due to the reasons mentioned in the note number 15 of the Corporate Governance Report.

#### **OTHER MATTERS AND RESTRICTION ON USE**

10. This Certificate is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.
11. This Certificate is addressed to and provided to the members of the Company solely for the purpose of enabling it to comply with its obligations under the Listing Regulations and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this Certificate for events and circumstances occurring after the date of this Certificate.

**For Chaturvedi & Shah LLP**  
Chartered Accountants  
Firm Registration No: 101720W/W100355

**Lalit R. Mhalsekar**  
Partner  
Membership No: 103418  
UDIN: 23103418BGXVJT4761

Place: Mumbai  
Date: 25<sup>th</sup> May, 2023



## INDEPENDENT AUDITOR’S REPORT

### To the Members of Jai Corp Limited

### Report on the Audit of the Standalone Financial Statements

#### Opinion

We have audited the accompanying Standalone financial statements of Jai Corp Limited (“the Company”), which comprise the Balance Sheet as at 31<sup>st</sup> March, 2023, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Cash Flow Statement for the year then ended, and the notes to the Standalone financial statements including a summary of significant accounting policies and other explanatory information (hereinafter referred to as “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 and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31<sup>st</sup> March, 2023, and its profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

#### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor’s Responsibility 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.

#### Emphasis of Matters

We draw attention to Note 33 of the standalone financial statement regarding capital advances amounting to Rs. 11,153.49 lakhs towards acquisition of certain properties to a real estate Developer. The Company has filed an application before the NCLT under section 7(3)(a) of Insolvency and Bankruptcy Code 2016 towards the recovery of the above amount along with interest. Based on the management’s best estimates depending on the status of the projects a provision of Rs. 5,077.58 lakhs have been made out of the said advance and disclosed as an exceptional item.

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone financial statements of the current year. These matters were addressed in the context of our audit of the Standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matter described below to be the key audit matters to be communicated in our report.

Key Audit matter	Auditors’ response
<p><b>Valuation of Inventories</b></p> <ul style="list-style-type: none"> <li>As of 31<sup>st</sup> March, 2023, inventories appear on the standalone financial statements for an amount of Rs. 6,096 Lakh, which constitutes 25.3% (approx.) of the total current assets. As indicated in Note no. 1(h) to the standalone financial statements, inventories are valued at the lower of cost and net realizable value:</li> <li>The Company may recognize an inventory allowance if inventory items are damaged, if the selling price has declined, or if the estimated costs to completion or to be incurred to make the sale have increased.</li> <li>We focused on this matter because of the: <ul style="list-style-type: none"> <li>Significance of the inventory balance.</li> <li>Complexity involved in determining inventory quantities on hand due to the number, location and diversity of inventory storage locations.</li> <li>Valuation procedure including of obsolete</li> </ul> </li> </ul>	<p>Our audit procedures included, but not limited to the following:</p> <ul style="list-style-type: none"> <li>Reviewing the Company’s process and procedures for physical verification of inventories.</li> <li>Assessing the methods used to value inventories and ensuring ourselves of the consistency of accounting methods.</li> <li>Reviewing of the reported acquisition cost on a sample basis.</li> <li>Analyzing of the Company’s assessment of net realizable value, as well as reviewing of assumptions and calculations for stock obsolescence.</li> <li>Assessing of appropriateness of disclosures provided in the standalone financial statements.</li> </ul>

Key Audit matter	Auditors' response
<p><b>Fair Valuation of Investment</b></p> <ul style="list-style-type: none"> <li>As at March 31, 2023, the Company has investments of ₹ 1,03,723.39 lakhs (Refer Note 5 and Note 11 of the Standalone financial statement), which represent that substantial portion of investment in the Subsidiaries &amp; associate company being carried at cost in accordance with Ind AS 27 "Separate Financial Statements" and other unquoted investments &amp; mutual funds which are fair valued through profit/loss or other comprehensive income in accordance with Ind AS 109 read with Ind AS 113.</li> <li>These investments are Level 3 investments as per the fair value hierarchy in Ind AS 113 and accordingly determination of fair value is based on a high degree of judgement and input from data that is not directly observable in the market.</li> <li>Further, the fair value is significantly influenced by the expected pattern of future benefits of the tangible assets of Subsidiary &amp; Associate Companies. Accordingly, the same has been considered as a key audit matter.</li> </ul>	<p>Our audit procedures included, but not limited to the following:</p> <ul style="list-style-type: none"> <li>Reviewed the fair valuation reports provided by the management by involvement of external valuation experts for investment in unlisted entities and for investment in subsidiary companies through market value of underlying assets of those companies. In case of investment in Mutual fund, verified through closing NAV, as per the statement issued.</li> <li>Reviewed management's assessment in case of investment in subsidiary companies for no impairment indicators noted for the investments held by the Company as at 31<sup>st</sup> March ,2023.</li> <li>Evaluated the adequacy of disclosure given in the standalone financial statements in accordance with applicable accounting standards.</li> </ul>

#### Information Other than the 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 Board of Director's report for the year ended 31<sup>st</sup> March, 2023, but does not include the Standalone financial statements and our auditor's report thereon.

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

In connection with our audit of the Standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material of this other information, we are required to report that fact. We have nothing to report in this regard.

#### Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with accounting principles generally accepted in India including the Indian Accounting Standards specified under section 133 of the Act. This responsibility

also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone 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.

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

#### Auditor's Responsibility for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the Standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are

considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone financial statements.

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

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

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 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 A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. Further to our comments in Annexure A, as required by Section 143(3) of the Act, based on our report we report, to the extent applicable, that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c. The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity 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 Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rule, 2014.
  - e. On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> 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 with reference to Standalone financial statements of the Company and the

- operating effectiveness of such controls, refer to our separate Report in “Annexure B”.
- g. In our opinion and to the best of our information and according to the explanations given to us, the company has not paid any managerial remuneration to its directors during the year and accordingly reporting in accordance with the provisions of section 197 read with Schedule V of the Act is not required.
  - 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, in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements as referred to in Note 41 to the Standalone financial statements;
    - ii. The Company has no long term contracts including derivative contracts as at 31<sup>st</sup> March,2023.
    - iii. There has been no delay in transferring amounts, required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31<sup>st</sup> March,2023.
  - iv. (a) The Management has represented that, to the best of it’s knowledge and belief, as disclosed in the notes to the financial statements no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
    - (b) The Management has represented that, to the best of it’s knowledge and belief, as disclosed in the notes to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
    - (c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that 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.
    - (d) Proviso to Rule 3 (1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.
  - v. Dividend paid by the Company during the year for the previous year is in accordance with Section 123 of the Act to the extent it applies to payment of Dividend.

**For Chaturvedi & Shah LLP**  
Chartered Accountants  
(Firm’s Registration No. 101720W/W100355)

**Lalit R. Mhalsekar**  
Partner  
Membership No. 103418  
UDIN: 23103418BGXVJI8535  
Mumbai, 25<sup>th</sup> May, 2023

**ANNEXURE “A” TO THE INDEPENDENT AUDITORS’ REPORT**

(Referred to in paragraph 1, under ‘Report on Other Legal and Regulatory Requirements’ section of our Report of even date to the members of Jai Corp Limited on the financial statements for the year ended 31<sup>st</sup> March, 2023)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that

- i. a) A. The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment, investment property and non-current assets held for sale.
- B. The Company has maintained proper records showing full particulars of intangible assets.
- b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its property, plant and equipment, investment property and non-current assets held for sale under which the assets are physically verified in a phased manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification.
- c) According to the information and explanations given to us and on the basis of our examination of the registered sale deed / transfer deed / conveyance deed provided to us, we report that, the title deeds, of all the immovable properties (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the financial statements included in property, plant and equipment are held in the name of the Company as at the balance sheet date except the following

Particulars	Actual Cost as at 31st March 2023 (₹ In Lakh)	Net Block as at 31st March 2023 (Regular In Lakh)	Remarks
Buildings (No of Buildings: 1)	0.15	0.15	The Company is in process of getting title deed transferred in the name of the Company.

- d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued any of its property, plant and equipment and intangible assets during the year.
- e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii. a) The inventory, except goods in transit, has been physically verified during the year by the management. In our opinion the coverage and procedure of such verification by the management is reasonable and no discrepancies of 10% or more in the aggregate for each class of inventory were noticed as compared to book records.
- b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, at any point of time of the year, the Company has not been sanctioned any working capital facility from banks or financial institutions against inventory and hence reporting under clause (ii) (b) of the Order is not applicable.
- iii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not provided any guarantee or security or granted any advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnership or any other parties during the year. In view thereof, reporting under clause 3(iii) (a), (c), (d), (e) and (f) of the Order is not applicable. During the year, the Company has made investments which, in our opinion, prima facie, are not prejudicial to the Company's interest.
- iv. According to information and explanation given to us and on the basis of our examination of the records of the Company, during the year, the Company has not granted any loans, made investments or provided guarantees or securities that are covered under the provisions of sections 185 or 186 of the Companies Act, 2013, and hence reporting under clause (iv) of the Order is not applicable.
- v. According to the information and explanations given to us, the Company has not accepted any deposits from public and hence the directive issued

by Reserve Bank of India and relevant provisions of sections 73 to 76 or any other relevant provisions of the Act and the companies (Acceptance of Deposits) rules, 2014 (as amended), the rules framed there under shall not apply. Accordingly, the clause (v) of paragraph 3 of the Order is not applicable to the Company.

vi. The maintenance of cost records has been specified by the Central Government under section 148(1) of the Companies Act, 2013. We have broadly reviewed the books of account maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Companies Act, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained by the Company. We

have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

vii. According to the information and explanations given to us, in respect of statutory dues:

a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Goods and Services Tax, Customs Duty, Cess and other material statutory dues applicable to it to the appropriate authorities as applicable during the year. According to the information and explanations given to us, no undisputed amounts payable in respect of such statutory dues were outstanding as at 31<sup>st</sup> March, 2023 for a period of more than six months from the date they became payable.

b) Details of Statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2023 on account of disputes are given below:

Name of the Statute	Nature of the Dues	Amount (₹ In Lakh)*	Period to which the amount relates	Forum where dispute is pending
Income-tax Act, 1961	Income Tax	325.45	AY 2011-12	Assessing Officer of Income Tax
Income-tax Act, 1961	Income Tax	1358.44	AY 2009-10 to AY 2013-14	High Court
Income-tax Act, 1961	Income Tax	132.64	AY 2016-17	Commissioner of Income Tax (Appeal)
Central Excise Act, 1944	Excise Duty	-	F.Y 2004-05 to F.Y 2006-07	Commissioner (Appeals) of Central Excise & Customs
<b>Total</b>		<b>1816.53</b>		

(\*) Net of amount deposited under protest and adjusted against refunds.

viii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, there were no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961 (43 of 1961) which have not been previously recorded in the books of accounts.

ix. a) According to the information and explanation given to us and in our opinion, the Company has not availed any loan or borrowings during the year and hence reporting related to defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year is not applicable. However, company has availed working capital loans from Banks against fixed deposit which is repayable on demand. (Also refer Note 21 of the Standalone financial statements.)

b) According to the information and explanations given to us and on the basis of our examination

of the records of the Company, the company has not been declared wilful defaulter by any bank or financial institutions or government or any government authority.

c) To the best of our knowledge and belief, in our opinion, company has not raised any funds by way of term loans.

d) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, funds were raised by the Company on short term basis which have, prima facie, not been utilised for long term purposes.

e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.

- f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries.
- x. 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 (x)(a) of the Order is not applicable.
- b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, during the year the Company has not made any of the preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause (x)(b) of the Order is not applicable to the Company.
- xi. a) During the course of our examination of the books and records of the Company and according to the information and explanations given to us and to the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- b) According to the information and explanations given to us and to the best of our knowledge, 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 upto the date of this report.
- c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year and upto the date of our report.
- xii. According to the information and explanations given to us, the Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- xiii. In our opinion and according to the information and explanations given to us, all transactions entered into by the Company with the related parties are in compliance with sections 177 and 188 of the Act, where applicable. Further, the details of such related party transactions have been disclosed in the standalone financial statements, as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified in Companies (Indian Accounting Standards) Rules 2015 as prescribed under section 133 of the Act.
- xiv. a) Based on information and explanations provided to us and our audit procedures, in our opinion the Company has an internal audit system as required under section 138 of the Act which is commensurate with the size and the nature of its business.
- b) We have considered the internal audit reports of the company issued till date, for covering the period upto 31<sup>st</sup> March, 2023.
- xv. In our opinion and according to the information and explanations given to us during the year, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and as referred to in Section 192 of the Companies Act, 2013.
- xvi. a) To the best of our knowledge and according to the information and explanations provided to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.
- b) In our opinion, and according to the information and explanations provided to us and on the basis of our audit procedures, the company has not conducted any Non-Banking Financial or Housing Finance activities during the year as per the Reserve bank of India Act 1934.
- c) In our opinion, and according to the information and explanations provided to us, the company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.
- d) Based on the information and explanations given to us and as represented by the management of the Company, the group (as defined in Core Investment Companies (Reserve Bank) Directions, 2016) does not have any CIC.
- xvii. In our opinion, and according to the information and explanations provided to us, Company has not incurred cash losses during the financial year and in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors of the Company during the year.
- xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the Standalone financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up

to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- xx. The Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there are no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Companies Act or special account in compliance with the provision of sub-section (6) of section 135 of the said Act. Accordingly, reporting under clause (xx) of the Order is not applicable for the year.

xxi. The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For **Chaturvedi & Shah LLP**  
Chartered Accountants  
(Firm's Registration No. 101720W/W100355)

**Lalit R. Mhalsekar**  
Partner  
Membership No. 103418  
UDIN: 23103418BGXVJI8535  
Mumbai, 25<sup>th</sup> May, 2023



## ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 2(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our Report of even date to the members of Jai Corp Limited on the Standalone financial statements for the year ended 31<sup>st</sup> March, 2023)

### **Report on the Internal Financial Controls with reference to Standalone Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

We have audited the internal financial controls with reference to Standalone financial statements of Jai Corp Limited (“the Company”) as of 31<sup>st</sup> March 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

#### **Management’s Responsibility for Internal Financial Controls**

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

#### **Auditor’s Responsibility for the Audit of the Internal Financial Controls with Reference to Financial Statements**

Our responsibility is to express an opinion on the Company’s internal financial controls with reference to Standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, and the Guidance Note. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to this Standalone financial statement was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to these

Standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to these Standalone financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

#### **Meaning of Internal Financial Controls with reference to these Standalone Financial Statements**

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

#### **Inherent Limitations of Internal Financial Controls with reference to these Standalone Financial Statements**

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

conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### **Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to these Standalone financial statements were operating effectively as at 31<sup>st</sup> March, 2023, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial

Controls with reference to Financial Statements issued by the Institute of Chartered Accountants of India.

For **Chaturvedi & Shah LLP**  
Chartered Accountants  
(Firm's Registration No. 101720W/W100355)

**Lalit R Mhalsekar**  
Partner  
Membership No. 103418  
UDIN: 23103418BGXVJI8535  
Mumbai, 25<sup>th</sup> May, 2023

BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2023

		(₹ In Lakh)	
Particulars	Note	As at	As at
		31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
<b>I. ASSETS</b>			
<b>1 Non-current assets</b>			
(a) Property, plant and equipment	2	10,747.32	11,114.01
(b) Capital work-in-progress	2	82.04	39.00
(c) Investment properties	3	1,817.42	1,857.03
(d) Other Intangible assets	4	2.64	4.43
<b>(e) Financial assets</b>			
(i) Investments	5	93,068.28	94,499.64
(ii) Loans	6	6.47	10.55
(iii) Other Non-current financial assets	7	891.01	366.75
(f) Non-current tax assets (Net)	8	1,084.05	938.89
(g) Other Non-current assets	9	6,082.28	11,321.14
<b>2 Current assets</b>			
(a) Inventories	10	6,095.99	8,352.13
<b>(b) Financial assets</b>			
(i) Investments	11	10,655.11	2,217.95
(ii) Trade receivables	12	5,119.53	6,285.43
(iii) Cash and Cash Equivalents	13	358.00	629.32
(iv) Bank Balances other than (iii) above	14	39.55	42.87
(v) Loans	15	3.85	3.42
(vi) Other current financial assets	16	642.55	147.17
(c) Other current assets	17	751.79	1,054.75
(d) Assets classified as held for sale	18	434.83	539.15
<b>TOTAL ASSETS</b>		<b>1,37,882.71</b>	<b>1,39,423.63</b>
<b>II. EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity share capital	19(a)	1,784.71	1,784.71
(b) Other equity	19(b)	1,32,471.23	1,33,239.92
<b>Liabilities</b>			
<b>1 Non-current liabilities</b>			
(a) Deferred tax liabilities (Net)	20	1,623.43	1,672.57
<b>2 Current liabilities</b>			
<b>(a) Financial liabilities</b>			
(i) Borrowings	21	151.17	-
(ii) Trade payables	22		
(a) Total Outstanding dues of Micro and Small Enterprises		9.59	-
(b) Total Outstanding dues of creditors other than Micro and Small Enterprises		412.56	657.72
(iii) Other financial liabilities	23	1,072.47	1,129.61
(b) Other current liabilities	24	245.80	848.42
(c) Provisions	25	111.75	90.68
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>1,37,882.71</b>	<b>1,39,423.63</b>
<b>Significant accounting policies</b>		1	
<b>See accompanying Notes to the Standalone financial statements</b>		1 - 49	

As per our report of even date

For and on behalf of the Board of Directors

**For Chaturvedi & Shah LLP**

Chartered Accountants

(Firm Registration No. 101720W/W100355)

**Gaurav Jain**  
Managing Director  
(DIN 00077770)

**Dinesh Paliwal**  
Director (Works)  
(DIN 00524064)

**Lalit R Mhalsekar**

Partner

Membership No. 103418

**Deepak Ojha**  
Chief Financial Officer

**A. Datta**  
Company Secretary

Place : Mumbai

Date : 25<sup>th</sup> May, 2023

## STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

		(₹ In Lakh)		
Particulars	Note	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022	
I.	Revenue From Operations	26	59,027.13	71,613.94
II.	Other Income	27	979.42	497.39
<b>III.</b>	<b>Total Income (I + II)</b>		<b>60,006.55</b>	<b>72,111.33</b>
IV.	Expenses:			
	Cost of Materials Consumed	28	40,389.40	53,220.74
	Purchase of Stock-in-Trade		1,531.94	216.99
	Changes in Inventories of Finished Goods, Work-in-progress and Stock-in-Trade	29	860.11	(264.27)
	Employee Benefits Expense	30	3,998.30	4,452.51
	Finance Costs	31	0.45	335.01
	Depreciation and Amortization Expense		882.35	957.29
	Other Expenses	32	5,094.63	6,418.66
	<b>Total Expenses</b>		<b>52,757.18</b>	<b>65,336.93</b>
<b>V.</b>	<b>Profit Before Exceptional items and Tax (III-IV)</b>		<b>7,249.37</b>	<b>6,774.40</b>
VI.	Exceptional items	33	5,077.58	-
VII.	Profit before tax from Continuing Operations (III-IV)		2,171.79	6,774.40
VIII.	Tax Expense:	34		
	(i) Current Tax		1,858.07	1,621.59
	(ii) Deferred Tax (Credit)		(35.93)	(168.69)
	(iii) Income Tax of Earlier Years		-	-
			<b>1,822.14</b>	<b>1,452.90</b>
<b>IX.</b>	<b>Profit from Continuing Operations (V-VI)</b>		<b>349.65</b>	<b>5,321.50</b>
X.	Profit / (Loss) before tax from Discontinuing Operations	47	(2.52)	131.38
	Tax Expense of Discontinuing Operations		(1.18)	32.32
	<b>Profit/(Loss) from Discontinuing Operations</b>		<b>(1.34)</b>	<b>99.06</b>
<b>XI.</b>	<b>Profit for the Year (VII + VIII)</b>		<b>348.30</b>	<b>5,420.56</b>
<b>XII.</b>	<b>Other Comprehensive Income</b>			
A.	(i) Items that will not be reclassified to profit or loss	35	(220.81)	47.37
	(ii) Income tax effect on above		(3.93)	(10.15)
			<b>(224.74)</b>	<b>37.22</b>
B.	(i) Items that will be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
<b>XIII.</b>	<b>Total Comprehensive Income for the year (IX+X) (Comprising Profit/(Loss) and Other Comprehensive Income for the year)</b>		<b>123.56</b>	<b>5,457.78</b>
XIX.	Earnings per Equity Share:	44		
	Basic & Diluted from Continuing Operations (in ₹) (Before Exceptional Item)		3.04	2.98
	Basic & Diluted from Continuing Operations (in ₹) (After Exceptional Item)		0.20	2.98
	Basic & Diluted from Discontinuing Operations (in ₹)		(0.00)	0.06
	Basic & Diluted from Continuing and Discontinuing Operations (in ₹)		0.19	3.04
	Face Value per Share (in ₹)		1.00	1.00
	Significant Accounting Policies	1		
	<b>See accompanying Notes to the Standalone financial statements</b>	1 - 49		

As per our report of even date

For and on behalf of the Board of Directors

### For Chaturvedi & Shah LLP

Chartered Accountants

(Firm Registration No. 101720W/W100355)

**Gaurav Jain**  
Managing Director  
(DIN 00077770)

**Dinesh Paliwal**  
Director (Works)  
(DIN 00524064)

**Lalit R Mhalsekar**  
Partner  
Membership No. 103418

**Deepak Ojha**  
Chief Financial Officer

**A. Datta**  
Company Secretary

**Place :** Mumbai  
**Date :** 25<sup>th</sup> May, 2023

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

## Statement of changes in equity

Equity share capital	(₹ In Lakh)	
	Number of shares	Amount
As at 1 <sup>st</sup> April 2021	17,84,49,410	1,784.71
Changes during the year	-	-
As at 31 <sup>st</sup> March 2022	17,84,49,410	1,784.71
Changes during the year	-	-
As at 31 <sup>st</sup> March 2023	17,84,49,410	1,784.71

## Other equity

Particulars	Reserves and surplus					Equity component of preference shares	FVOCI - equity instruments	Remeasurements of defined benefit plans	Total
	Capital reserve	Capital redemption reserve	Securities Premium	General reserve	Retained earnings				
Opening balance as at 1 <sup>st</sup> April 2021	92.17	144.72	43,348.95	19,817.70	44,949.43	23,772.67	(4,148.55)	246.90	1,28,224.00
<b>Total comprehensive income for the year</b>	-	-	-	-	5,420.56	-	-	-	5,420.56
Profit for the year	-	-	-	-	5,420.56	-	-	-	5,420.56
Other comprehensive income for the year	-	-	-	-	-	-	7.03	30.19	37.22
<b>Transactions during the year</b>	-	5.28	-	(5.28)	-	-	-	-	-
Transfer from general reserve on account of redemption of preference shares	-	5.28	-	(5.28)	-	-	-	-	-
Dividend Paid	-	-	-	-	(240.85)	-	-	-	(240.85)
Term Extension of Preference Shares (Net off tax)	-	-	-	-	-	239.67	-	-	239.67
Early Redemption of Preference Shares	-	-	-	-	-	(440.68)	-	-	(440.68)
<b>Closing balance as at 31<sup>st</sup> March 2022</b>	<b>92.17</b>	<b>150.00</b>	<b>43,348.95</b>	<b>19,812.42</b>	<b>50,129.14</b>	<b>23,571.66</b>	<b>(4,141.52)</b>	<b>277.09</b>	<b>1,33,239.92</b>

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023**  
**Statement of changes in equity**  
**Other equity**

Particulars	Reserves and surplus					Equity component of preference shares	FVOCI - equity instruments	Remeasurements of defined benefit plans	Total
	Capital reserve	Capital redemption reserve	Securities Premium	General reserve	Retained earnings				
Opening balance as at 1 <sup>st</sup> April 2022	92.17	150.00	43,348.95	19,812.42	50,129.14	23,571.66	(4,141.52)	277.09	1,33,239.92
<b>Total comprehensive income for the year</b>	-	-	-	-	348.30	-	-	-	348.30
Profit for the year	-	-	-	-	-	-	-	-	-
Other comprehensive income for the year	-	-	-	-	-	-	(236.44)	11.70	(224.74)
<b>Transactions during the year</b>	-	-	-	-	-	-	-	-	-
Transfer from general reserve on account of redemption of preference shares	-	-	-	-	-	-	-	-	-
Dividend Paid	-	-	-	-	(892.25)	-	-	-	(892.25)
<b>Closing balance as at 31<sup>st</sup> March, 2023</b>	<b>92.17</b>	<b>150.00</b>	<b>43,348.95</b>	<b>19,812.42</b>	<b>49,585.20</b>	<b>23,571.66</b>	<b>(4,377.96)</b>	<b>288.79</b>	<b>132,471.23</b>

For and on behalf of the Board of Directors

**For Chaturvedi & Shah LLP**  
Chartered Accountants  
(Firm Registration No. 101720W/W100355)

**Gaurav Jain**  
Managing Director  
(DIN 00077770)

**Dinesh Paliwal**  
Director (Works)  
(DIN 00524064)

**Lalit R Mhalsekar**  
Partner  
Membership No. 103418

**Deepak Ojha**  
Chief Financial Officer

**A. Datta**  
Company Secretary

**Place :** Mumbai  
**Date :** 25<sup>th</sup> May, 2023

STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

(₹ In Lakh)

Particulars	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit before tax as per Statement of Profit and Loss (Continuing Operations)	2,171.79	6,774.40
Net Profit / (Loss) before tax as per Statement of Profit and Loss (Discontinuing Operations)	(2.52)	131.38
<b>Adjusted for :</b>		
Depreciation and Amortization Expense	889.50	964.44
Net (gain)/loss on foreign currency transaction	0.13	0.16
Sundry Balances Written Off (Net)	6.03	12.16
Bad Debts	0.01	19.64
(Profit)/Loss on sale/discarding of PPE ( Net )	(100.24)	(406.38)
Gains on sales of Investments (Net)	(646.65)	(67.67)
Finance Costs	0.45	335.01
Interest Income	(5.11)	(5.64)
Prov. For Impairment of Investments	-	177.00
Prov. For Doubtful Advances	5,077.58	-
Fair value changes (net) on financial assets classified as fair value through profit and loss	(85.00)	(159.19)
Fair valuation of Employees Loan	0.84	0.64
	<u>5,137.54</u>	<u>870.18</u>
<b>Operating Profit before Working Capital Changes</b>	<b>7,306.81</b>	<b>7,775.95</b>
<b>Adjusted for :</b>		
Trade & Other Receivables	968.30	319.05
Inventories	2,256.14	1,749.54
Trade and Other Payables	(847.21)	971.10
<b>Cash generated from operations</b>	<u>9,684.04</u>	<u>10,815.64</u>
Direct taxes paid	(2,019.19)	(1,534.10)
<b>Net Cash From Operating Activities</b>	<u>7,664.85</u>	<u>9,281.54</u>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of PPE	(413.86)	(389.41)
Sale of PPE	249.81	1,121.48
Purchase of Intangible Assets	-	(1.70)
Purchase of Investments		
- Subsidiaries	(89.30)	(54.50)
- Others	(84,233.00)	(61,877.80)
Reduction / Sale of Investments		
- Subsidiaries	537.58	1,125.50
- Others	77,274.14	59,997.61
Interest Income	-	4.54
<b>Net Cash From Investing Activities</b>	<u>(6,674.63)</u>	<u>(74.28)</u>

## STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

(₹ In Lakh)

Particulars	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Redemption of Preference Shares	-	(9,643.16)
Fixed Deposits/Margin Money with Banks and Government Authorities (Net)	(520.00)	298.61
Finance Costs Paid	(0.45)	-
Dividend Paid	(892.25)	(240.85)
<b>Net Cash (used in) Financing Activities</b>	<b>(1,412.70)</b>	<b>(9,585.41)</b>
<b>Net Increase in Cash and Cash Equivalents (A+B+C)</b>	<b>(422.48)</b>	<b>(378.15)</b>
Opening Balance of Cash and Cash Equivalents	629.32	1,007.47
Effect of exchange rate on Cash and Cash Equivalents	-	-
Balance of Cash and Cash Equivalents	358.00	629.32
<b>Closing balance of Cash and Cash Equivalents</b>	<b>206.83</b>	<b>629.32</b>
Components of Cash and Cash Equivalents:		
Balances with Banks in Current Accounts	358.00	629.32
Less: Working Capital Loan from Bank repayable on Demand	(151.17)	-

### Notes:

Changes in Liabilities arising from financing activities on account of Non-Current (Including Current Maturities) and Current Borrowings :

(₹ In Lakh)

Particulars	31.03.2023	31.03.2022
Opening Balance of Liabilities arising from Financing Activities	-	9,186.94
Less : Changes from Cash Flow from financing Activities (Net)	-	(9,643.16)
Add : Changes on account of fair valuation	-	456.22
Closing Balance of Liabilities arising from Financing Activities	-	-

1. Bracket indicates cash outflow.
2. Previous year figures have been regrouped/rearranged wherever necessary.
3. The above statement of cash flow has been prepared under the "Indirect Method" as set out in Ind AS 7 on Statement of Cash Flow.

As per our report of even date

For and on behalf of the Board of Directors

### For Chaturvedi & Shah LLP

Chartered Accountants  
(Firm Registration No. 101720W/W100355)

**Gaurav Jain**  
Managing Director  
(DIN 00077770)

**Dinesh Paliwal**  
Director (Works)  
(DIN 00524064)

**Lalit R Mhalsekar**  
Partner  
Membership No. 103418

**Deepak Ojha**  
Chief Financial Officer

**A. Datta**  
Company Secretary

Place : Mumbai  
Date : 25<sup>th</sup> May, 2023



## NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

### Company Information

Jai Corp Limited ('the Company') is a company limited by shares and is domiciled in India. The Company's registered office is at A-3, M.I.D.C. Industrial Area, Nanded - 431 603. These financial statements are the separate financial statements of the company. The company is primarily involved in manufacturing activities which produces Woven Sacks/Fabric, Jumbo Bags, PP Staple Fibre and Geotextiles, Spun Yarn and production, processing and trading of CR Coils/Sheets, GP/GC Coils/Sheets and HR Coils / Plates.

### Basis of Preparation

The separate financial Statements have been prepared to comply in all material aspects with the Accounting Standards notified under Section 133 of Companies Act, 2013 as per Companies (Indian Accounting Standards (Ind AS)) Rules, 2015 and other relevant provisions of the Companies Act, 2013 and rules framed thereunder. The Financial Statements have been prepared under the historical cost convention and on accrual basis, except for certain financial assets and liabilities (including derivative instruments) measured at fair value; assets held for sale – measured at fair value less cost to sell and defined benefit plan assets measured at fair value.

#### 1 Significant accounting policies

##### a Investment in subsidiaries and associates

Investments in subsidiaries and associates are accounted at cost in accordance with Ind AS 27 – Separate financial statements.

##### b Foreign currency translation

The functional currency of the company is Indian national rupee (INR) which is also the presentation currency and all values are rounded to the nearest Lakh, except when otherwise indicated. All other currencies are accounted for as foreign currency.

Transactions denominated in foreign currencies are initially recorded at the exchange rate prevailing at the date of transaction.

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

Any income or expense on account of exchange difference either on settlement or on translation is recognised in the Statement of Profit and Loss.

In case of an asset, expense or income where a non monetary advance is paid or received, the date of transaction is the date on which the advance was initially recognised. If there were multiple payments or receipts in advance, multiple dates of transactions are determined for each payment or receipt of advance consideration.

##### c Revenue recognition

The Company derives revenues primarily from sale of products comprising of Woven Sacks/Fabric, Jumbo Bags, PP Staple Fibre and Geotextiles, Spun Yarn and production, processing and trading of CR Coils/Sheets, GP/GC Coils/Sheets and HR Coils / Plates.

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration entitled in exchange for those goods or services. Generally, control is transfer upon shipment of goods to the customer or when the goods is made available to the customer, provided transfer of title to the customer occurs and the Company has not retained any significant risks of ownership or future obligations with respect to the goods shipped.

Revenue from rendering of services is recognised over the time by measuring the progress towards complete satisfaction of performance obligations at the reporting period.

Revenue is measured at the amount of consideration which the Company expects to be entitled to in exchange for transferring distinct goods or services to a customer as specified in the contract, excluding amounts collected on behalf of third parties (for example taxes and duties collected on behalf of the government).

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

Consideration is generally due upon satisfaction of performance obligations and a receivable is recognized when it becomes unconditional.

The Company does not have any contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year. As a consequence, it does not adjust any of the transaction prices for the time value of money.

Revenue is measured based on the transaction price, which is the consideration, adjusted for discounts and claims, if any, as specified in the contract with the customer. Revenue also excludes taxes collected from customers.

### **Contract balances**

#### **Trade receivables**

A receivable represents the Company's right to an amount of consideration that is unconditional and shall be initially measured at their transaction price unless those contain a significant financing component.

#### **Contract liabilities**

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made. Contract liabilities are recognised as revenue when the Company performs under the contract.

#### **Other Income**

Export incentives other than advance licence are recognised at the time of exports and the benefit in respect of advance license received by the Company against exports made by it are recognised as and when goods are imported against them.

#### **Interest Income**

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

#### **Dividend Income**

Dividend Income is recognised when the right to receive the payment is established.

#### **Commission and Job work Income**

Commission and Job Work income are recognised on accrual basis in accordance with the terms of relevant agreement.

### **d Income taxes**

The income tax expense or credit for the year is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

Deferred income tax is provided in full, using the balance sheet approach, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

### e Government grants

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

Government grants relating to income are deferred and recognised in the profit or loss over the period necessary to match them with the costs that they are intended to compensate and presented within other income.

Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to profit or loss on a straight-line basis over the expected lives of the related assets and presented within other income.

### f Leases

#### As a lessee

The Company's lease asset classes primarily consist of leases for land and buildings. 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.

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.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

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 shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

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.

The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

#### The Company as a lessor

When the Company is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. The sublease is classified as a finance or operating lease by reference to the right- of-use asset arising from the head lease.

For operating leases, rental income is recognized on a straight line basis over the term of the relevant lease.

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

### g Impairment of non-financial assets

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An asset is treated as impaired when the carrying amount exceeds its recoverable value. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to the present value using a pre-tax discount rate that reflects current market assessment of the time value of money and risks specific to the assets. An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life. The impairment loss recognized in prior accounting periods is reversed if there has been a change in the estimate of recoverable amount.

### h Valuation of inventories

In general, all inventories of finished goods, work-in-progress etc., are stated at lower of cost and net realisable value. Cost of inventories comprise of all cost of purchase, cost of conversion and other cost incurred in bringing the inventory to their present location and condition. Raw material and stores and spares are stated at lower of cost and net realisable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. The cost is determined on FIFO basis in respect of Packaging / Spinning Division and on average basis in respect of Steel Division. Scrap and trial run products are valued at estimated net realisable value.

### i Non – current assets held for sale

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell.

An impairment loss is recognised for any initial or subsequent write-down of the asset to fair value less costs to sell. A gain is recognised for any subsequent increases in fair value less costs to sell of an asset, but not in excess of any cumulative impairment loss previously recognised. A gain or loss not previously recognised by the date of the sale of the non-current asset is recognised at the date of de-recognition.

Non-current assets are not depreciated or amortised while they are classified as held for sale. Interest and other expenses attributable to the liabilities of a disposal group classified as held for sale continue to be recognised.

### j Investments and financial assets

#### Classification

The company classifies its financial assets in the following measurement categories:

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

The company reclassifies debt investments when and only when its business model for managing those assets changes.

#### Measurement

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest except trade receivable.

#### Measurement of debt instruments

- **Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost, is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

- **Fair value through other comprehensive income (FVOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through Other Comprehensive Income, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in Other Comprehensive Income is reclassified from equity to profit or loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method.
- **Fair value through profit or loss:** Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss, is recognised in profit or loss and presented net in the statement of profit and loss within other gains/(losses) in the year in which it arises. Interest income from these financial assets is included in other income.

### Measurement of equity instruments

Changes in the fair value of financial assets at fair value through profit or loss are recognised in other gain/ (losses) in the statement of profit and loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

### Impairment of financial assets

For trade receivables only, the company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

### De-recognition of financial assets

Where the entity has transferred an asset, the company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the company has not retained control of the financial asset. Where the company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

## k Derivatives and embedded derivatives

The company enters into certain derivative contracts to hedge risks which are not designated as hedges. Such contracts are accounted for at fair value through profit or loss and are included in other gains / (losses).

Derivatives embedded in a host contract that is an asset within the scope of Ind AS 109 are not separated. Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

Derivatives embedded in all other host contract are separated only if the economic characteristics and risks of the embedded derivative are not closely related to the economic characteristics and risks of the host and are measured at fair value through profit or loss. Embedded derivatives closely related to the host contracts are not separated.

## l Property, plant and equipment

The carrying value (Gross Block less accumulated depreciation and amortisation) as on 1<sup>st</sup> April, 2015 of the Property, plant and equipment is considered as a deemed cost on the date of transition. Property, plant and equipment are carried at cost, net of recoverable taxes, trade discounts and rebates, less accumulated depreciation, amortisation and impairment loss, if any. Cost comprises of purchase price, borrowing cost if capitalisation criteria are met, and directly attributable cost of bringing the asset to its working conditions for the intended use.

### Depreciation on property, plant and equipment

Depreciation on property, plant and equipment is provided to the extent of depreciable amount on straight-line method over the useful life of asset as assessed by the management and the same is similar to the useful lives as prescribed in Part-C of Schedule II to the Companies Act, 2013 except acquisition of insurance spares and additions/extensions forming an integral part of existing plants, which are depreciated over residual life

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

of the respective property, plant and equipments. Residual values, useful lives and method of depreciation of Property Plant and Equipments are reviewed at each financial year end and are adjusted prospectively, if appropriate. The effects of any revision are included in the statement of profit and loss when the changes arises.

The property, plant and equipment acquired under finance leases is depreciated over the asset's useful life or over the shorter of the asset's useful life and the lease term if there is no reasonable certainty that the company will obtain ownership at the end of the lease term.

Property, plant and equipment where ownership vests with the Government/local authorities are amortised over the useful life of asset as prescribed in Part-C of Schedule II to the Companies Act, 2013.

Gains or losses arising from derecognition of an tangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

### **m Intangible assets**

The carrying value (Gross Block less accumulated amortisation) as on 1<sup>st</sup> April, 2015 of the Intangible assets is considered as a deemed cost on the date of transition. Intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, if any. Cost includes expenditure that is directly attributable to the acquisition of the intangible assets.

Identifiable intangible assets are recognised when it is probable that future economic benefits attributed to the asset will flow to the Company and the cost of the asset can be reliably measured.

Computer softwares are capitalised at the amounts paid to acquire the respective license for use and are amortised over the period of useful lives or period of three years, whichever is less. Useful lives and method of amortisation of assets are reviewed at each financial year end and are adjusted prospectively, if appropriate. The effects of any revision are included in the statement of profit and loss when the changes arises.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

### **n Investment properties**

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

Depreciation on investment properties are provided using straight line method over the estimated useful lives as specified in Schedule II to the Companies Act, 2013. Residual values, useful lives and method of depreciation of investment properties are reviewed at each financial year end and are adjusted prospectively, if appropriate. The effects of any revision are included in the statement of profit and loss when the changes arises.

Though the Company measures investment properties using cost based measurement, the fair value of investment property is disclosed in the notes.

Investment properties are derecognised either when they have been disposed off or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in statement of profit and loss in the period of derecognition.

### **o Borrowings and other financial liabilities**

Borrowings and other financial liabilities are initially recognised at fair value (net of transaction costs incurred). Difference between the fair value and the transaction proceeds on initial is recognised as an asset / liability based on the underlying reason for the difference.

Subsequently all financial liabilities are measured at amortised cost using the effective interest rate method Preference shares which are mandatorily redeemable on a specific date are classified as a financial liability. Dividends on preference shares are recognised in statement of profit and loss.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss. The gain / loss is recognised in other equity in case of transaction with shareholders.

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

### p **Borrowing costs**

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are charged to the statement of profit and loss as finance costs.

### q **Provisions, contingent liabilities and contingent assets**

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event. It is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted using equivalent period government securities interest rate. Unwinding of the discount is recognised in the statement of profit and loss as a finance cost. Provisions are reviewed at each balance sheet date and are adjusted to reflect the current best estimate.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Information on contingent liability is disclosed in the Notes to the Financial Statements. Contingent assets are not recognised. However, when the realisation of income is virtually certain, then the related asset is no longer a contingent asset, but it is recognised as an asset.

### r **Employee benefits**

Short-term employee benefits are recognized as an expense at the undiscounted amount in the statement of Profit and Loss for the year in which the related service is rendered.

Post-employment and other long term employee benefits are recognized as an expense in the Statement of Profit and Loss for the year in which the employee has rendered services. The expense is recognized at the present value of the amount payable determined using actuarial valuation techniques.

Re-measurement gains and losses pertaining to defined benefit obligations arising from experience adjustments and changes in actuarial assumptions are recognised in other comprehensive income in the period in which they occur

Compensated absences are accounted similar to the short term employee benefits.

Retirement benefits in the form of Provident Fund and other Funds are defined contribution scheme and the contributions are charged to the Statement of Profit and Loss of the year when the contribution to the respective funds are due. There are no other obligations other than the contribution payable to the fund.

### s **Discontinued operation and non-current assets (or disposal groups) held for sale**

#### **Discontinued operation:**

A discontinued operation is a component of the Company that has been disposed off or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single coordinated plan to dispose off such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately in the statement of profit or loss.

#### **Non-current assets (or disposal groups) held for sale**

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when a sale is highly probable from the date of classification, management are committed to the sale and the asset is available for immediate sale in its present condition. Non-current assets are classified as held for sale from the date these conditions are met and are measured at the lower of carrying amount and fair value less cost to sell. Any resulting impairment loss is recognised in the Statements of Profit and Loss as a separate line item. On classification as held for sale, the assets are no longer depreciated. Assets and liabilities classified as held for sale are presented separately as current items in the Balance Sheet.

### t **Earnings per share**

Basic earnings per share are calculated by dividing the net profit or loss (excluding other comprehensive income) for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

is adjusted for events such as bonus issue, bonus element in a right issue, shares split and reserve share splits (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit or loss (excluding other comprehensive income) for the year attributable to equity share holders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

### u Dividends

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

### v Contributed equity

Equity shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

### w Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

### x Current and non-current classification:

The Company presents assets and liabilities in statement of financial position based on current/non-current classification. The Company has presented non-current assets and current assets before equity, non-current liabilities and current liabilities in accordance with Schedule III, Division II of Companies Act, 2013 notified by MCA.

An asset is classified as current when it is:

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

All other assets are classified as non-current.

A liability is classified as current when it is:

- a) Expected to be settled in normal operating cycle,
- b) Held primarily for the purpose of trading,
- c) Due to be settled within twelve months after the reporting period, or
- d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. Deferred tax assets and liabilities are classified as non-current assets and liabilities. The Company has identified twelve months as its normal operating cycle.

### y Fair value measurement:

The Company measures financial instruments at fair value at each balance sheet date.

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:

- a) In the principal market for the asset or liability, or
- b) In the absence of a principal market, in the most advantageous market for the asset or liability.



**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023**

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy.

**z Off-setting financial Instrument:**

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable rights to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable rights must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or counterparty.

**aa SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS:**

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. 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. 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. The Company based on its assumptions and estimates on parameters available when the financial statements were prepared. However, existing circumstances and assumptions about future developments may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

**i) Property, plant and equipment, Investment Properties and Intangible Assets:**

Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation to be recorded during any reporting period. The useful lives and residual values as per schedule II of the Companies Act, 2013 or are based on the Company's historical experience with similar assets and taking into account anticipated technological changes, whichever is more appropriate.

**ii) Income Tax:**

The Company reviews at each balance sheet date the carrying amount of deferred tax assets. The factors used in estimates may differ from actual outcome which could lead to an adjustment to the amounts reported in the financial statements.

**iii) Contingencies:**

Management has estimated the possible outflow of resources at the end of each annual reporting financial year, if any, in respect of contingencies/claim/litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

**iv) Impairment of financial assets:**

The impairment provisions for financial assets are based on assumptions about risk of default and expected cash loss. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

**v) Impairment of non-financial assets:**

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

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

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

### vi) **Defined benefits plans:**

The Cost of the defined benefit plan and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and attrition rate. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

### vii) **Recoverability of trade receivable:**

Judgements are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required. Factors considered include the credit rating of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payment.

### viii) **Provisions:**

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability require the application of judgement to existing facts and circumstances, which can be subject to change. Since the cash outflows can take place many years in the future, the carrying amounts of provisions and liabilities are reviewed regularly and adjusted to take account of changing facts and circumstances.

### ix) **Fair value measurement of financial instruments :**

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

## ab **Recent Accounting Pronouncement**

The Ministry of Corporate Affairs (MCA) has notified Companies (Indian Accounting Standards) Amendment Rules, 2023. This notification has resulted into amendments in the following existing accounting standards which are applicable to the Company from 1<sup>st</sup> April, 2023.

### **Amendment to Existing issued Ind AS :**

The MCA has carried out amendments of the following accounting standards:

#### i) **Ind AS 1- Presentation of Financial Statements**

Ind AS 1, Presentation of Financial Statements – This amendment requires the entities to disclose their material accounting policies rather than their significant accounting policies. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and the impact of the amendment is insignificant in the standalone financial statements.

#### ii) **Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors**

Ind AS 8, Accounting Policies, Changes in Accounting Estimates and Errors – This amendment has introduced a definition of 'accounting estimates' and included amendments to Ind AS 8 to help entities distinguish changes in accounting policies from changes in accounting estimates. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its Standalone financial statements.

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023****iii) Ind AS 12 – Income Taxes**

Ind AS 12, Income Taxes – This amendment has narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its Standalone financial statements.

The above amendments of standards are not expected to have any significant impact on the Company's financial statements.

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023**

**Note 2 - Property, plant and equipment**

(₹ In Lakh)

Particulars	Land-Leasehold	Land - Freehold	Buildings	Plant and Equipment	Furniture and Fixtures	Vehicles	Office Equipments	Total
<b>COST</b>								
At 1 <sup>st</sup> April, 2021	40.03	1,927.00	3,755.95	12,177.85	42.56	76.62	88.05	18,108.06
Additions	-	-	180.69	260.13	-	-	25.23	466.05
Disposals	-	-	2.26	107.54	-	26.91	11.10	147.81
Assets Held for Disposals (Refer Note 18)	-	-	-	69.45	-	-	2.26	71.71
<b>At 31<sup>st</sup> March, 2022</b>	<b>40.03</b>	<b>1,927.00</b>	<b>3,934.38</b>	<b>12,260.99</b>	<b>42.56</b>	<b>49.71</b>	<b>99.92</b>	<b>18,354.59</b>
Additions	-	206.72	6.80	309.83	-	-	3.30	526.65
Disposals	-	-	-	90.47	1.45	38.73	0.49	131.14
Assets Held for Disposals (Refer Note 18)	20.30	-	-	-	-	-	-	20.30
<b>At 31<sup>st</sup> March, 2023</b>	<b>19.73</b>	<b>2,133.72</b>	<b>3,941.18</b>	<b>12,480.35</b>	<b>41.11</b>	<b>10.98</b>	<b>102.73</b>	<b>18,729.80</b>
Accumulated Depreciation/Amortization								
At 1 <sup>st</sup> April, 2021	4.32	-	972.63	5,336.19	33.34	52.24	63.60	6,462.32
Depreciation/amortization	0.62	-	153.28	751.95	0.84	6.56	10.30	923.55
Disposals	-	-	0.36	64.81	-	24.62	10.10	99.89
Assets Held for Disposals (Refer Note 18)	-	-	-	43.53	-	-	1.87	45.40
<b>At 31<sup>st</sup> March, 2022</b>	<b>4.94</b>	<b>-</b>	<b>1,125.55</b>	<b>5,979.80</b>	<b>34.18</b>	<b>34.18</b>	<b>61.93</b>	<b>7,240.58</b>
Depreciation/amortization	0.54	-	160.06	675.59	0.65	0.30	10.95	848.09
Disposals	-	-	-	77.30	0.42	25.34	0.47	103.53
Assets Held for Disposals (Refer Note 18)	2.66	-	-	-	-	-	-	2.66
<b>At 31<sup>st</sup> March, 2023</b>	<b>2.82</b>	<b>-</b>	<b>1,285.61</b>	<b>6,578.09</b>	<b>34.41</b>	<b>9.14</b>	<b>72.41</b>	<b>7,982.48</b>
<b>NET BLOCK</b>								
At 31 <sup>st</sup> March, 2022	35.09	1,927.00	2,808.83	6,281.19	8.38	15.53	37.99	11,114.01
At 31 <sup>st</sup> March, 2023	16.91	2,133.72	2,655.57	5,902.26	6.70	1.84	30.32	10,747.32
<b>CAPITAL WIP</b>								
At 31 <sup>st</sup> March, 2022								39.00
At 31 <sup>st</sup> March, 2023								82.04

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 20232.1 CWIP aging schedule-  
(a) Aging as on 31<sup>st</sup> March, 2023

Particulars	Less than 1 Year	1-2 Year	2-3 Year	More than 3 Years	Total
Project in progress	82.04	-	-	-	82.04
Project temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>82.04</b>	-	-	-	<b>82.04</b>

(b) Aging as on 31<sup>st</sup> March, 2022

Particulars	Less than 1 Year	1-2 Year	2-3 Year	More than 3 Years	Total
Project in progress	39.00	-	-	-	39.00
Project temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>39.00</b>	-	-	-	<b>39.00</b>

## 2.2 Title deeds of Immovable Properties not held in the name of the Company

(a) Detail as on 31<sup>st</sup> March, 2022

(₹ in Lakh)

Relevant line items in Balance Sheet	Description of item of property	Gross Carrying value	Title deeds held in the name of	Whether title deed holder is a promoter director or relative of promoter / director of employee of promoter / director	Property held since which date	Reason for not being held in the name of the Company
Property, plant and equipment	Building - Car Parking Space, Embassy Centre	0.15	Embassy Centre Premises Co - Op Society Ltd.	No	1 <sup>st</sup> April 1989	The Company is in process of getting title deed transferred in the name of the Company.

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023**

**(b) Detail as on 31st March, 2022**

(₹ in Lakh)

Relevant line items in Balance Sheet	Description of item of property	Gross Carrying value	Title deeds held in the name of	Whether title deed holder is a promoter director or relative of promoter / director of employee of promoter / director	Property held since which date	Reason for not being held in the name of the company
Property, plant and equipment	Building - Car Parking Space, Embassy Centre	0.15	Embassy Premises Co - Op Society Ltd.	No	1 <sup>st</sup> April 1989	The Company is in process of getting title deed transferred in the name of the Company.
Property, plant and equipment	Building - Flat - Gurudev Complex, Silvassa	2.06	Pet Fibres Pvt Ltd.	No	24 <sup>th</sup> September, 2007	The title deed is in the name of erstwhile Companies that merged with the Company under Slump Sale

**2.3** Building includes ₹ 0.01 Lakh (Previous Year ₹ 0.01 Lakh as at 31<sup>st</sup> March, 2022) being the cost of shares in Co-operative Housing Society towards ownership of residential flats.

**2.4** Gross Block of Plant and Equipments includes ₹ 64.68 Lakh (Previous Year ₹ 64.68 Lakh as at 31<sup>st</sup> March, 2022) and ₹ 33.56 Lakh (Previous Year ₹ 33.56 Lakh as at 31<sup>st</sup> March, 2022) being the amount spent for laying Power Line and Water Pipe Line respectively, the ownership of which vests with the respective Government Authorities.

**2.5** In accordance with the Indian Accounting Standard (Ind AS) 36 on "Impairment of Assets" the management during the year carried out an exercise of identifying the assets that may have been impaired in respect of each cash generating unit in accordance with the said Accounting Standard. On the basis of this review carried by the management there was no impairment loss on Property, Plant and Equipment during the year ended 31<sup>st</sup> March, 2023.

**2.6** The Company does not have any Capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan.

**2.7** There are no proceedings initiated or pending against the company for holding any Benami Property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

## Note 3 - Investments Properties

(₹ In Lakh)				
Particulars	Leasehold Rights	Freehold Land	Building	Total
<b>COST</b>				
At 1 <sup>st</sup> April, 2021	209.06	23.42	1,855.84	2,088.32
Additions	-	-	-	-
Disposals	-	-	-	-
<b>Assets Held for Disposals (Refer Note 18)</b>	<b>-</b>	<b>23.42</b>	<b>-</b>	<b>23.42</b>
At 31 <sup>st</sup> March, 2022	209.06	-	1,855.84	2,064.90
Additions	-	-	-	-
Disposals	-	-	-	-
At 31 <sup>st</sup> March, 2023	209.06	-	1,855.84	2,064.90
<b>ACCUMULATED DEPRECIATION</b>				
At 1 <sup>st</sup> April, 2021	32.11	-	136.15	168.26
Depreciation	5.35	-	34.26	39.61
Disposals	-	-	-	-
At 31 <sup>st</sup> March, 2022	37.46	-	170.41	207.87
Depreciation	5.35	-	34.27	39.61
Disposals	-	-	-	-
At 31 <sup>st</sup> March, 2023	42.81	-	204.68	247.48
<b>NET BLOCK</b>				
At 31 <sup>st</sup> March, 2022	171.60	-	1,685.43	1,857.03
At 31 <sup>st</sup> March, 2023	166.25	-	1,651.16	1,817.42

## 3.1. Fair value of investment properties

(₹ In Lakh)		
Particulars	31-Mar-2023	31-Mar-2022
Buildings	22,922.23	21,958.39
<b>Total</b>	<b>22,922.23</b>	<b>21,958.39</b>

## 3.2. Income from Investment Properties generating Rental Income

(₹ In Lakh)		
Particulars	31-Mar-2023	31-Mar-2022
Rental Income derived from investment properties	-	-
Direct Operating expenses (including repairs and maintenance) generating rental income	28.39	29.92
Income arising from investment properties before depreciation	(28.39)	(29.92)
Depreciation	39.61	39.61
Income from Investment properties (Net)	(68.00)	(69.53)

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

### 3.3. Estimation of fair value of investment properties:

The fair values of the properties are based on valuations performed by an accredited independent valuer, who is a specialist in valuing these types of properties. The Fair value of the properties have been worked out keeping in mind the various data and information and a study of the micro market in the discussion with industry experts, local brokers and regional developers. The fair value measurement for all of the investment property has been categorised as a level 3 fair value based on the inputs to the valuation techniques used.

The fair values of the properties as at 31<sup>st</sup> March, 2023 are performed by an accredited independent registered valuer as defined under rule 2 of the Companies (Registered Valuers and Valuation) Rules, 2017 who is a specialist in valuing these types of properties.

### Note 4 - Intangible Assets

Particulars	(₹ In Lakh) Amount
<b>COST</b>	
<b>At 1<sup>st</sup> April, 2021</b>	23.27
Additions	1.70
Disposals	-
<b>At 31<sup>st</sup> March, 2022</b>	<b>24.97</b>
Additions	-
Disposals	-
<b>At 31<sup>st</sup> March, 2023</b>	<b>24.97</b>
<b>ACCUMULATED AMORTISATION</b>	
<b>At 1<sup>st</sup> April, 2021</b>	19.25
Amortisation	1.29
Disposals	-
<b>At 31<sup>st</sup> March, 2022</b>	<b>20.54</b>
Amortisation	1.79
Disposals	-
<b>At 31<sup>st</sup> March, 2023</b>	<b>22.33</b>
<b>NET BLOCK</b>	
<b>At 31<sup>st</sup> March, 2022</b>	<b>4.43</b>
<b>At 31<sup>st</sup> March, 2023</b>	<b>2.64</b>

4.1 Intangible assets represents software other than self generated.



NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

## Note 5 - Investments

(₹ In Lakh)

Particulars	As at 31 <sup>st</sup> March, 2023			As at 31 <sup>st</sup> March, 2022		
	Quantity (No's)	Face value	Amount	Quantity (No's)	Face value	Amount
<b>A) In Subsidiaries carried at cost</b>						
<b>Equity Instruments</b>						
<b>a) Equity Shares - Unquoted fully paid-up</b>						
<b>Including 6 shares of ₹ 10/5 each fully paid-up held jointly with nominees</b>						
Belle Terre Realty Limited	9,933	USD 1	4.24	9,933	USD 1	4.24
Urban Infrastructure Venture Capital Ltd.	1,00,00,000	5	100.28	1,00,00,000	5	100.28
Urban Infrastructure Trustees Ltd. (Refer Note 5.4)	-	-	-	50,000	10	5.01
Ashoka Realty and Developers Limited	50,000	10	5.00	50,000	10	5.00
Ekdant Realty and Developers Limited	50,000	10	5.00	50,000	10	5.00
Hari Darshan Realty Limited	50,000	10	5.00	50,000	10	5.00
Hill Rock Construction Limited	50,000	10	5.00	50,000	10	5.00
Hind Agri Properties Limited	50,000	10	5.00	50,000	10	5.00
Iconic Realtors Limited	75,000	10	7.50	75,000	10	7.50
Jailaxmi Realty and Developers Limited	50,000	10	5.00	50,000	10	5.00
Krupa Land Limited	85,000	10	8.50	85,000	10	8.50
Krupa Realtors Limited	50,000	10	5.00	50,000	10	5.00
Multifaced Impex Limited	80,000	10	844.89	80,000	10	844.89
Novelty Realty and Developers Limited	50,000	10	5.00	50,000	10	5.00
Rainbow Infraprojects Limited	50,000	10	5.00	50,000	10	5.00
Swar Land Developers Limited	50,000	10	5.00	50,000	10	5.00
Swastik Land Developers Limited	50,000	10	4.81	50,000	10	4.81
Vasant Bahar Realty Limited	50,000	10	5.00	50,000	10	5.00
Welldone Real Estate Limited	50,000	10	5.00	50,000	10	5.00
Yug Developers Limited	50,000	10	5.00	50,000	10	5.00
Jai Corp Welfare Foundation (Refer Note 5.3)	50,000	10	5.00	50,000	10	5.00
<b>Total equity shares</b>			<b>1,040.22</b>			<b>1,045.23</b>
<b>b) 1% Optionally convertible non cumulative redeemable preference shares - Unquoted fully paid up</b>						
Belle Terre Realty Limited	2,27,74,300	USD 1	10,154.99	2,27,74,300	USD 1	10,154.99
Hari Darshan Realty Limited	10,200	10	102.00	10,200	10	102.00
Hill Rock Construction Limited	9,550	10	95.50	9,550	10	95.50
Multifaced Impex Limited	450	10	4.50	450	10	4.50

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

(₹ In Lakh)

Particulars	As at 31 <sup>st</sup> March, 2023			As at 31 <sup>st</sup> March, 2022		
	Quantity (No's)	Face value	Amount	Quantity (No's)	Face value	Amount
Vasant Bahar Realty Limited	3,300	10	33.00	3,300	10	33.00
Welldone Real Estate Limited	7,350	10	73.50	7,350	10	73.50
Yug Developers Limited	5,000	10	50.00	5,000	10	50.00
<b>Total Preference shares</b>			<u>10,513.49</u>			<u>10,513.49</u>
<b>c) 0% Optionally fully convertible debentures - Unquoted fully paid up</b>						
Ekdant Realty and Developers Ltd	1,69,200	1,000	1,692.00	1,69,200	1,000	1,692.00
Hari Darshan Realty Ltd	79,422	1,000	794.22	79,422	1,000	794.22
Hill Rock Constructions Ltd	86,695	1,000	866.95	83,095	1,000	830.95
Hind Agri Properties Ltd	24,400	1,000	244.00	24,400	1,000	244.00
Iconic Relators Ltd	11,99,050	1,000	11,990.50	11,99,050	1,000	11,990.50
Jailaxmi Realty and Developers Limited	2,06,800	1,000	2,068.00	2,01,600	1,000	2,016.00
Krupa Land Ltd	1,15,900	1,000	1,159.00	1,53,458	1,000	1,534.58
Krupa Realtors Ltd	85,400	1,000	854.00	85,400	1,000	854.00
Multi Faced Impex Ltd	11,650	1,000	116.50	11,650	1,000	116.50
Novelty Realty and Developers Ltd	98,800	1,000	988.00	98,800	1,000	988.00
Rainbow Infraprojects Ltd	1,23,400	1,000	1,234.00	1,23,400	1,000	1,234.00
Swar Land Developers Ltd	2,33,500	1,000	2,335.00	2,49,700	1,000	2,497.00
Vasant Bahar Realty Ltd	14,244	1,000	142.44	14,214	1,000	142.14
Welldone Real Estate Ltd	46,755	1,000	467.55	46,755	1,000	467.55
Yug Developers Ltd	1,14,050	1,000	1,140.50	1,10,200	1,000	1,102.00
Share application money towards OFCD's of subsidiary companies			2.00			39.50
<b>Total Debentures</b>			<b>26,094.66</b>			<b>26,542.94</b>
Prov. For Impairment of Investments (Refer Note 5.5)			<b>(177.00)</b>			<b>(177.00)</b>
<b>Total investments in subsidiaries</b>			<u><b>37,471.37</b></u>			<u><b>37,924.66</b></u>
Aggregate amount of quoted investments in subsidiaries			-			-
Aggregate amount of unquoted investments in subsidiaries			<b>37,471.37</b>			<b>37,924.66</b>
<b>B) In Associates carried at cost</b>						
<b>Equity Instruments</b>						
a) Equity Shares - Unquoted fully paid-up						
Urban Infrastructure Holdings Pvt. Ltd.	11,35,17,714	10	11,351.77	11,35,17,714	10	11,351.77
<b>Total equity Shares</b>			<b>11,351.77</b>			<b>11,351.77</b>
b) <b>In debentures - Unquoted fully paid-up</b>						
<b>Unquoted fully paid-up</b>						
Zero percent fully compulsorily convertible debentures of Urban Infrastructure Holdings Pvt. Ltd.	82,66,540	100	8,266.54	82,66,540	100	8,266.54
Zero percent fully compulsorily convertible debentures of Urban Infrastructure Holdings Pvt. Ltd.	8,52,27,110	10	8,522.71	8,52,27,110	10	8,522.71
<b>Total debentures</b>			<u><b>16,789.25</b></u>			<u><b>16,789.25</b></u>

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

(₹ In Lakh)

Particulars	As at 31 <sup>st</sup> March, 2023			As at 31 <sup>st</sup> March, 2022		
	Quantity (No's)	Face value	Amount	Quantity (No's)	Face value	Amount
<b>Investments in associate</b>			<b>28,141.02</b>			28,141.02
Aggregate amount of quoted investments in associates			-			-
Aggregate amount of unquoted investments in associates			<b>28,141.02</b>			28,141.02
<b>C) In Others</b>						
<b>(i) Financial assets classified and measured at Fair value through other comprehensive income</b>						
<b>Equity Instruments</b>						
<b>a) Equity Shares - Unquoted fully paid up</b>						
Mumbai SEZ Ltd	22,93,77,346	10	22,456.04	22,93,77,346	10	22,456.04
Rewas Ports Ltd	5,00,00,000	10	4,500.00	5,00,00,000	10	4,500.00
Gold Bricks Infrastructure Pvt. Ltd.	8,06,700	10	228.66	8,06,700	10	269.91
Neelkanth Realty Pvt. Ltd. (Refer note 5.1 below)	2,13,333	10	17.19	2,13,333	10	77.33
Neelkanth Rice Lands Pvt. Ltd.	80,000	10	32.03	80,000	10	71.73
Nirmal Infrastructure Pvt. Ltd. (Refer Note 5.2 below)	1,09,000	10	100.00	1,09,000	10	100.00
Ozone Projects Pvt. Ltd.	9,57,133	10	-	9,57,133	10	-
Ozone Urbana Infra Developers Pvt. Ltd.	4,44,143	10	-	4,44,143	10	-
Supernal Realtors Pvt. Ltd.	26,667	10	-	26,667	10	-
Vengas Realtors Pvt. Ltd.	26,667	10	-	26,667	10	-
Sun Infrastructure Ltd.	28,298	10	-	28,298	10	-
<b>b) Equity Shares - Unquoted Partly paid up</b>						
Nilayami Realtors Pvt. Ltd. (₹ 5/- paid up each)	1,06,000	10	23.67	1,06,000	10	57.76
<b>Total investment in equity shares</b>			<b>27,357.60</b>			<b>27,532.77</b>
<b>c) 0% Fully Compulsorily Convertible Debentures - Unquoted fully paid up</b>						
Neelkanth Realty Pvt. Ltd. (Refer note 5.1 below)	33,600	100	8.05	33,600	100	33.60
Neelkanth Rice Lands Pvt. Ltd.	11,200	1,000	89.60	11,200	1,000	125.96
Supernal Realtors Pvt. Ltd.	18,721	1,000	-	18,721	1,000	-
Vengas Realtors Pvt. Ltd.	26,733	1,000	-	26,733	1,000	-
<b>d) 0% Fully Compulsorily Convertible Debentures - Unquoted partly paid up</b>						
Nilayami Realtors Pvt. Ltd. (₹ 10/- paid up each) (FCCD)	8,480	1,000	0.64	8,480	1,000	-
<b>Total debentures</b>			<b>98.29</b>			<b>159.56</b>
<b>Total equity instruments at FVOCI</b>			<b>27,455.89</b>			<b>27,692.33</b>
<b>(ii) Financial assets classified and measured at FVTPL</b>						
<b>Units</b>						
Urban Infrastructure Opportunities Fund	-	-	-	7,619	27,930	741.63
<b>Total units at FVTPL</b>			<b>-</b>			<b>741.63</b>
<b>Total non-current investments</b>			<b>93,068.28</b>			<b>94,499.64</b>

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

(₹ In Lakh)

Particulars	As at 31 <sup>st</sup> March, 2023			As at 31 <sup>st</sup> March, 2022		
	Quantity (No's)	Face value	Amount	Quantity (No's)	Face value	Amount
Aggregate amount of quoted investments and market value thereof			-			-
Aggregate amount of unquoted investments			93,068.28			94,499.64

- 5.1** Original Share / Debenture Certificates have been misplaced and steps are being taken to obtain duplicate certificates.
- 5.2** Original Equity shares of Nirmal Infrastructure Private Ltd. have been kept in Escrow Account and proposed transaction for disposal of investment is being executed.
- 5.3** The Board of Directors at its meeting held on 13<sup>th</sup> August, 2018 has decided to initiate closure of the above subsidiary by adopting suitable procedure under the Companies Act, 2013 and the rules made thereunder. The Regional Director, Western Region, Ministry of Corporate Affairs (MCA) has passed the order dated 6<sup>th</sup> October, 2021 for cancellation of license. Now the matter is pending with the Registrar of Companies, Mumbai - Maharashtra, MCA.
- 5.4** During the year, Urban Infrastructure Trustees Limited (UITL) ceased to be subsidiary of the Company.
- 5.5** The details of the provision for diminution in the value of non-current investments is as under:

(₹ In Lakh)

Name of the Company	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>In Debentures</b>		
Rainbow Infraprojects Ltd	177.00	177.00
	<u>177.00</u>	<u>177.00</u>

**5.6 Investments classified as:**

(₹ In Lakh)

Particulars	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
At Cost	65,612.39	66,065.68
At FVOCI	27,455.89	27,692.33
At FVTPL	-	741.63
<b>Total</b>	<u>93,068.28</u>	<u>94,499.64</u>

**Note 6 - Non current financial assets - Loans**

(₹ In Lakh)

Particulars	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Unsecured, Considered Good :		
Loan to Employees	6.47	10.55
<b>Total</b>	<u>6.47</u>	<u>10.55</u>

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

## Note 7 - Other non current financial assets

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Bank Deposits with more than 12 months maturity (refer note 7.1 and 7.2 below)	528.87	5.02
Security Deposits	362.14	361.73
<b>Total</b>	<b>891.01</b>	<b>366.75</b>
7.1 Fixed Deposit with Bank having maturity more than 12 Months is held as margin money against Bank Guarantee to Pollution control board.	5.30	5.02
7.2 Fixed Deposit with Bank having maturity more than 12 Months is pledged with Bank against Bank Overdraft Facility.	523.57	-

## Note 8 - Non current tax assets (Net)

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Income-tax	1,084.05	938.89
<b>Total</b>	<b>1,084.05</b>	<b>938.89</b>

## Note 9 - Other non current assets

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Capital advances	11,153.49	11,312.22
Less: Prov for Doubtful Advances (Refer Note No. 33)	(5,077.58)	-
	6,075.91	-
Prepaid Expenses	5.19	6.90
Unamortised Portion - Loan To Employees	1.18	2.02
<b>Total</b>	<b>6,082.28</b>	<b>11,321.14</b>

## Note 10 - Inventories

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Raw Materials</b>		
Goods-in-Transit	323.68	-
Others	915.58	2,903.77
<b>Work-in-Progress</b>	956.09	1,784.33
<b>Finished Goods</b>		
Goods-in-Transit	380.77	1,269.00
Others	2,565.09	1,614.91
<b>Stores and Spares</b>		
Goods-in-Transit	-	-
Others	949.55	657.00
Scrap	5.23	123.12
<b>Total</b>	<b>6,095.99</b>	<b>8,352.13</b>

10.1 For mode of valuation please refer note no 1 (h)

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

### Note 11 - Current investments

(₹ In Lakh)

Particulars	As at 31 <sup>st</sup> March, 2023			As at 31 <sup>st</sup> March, 2022		
	Quantity (No's)	Face value	Amount	Quantity (No's)	Face value	Amount
(i) Financial assets classified and measured as fair value through profit and loss						
a) Mutual Funds - Unquoted Fully Paid-up						
ABSL Savings Fund -Growth Direct Plan	2,186,295.864	100	10,281.25	498,066.868	100	2,217.95
ABSL Liquid Fund -Growth Direct Plan	102,967.995	100	373.86	-	100	-
Total Units in Mutual Funds at FVTPL			10,655.11			2,217.95
(ii) Financial assets classified and measured at amortized Cost						
b) 0% Fully Compulsorily Convertible Debentures - Unquoted fully paid up						
Series (A) - 0% Redeemable Optionally Fully Convertible Debentures of Sun Infrastructures Private Limited	151,000	1000	-	151,000	1,000	-
c) 0% Optionally Fully Convertible Debentures - Unquoted partly paid up						
Series (B) - 0% Redeemable Optionally Fully Convertible Debentures of Sun Infrastructures Private Limited (Partly paid up ₹586/-each)	23,500	1000	-	23,500	1,000	-
Total Equity Instruments at amortised cost			-			-
Total Current Investments			10,655.11			2,217.95
Aggregate amount of quoted investments and market value thereof			-			-
Aggregate amount of unquoted investments			10,655.11			2,217.95

### Note 12 - Trade receivables

(₹ In Lakh)

Particulars	As at	As at
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
<b>Unsecured, considered good</b>		
Trade Receivable considered good - Secured	-	-
Trade Receivable considered good - Unsecured (Refer Note no. 12.1)	5,119.53	6,285.43
<b>Total</b>	<b>5,119.53</b>	<b>6,285.43</b>

### Note 12.1 - Trade Receivable aging schedule

(₹ In Lakh)

Particulars	Not Due	Outstanding from due date of Payment as on 31 <sup>st</sup> March, 2023					Total
		Less than 6 months	6 months - 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	
Undisputed Trade Receivable-considered Good	4,758.88	359.97	0.20	0.48	-	-	5,119.53
<b>Total</b>	<b>4,758.88</b>	<b>359.97</b>	<b>0.20</b>	<b>0.48</b>	<b>-</b>	<b>-</b>	<b>5,119.53</b>

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

Particulars	Not Due	Outstanding from due date of Payment as on 31st March, 2022					Total
		Less than 6 months	6 months - 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	
Undisputed Trade Receivable-considered Good	6,157.54	103.16	24.65	0.08	-	-	6,285.43
<b>Total</b>	<b>6,157.54</b>	<b>103.16</b>	<b>24.65</b>	<b>0.08</b>	<b>-</b>	<b>-</b>	<b>6,285.43</b>

## Note 13 - Cash and Cash Equivalents

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Cash and Cash Equivalents</b>		
Balances with Banks in Current Accounts	358.00	629.32
<b>Total</b>	<b>358.00</b>	<b>629.32</b>

13.1 For the purpose of the Statement of Cash flow, Cash and Cash equivalents comprise as follow:

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Balances with Banks in Current Accounts	358.00	629.32
	358.00	629.32
Less: Working Capital Loan from Bank repayable on Demand	151.17	-
	<b>206.83</b>	<b>629.32</b>

## Note 14 - Bank Balance other than Cash and Cash Equivalents

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Other Bank Balances - Earmarked</b>		
Unpaid Dividend Accounts	39.55	42.87
<b>Total</b>	<b>39.55</b>	<b>42.87</b>

## Note 15 - Current financial assets - Loans

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Unsecured, considered good		
Loan to Employees	3.85	3.42
<b>Total</b>	<b>3.85</b>	<b>3.42</b>

## Note 16 - Other current financial assets

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Unsecured, considered good</b>		
Other Advances	642.55	147.17
<b>Total</b>	<b>642.55</b>	<b>147.17</b>

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

16.1 Other Advances mainly includes Claims & Discount receivables from various parties and other receivable etc.

### Note 17 - Other current assets

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Unsecured, considered good</b>		
Export Incentive Receivable	14.86	15.64
Balance with GST Authorities	14.47	27.78
Other Advances	722.46	1,011.33
<b>Total</b>	<b>751.79</b>	<b>1,054.75</b>

17.1 Other Advances mainly includes Advance to Suppliers, Export Incentive Licences, Income tax refund receivables and GST refund receivables etc.

### Note 18 - Assets Held for Sale

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Land	17.64	-
Building	4.33	5.77
Plant & Equipment	263.81	384.33
Investment Properties	149.05	149.05
<b>Total</b>	<b>434.83</b>	<b>539.15</b>

18.1 The Company has decided to sell and / or discard above mentioned assets and accordingly, these assets are classified as assets held for sale and are carried at estimated net realisable value as determined by the management. The expected sales are within 12 months.

### Note 19 (a) - Equity share capital

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Authorised:</b>		
45,00,00,000 Equity Shares of ₹ 1 each (45,00,00,000 Equity Shares of ₹1 each as at 31 <sup>st</sup> March, 2022)	4,500.00	4,500.00
1,50,00,000 1% Non-Cumulative, Non-Participating Redeemable Preference Shares (1,50,00,000 1% Non-Cumulative, Non-Participating Redeemable Preference Shares of ₹1 each as at 31 <sup>st</sup> March, 2022)	150.00	150.00
3,50,00,000 Unclassified Shares of ₹ 1 each (3,50,00,000 Unclassified Shares of ₹1 each as at 31 <sup>st</sup> March, 2022)	350.00	350.00
<b>TOTAL</b>	<b>5,000.00</b>	<b>5,000.00</b>
<b>Issued and Subscribed:</b>		
17,84,94,010 Equity Shares of ₹ 1 each (17,84,94,010 Equity Shares of ₹1 each as at 31 <sup>st</sup> March, 2022)	1,784.94	1,784.94
<b>TOTAL</b>	<b>1,784.94</b>	<b>1,784.94</b>



NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Paid-Up:</b>		
17,84,49,410 Equity Shares of ₹ 1 each fully paid up (17,84,49,410 Equity Shares of ₹1 each as at 31 <sup>st</sup> March, 2022)	1,784.49	1,784.49
Add: Forfeited Shares (Amount originally paid on 4,460 (4,460) shares of ₹ 10 each)	0.22	0.22
<b>TOTAL</b>	<b>1,784.71</b>	<b>1,784.71</b>

19(a).1 Reconciliation of number of Equity Shares outstanding at the beginning and at the end of the year:

Particulars	2022-23		2021-22	
	(In Nos.)	(₹ In Lakh)	(In Nos.)	(₹ In Lakh)
Shares outstanding at the beginning of the year	17,84,49,410	1,784.49	17,84,49,410	1,784.49
Shares outstanding at the end of the year	17,84,49,410	1,784.49	17,84,49,410	1,784.49

19(a). 2 The terms / rights attached to the Equity Shares:

The holder of equity shares of ₹ 1 each is entitled to one vote per share. The equity shareholders are entitled to dividend only if dividend in a particular financial year is recommended by the Board of Directors and approved by the members at the annual general meeting of that year. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by share holders.

19(a). 3 Details of shares in the Company held by each shareholder holding more than 5% shares:

Name of Shareholder	As at 31st March 2023		As at 31st March 2022	
	Number of Shares held	% of Holding	Number of Shares held	% of Holding
<b>Equity Shares:</b>				
Harsh Jain	23,253,153	13.03	2,32,53,153	13.03
Sushma Jain	16,130,740	9.04	1,61,30,740	9.04
Ruchi Jain Hanasoge	21,946,966	12.30	21,273,120	11.92
Gaurav Jain	18,213,394	10.21	18,213,394	10.21
NK Trust	10,887,095	6.10	10,527,100	5.90
Ankit Jain	21,746,967	12.19	21,720,813	12.17

19(a).4 Forfeited shares (Amount originally paid up):

Particulars	(₹ In Lakh)	
	2022-23	2021-22
44,600 (Previous Year 44,600) Equity Shares of ₹ 1 each (Originally 4,460 Equity Shares of ₹ 10/- each)	0.22	0.22

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

### 19(a).5 Details of shares held by promoters in the Company:

Name of Shareholder	As at 31 <sup>st</sup> March, 2023		As at 31 <sup>st</sup> March, 2022	
	Number of Shares held	% of Holding	Number of Shares held	% of Holding
Satyapal Jaikumar Jain	100	0.00	100	0.00
Anand Jain	3,610,240	2.02	3,610,240	2.02
Virendra Jain	100	0.00	100	0.00
Laxmi Jain	100	0.00	100	0.00
Sushma Jain	16,130,740	9.04	16,130,740	9.04
Rina Jain	100	0.00	100	0.00
Gaurav Jain	18,213,394	10.21	18,213,394	10.21
Harsh Jain	23,253,153	13.03	23,253,153	13.03
Ankit Jain	21,746,967	12.19	21,720,813	12.17
Ruchi Jain Hanasoge	21,946,966	12.30	21,273,120	11.92
Hide N Chic Furniture Pvt. Ltd.	200,000	0.11	200,000	0.11
Kasturi Trading Co. Pvt. Ltd.	200,000	0.11	200,000	0.11
Pet Fibres Ltd.	200,000	0.11	200,000	0.11
Richmond Traders Pvt. Ltd.	200,000	0.11	200,000	0.11
Ridhi Synthetics Ltd.	100,000	0.06	100,000	0.06
Somerset Trading Pvt. Ltd.	200,000	0.11	200,000	0.11
Sparsh Trading Pvt.	200,000	0.11	200,000	0.11
LJNK TRUST	6,671,823	3.74	6,671,823	3.74
Mega Trust	7,921,617	4.44	7,581,617	4.25
NK TRUST	10,887,095	6.10	10,527,100	5.90

### Note 19 (b) - Other equity

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Capital reserve</b>		
<b>Opening balance</b>	92.17	92.17
Transaction during the year	-	-
<b>Closing balance</b>	<u>92.17</u>	<u>92.17</u>

Nature and Purpose - The Reserve was created pursuant to scheme of the merger of Comet Steels Ltd and Sipta Coated Steels Ltd with Jai Corp Ltd. The reserve will be utilized in the compliance with the provisions of the Company's Act, 2013.

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Capital redemption reserve</b>		
<b>Opening balance</b>	150.00	144.72
Transaction during the year -		
Transfer from general reserve on account of redemption of preference shares	-	5.28
<b>Closing balance</b>	<u>150.00</u>	<u>150.00</u>

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023**

Nature and Purpose - The reserve was created upon the redemption of preference shares and will be utilised with the compliance of the provisions of the Company's Act, 2013.

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Securities premium reserve</b>		
Opening balance	43,348.95	43,348.95
Transaction during the year	-	-
<b>Closing balance</b>	<u>43,348.95</u>	<u>43,348.95</u>

Nature and Purpose - Securities premium was created when shares are issued at premium. The reserve will be utilised in accordance with the provisions of the Companies Act, 2013.

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>General reserve</b>		
Opening balance	19,812.42	19,817.70
Transaction during the year -		
Transfer to capital redemption reserve	-	(5.28)
<b>Closing balance</b>	<u>19,812.42</u>	<u>19,812.42</u>

Nature and Purpose - General Reserve is created from time to time by way of transfer of profits from retained earnings for appropriation purpose. This reserve is a distributable reserve.

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Retained earnings</b>		
Opening balance	50,129.14	44,949.43
Transaction during the year -		
Net profit / (loss) for the year	348.30	5,420.56
Dividends Paid	(892.25)	(240.85)
<b>Closing balance</b>	<u>49,585.20</u>	<u>50,129.14</u>

Nature and Purpose - Retained earnings represents the accumulated profits / losses made by the Company over the years.

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>FVOCI - Equity instruments</b>		
Opening balance	(4,141.52)	(4,148.55)
Transaction during the year -		
Fair value gains and losses on restatement to fair value on reporting date	(236.44)	7.03
<b>Closing balance</b>	<u>(4,377.96)</u>	<u>(4,141.52)</u>

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

Nature and Purpose - The company has elected to recognise changes in the fair value of certain investments in equity instruments in other comprehensive income.

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Remeasurements of defined benefit plans</b>		
<b>Opening balance</b>	277.09	246.90
Transaction during the year -		
Actuarial gains	15.63	40.34
Deferred tax	(3.93)	(10.15)
<b>Closing balance</b>	<u>288.79</u>	<u>277.09</u>

Nature and purpose - Other comprehensive income also comprises of re-measurements of defined benefit obligations.

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Equity component of preference shares issued</b>		
Opening balance	23,571.66	23,772.67
Transaction during the year -		
Term Extension of Preference Shares	-	319.44
Deferred tax on above	-	(79.77)
Early Redemption of Preference Shares	-	(440.68)
<b>Closing balance</b>	<u>23,571.66</u>	<u>23,571.66</u>

**Nature and purpose** - The difference between the fair value of preference shares on the date of issue / modification and the transaction price is recognised as a deemed equity component by the promoters.

**Estimation of fair value** - For computation of the below fair value benefit, the Company has estimated the fair value of the financial liability on the date of issue / modification by considering comparable market interest rates adjusted to the facts and circumstances relevant to the Company.

Total other equity as at 31 <sup>st</sup> March, 2023		(₹ In Lakh)
31 <sup>st</sup> March 2022		133,239.92
31 <sup>st</sup> March 2023		132,471.23

### Note 20 - Deferred tax liabilities

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Deferred tax liabilities</b>		
Related to Property, plant and Equipments	1,590.10	1,655.32
Taxable temporary differences on financial assets measured at FVTPL	61.46	40.07
<b>Deferred tax assets</b>		
Disallowance Under the Income-tax Act, 1961	28.13	22.82
<b>Net deferred tax liability</b>	<u>1,623.43</u>	<u>1,672.57</u>

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

## 20.1 Movement in Deferred Tax Liabilities

(₹ In Lakh)

Particulars	PPE	Pref. Share Liab	Financial assets measured at FVTPL	Disallowance under the Income Tax Act	Total
As at 1 <sup>st</sup> April, 2021	1,658.13	81.18	-	(28.08)	1,711.24
Charged/(Credited)					
- to Profit & Loss	(2.81)	(81.18)	40.07	(4.89)	(48.82)
- to Other Comprehensive Income	-	-	-	10.15	10.15
As at 31 <sup>st</sup> March, 2022	1,655.32	-	40.07	(22.82)	1,672.57
Charged/(Credited)					
- to Profit & Loss	(65.22)	-	21.39	(9.24)	(53.07)
- to Other Comprehensive Income	-	-	-	3.93	3.93
<b>As at 31<sup>st</sup> March, 2023</b>	<b>1,590.10</b>	<b>-</b>	<b>61.46</b>	<b>(28.13)</b>	<b>1,623.43</b>

## 20.2 Unrecognised deferred tax assets:

## a) On Deductible temporary differences -

Deferred tax assets are not recognised for certain deductible temporary differences arising on fair valuation of investments to the extent of ₹ 45,573.83 Lakh ( 31<sup>st</sup> March 2022 - ₹ 42,250.27 Lakh) because it is not probable that future taxable profits will be available against which these deductible temporary differences can be utilised.

## Note 21 - Current financial liabilities - Borrowings

(₹ In Lakh)

Particulars	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Secured Loans</b>		
Working Capital Loans from Banks repayable on Demand (refer note 21.1 below)	151.17	-
<b>Total</b>	<b>151.17</b>	<b>-</b>

21.1. ₹ 151.17 Lakh (Previous year ₹ Nil as at 31<sup>st</sup> March, 2022) is secured against pledge of fixed deposits with a bank.

## Note 22 - Trade payables

(₹ In Lakh)

Particulars	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Micro, Small and Medium Enterprises	9.59	-
Others	412.56	657.72
<b>Total</b>	<b>422.15</b>	<b>657.72</b>

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

22.1 Micro, Small and Medium Enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED 2006) have been determined based on the information as available with the Company and the details of amount outstanding due to them are as given below:

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
a) Principal amount and Interest due thereon remaining unpaid to any supplier at the end of each accounting year.	9.59	-
b) the amount of interest paid by the buyer in terms of section 16 of the MSMED 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
c) the amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED 2006.	-	-
d) the amount of Interest accrued and remaining unpaid at the end of each accounting year; and	-	-
e) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of MSMED 2006.	-	-

### Note 22.2 - Trade Payable aging schedule

Particulars	Not Due	Outstanding from due date of Payment as on 31 <sup>st</sup> March, 2023				Total
		Less than 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	
Micro, Small and Medium Enterprises	9.59	-	-	-	-	9.59
Others	411.87	0.69	-	-	-	412.56
<b>Total</b>	<b>421.46</b>	<b>0.69</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>422.15</b>

(₹ In Lakh)

Particulars	Not Due	Outstanding from due date of Payment as on 31 <sup>st</sup> March, 2022				Total
		Less than 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	
Micro, Small and Medium Enterprises	-	-	-	-	-	-
Others	190.45	467.19	0.08	-	-	657.72
<b>Total</b>	<b>190.45</b>	<b>467.19</b>	<b>0.08</b>	<b>-</b>	<b>-</b>	<b>657.72</b>

### Note 23 - Other Current Financial Liabilities

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Unpaid Dividends	39.55	42.87
Unclaimed for Scheme of Arrangement	38.76	38.76
Creditors for Capital Expenditure	-	2.90
<b>Other Payables</b>		
Others	994.16	1,045.08
<b>Total</b>	<b>1,072.47</b>	<b>1,129.61</b>

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

23.1 Unclaimed dividends does not include amount, due and outstanding, to be credited to Investor Education and Protection Fund.

23.2 Others Includes Liability for expenses etc.

**Note 24 - Other current liabilities**

(₹ In Lakh)

Particulars	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Advances from Customers	6.29	549.90
Statutory Dues	239.51	297.84
Others	-	0.68
<b>Total</b>	<b>245.80</b>	<b>848.42</b>

**Note 25 - Provisions - Current**

(₹ In Lakh)

Particulars	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Provision for employee benefits</b>		
Gratuity (Funded) (Refer Note No. 43)	24.03	2.71
Leave Encashment	87.72	87.97
<b>Total</b>	<b>111.75</b>	<b>90.68</b>

**Note 26 - Revenue from operations**

(₹ In Lakh)

Particulars	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
Sale of Products	57,346.16	71,396.38
Traded Goods	1,543.39	217.27
Sale of Services	137.57	-
Other Operating Revenue	0.01	0.29
<b>Total</b>	<b>59,027.13</b>	<b>71,613.94</b>

**26.1 Revenue disaggregation based on Geography**

(₹ In Lakh)

Particulars	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
Domestic	51,950.50	61,539.07
Exports	7,076.63	10,074.87
Revenue From Operations	<b>59,027.13</b>	<b>71,613.94</b>

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

### 26.2 Revenue by business segments:

(₹ In Lakh)		
Particulars	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
Plastic Processing	56,534.81	64,468.80
Steel	2,492.32	7,145.14
	<u>59,027.13</u>	<u>71,613.94</u>

### 26.3 Reconciliation of Revenue from Operation with contract price:

(₹ In Lakh)		
Particulars	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
Contract Price	59,898.14	71,888.25
Reduction towards variables considerations components	(871.01)	(274.31)
	<u>59,027.13</u>	<u>71,613.94</u>

### Note 27 - Other income

(₹ In Lakh)		
Particulars	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
<b>Interest Income from Financial Assets measured at amortised cost</b>		
From Fixed Deposits	4.25	4.56
From Others	12.83	14.98
Profit on Sale of Investments (Net)		
From Non-current investments	284.82	-
From Current Investments	361.83	67.67
Rent Income	1.54	2.28
Profit on Sale of Plant, Property and Equipments (Net)	90.67	157.24
Net Gain on Foreign Currency Transactions and Translation	45.81	12.27
Export Incentive	-	2.11
Miscellaneous Income	92.67	77.09
Fair value changes (net) on financial assets classified as fair value through profit and loss	85.00	159.19
<b>Total</b>	<u>979.42</u>	<u>497.39</u>

### Note 28 - Cost of materials consumed

(₹ In Lakh)		
Particulars	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
Opening Stock of Raw Material	2,900.69	4,857.96
Less: Cost of Raw Material Sold	1,537.26	187.26
Add: Purchases	40,262.15	51,450.73
	<u>41,625.58</u>	<u>56,121.43</u>
Less: Closing Stock of Raw Material	1,236.18	2,900.69
<b>Cost of Materials consumed</b>	<u>40,389.40</u>	<u>53,220.74</u>



NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

## Note 29 - Changes in Inventories of Finished Goods, Work-in-progress and Stock-in-Trade

(₹ In Lakh)

Particulars	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
<b>At the end of the Year</b>		
Finished Goods	2,945.86	2,859.84
Work-in-Progress	956.09	1,784.33
Scrap	5.23	123.12
	<u>3,907.18</u>	<u>4,767.29</u>
<b>At the beginning of the Year</b>		
Finished Goods	2,859.84	2,899.93
Work-in-Progress	1,784.33	1,559.99
Scrap	123.12	43.10
	<u>4,767.29</u>	<u>4,503.02</u>
<b>Changes in Inventories of Finished Goods, Work-in-progress and Stock-in-Trade</b>	<u>860.11</u>	<u>(264.27)</u>

## Note 30 - Employee benefits expense

(₹ In Lakh)

Particulars	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
Salaries, Wages and Perquisites	3,709.87	4,159.80
Contribution to Provident, Gratuity and Other Funds (Refer Note No. 43)	261.31	262.18
Staff Welfare Expenses	27.12	30.53
<b>Total</b>	<u>3,998.30</u>	<u>4,452.51</u>

## Note 31 - Finance costs

(₹ In Lakh)

Particulars	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
Interest expense on redeemable preference shares measured at amortized cost	-	334.99
Interest on Other	0.45	0.02
<b>Total</b>	<u>0.45</u>	<u>335.01</u>

## Note 32 - Other expenses

(₹ In Lakh)

Particulars	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
Stores, Spare parts and Packing Materials Consumed	1,058.09	1,534.03
Power and Fuel	2,161.41	2,081.93
Job Work Charges	11.56	23.28
Repairs to Machinery	68.74	171.13
Repairs to Buildings	40.54	98.38
Advertisement, Publicity and Sales Promotion Expenses	33.04	23.11
Brokerage and Commission	294.38	452.44

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

(₹ In Lakh)

Particulars	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
Freight Outward, Handling charges and Octroi (Net)	609.88	848.88
Payment to Auditors (Refer Note No. 32.1 below)	36.57	24.30
Rent	79.00	78.97
Rates and Taxes	64.74	83.53
Repairs & Maintenance - Others	8.08	7.24
Insurance	121.94	124.51
Legal, Professional and Consultancy Charges	226.19	298.32
Travelling and Conveyance	38.90	54.03
Directors' Sitting Fees	7.65	7.60
Donations (Refer Note No. 32.3 below)	-	51.50
Bank Charges	13.93	14.15
Loss on Sale of Export License	-	16.10
Prov. For Impairment of Investments	-	177.00
Bad Debts	0.01	-
Sundry Balances Written Off (Net)	10.45	12.13
Corporate Social Responsibilities Expenditure	103.42	102.23
Miscellaneous Expenses	106.11	133.87
<b>Total</b>	<b>5,094.63</b>	<b>6,418.66</b>

### 32.1 Payment to Auditors

(₹ In Lakh)

Particulars	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
Audit Fees	18.00	18.00
Tax Audit Fees	12.00	-
Certification Charges	6.00	6.00
Reimbursement of Expenses	0.57	0.30
<b>Total</b>	<b>36.57</b>	<b>24.30</b>

### 32.2 Notes related to Corporate Social Responsibility expenditure

- CSR amount required to be spent as per Section 135 of the Companies Act, 2013 read with Schedule VII thereof by the company during the year is ₹ **102.31 Lakh** (Previous Year ₹ 101.24 Lakh)
- Expenditure related to Corporate Social Responsibility is ₹ **103.42 Lakh** (Previous Year ₹ 102.23 Lakh).

(₹ In Lakh)

Particulars	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
Education	81.35	69.65
Safe Drinking Water	3.10	1.74
Health	2.76	14.12
Rural Transformation	11.21	-
Others	5.00	16.72
	<b>103.42</b>	<b>102.23</b>

32.3 Amount Includes ₹ 50 Lakh given to a Political Party during the previous year.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023**Note 33 - Exceptional Items**

In earlier years, the Company had given capital advances amounting to ₹ 11,153.49 Lakh towards acquisition of certain properties to a real estate Developer. The Developer failed to deliver the properties at the agreed timelines and the advances are past due for repayment for a long time. In view of the above, during the year ended 31<sup>st</sup> March, 2023, the Company has filed an application before the NCLT under Section 7(3)(a) of Insolvency and Bankruptcy Code 2016 towards the recovery of the above amount along with interest. Based on the management's best estimates depending on the status of the projects a provision of ₹ 5,077.58 Lakh has been made in the above result and disclosed as an exceptional item.

**Note 34 - Tax expense**

(₹ In Lakh)		
Particulars	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
<b>Current tax expense</b>		
<b>Current tax for the year</b>		
- Continuing Operations	1,858.07	1,621.59
- Discontinuing Operations	15.96	(7.77)
	<b>1,874.03</b>	<b>1,613.82</b>
<b>Deferred tax expenses</b>		
<b>Change in deferred tax liabilities</b>		
- Continuing Operations	(35.93)	(168.69)
- Discontinuing Operations	(17.14)	40.09
	<b>(53.07)</b>	<b>(128.60)</b>
<b>Total</b>	<b>1,820.96</b>	<b>1,485.22</b>

**Note 34.1 - Tax reconciliation (for profit and loss)**

(₹ In Lakh)		
Particulars	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
<b>Profit before income tax expense from Continuing and Discontinuing Operation</b>	2,169.27	6,905.78
Income Tax @ 25.168%	545.96	1,738.05
Related to Property, Plant and Equipment	6.71	10.84
Expenses not allowed	1,340.51	84.17
Fair Valuation of Financial Assets and liabilities (including Impairment and Write Off)	(72.37)	(347.82)
Others	0.15	(0.03)
<b>Income tax expense</b>	<b>1,820.96</b>	<b>1,485.22</b>

**Note 35 - Other comprehensive income**

(₹ In Lakh)		
Particulars	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
<b>(i) Items that will not be reclassified to profit or loss</b>		
Actuarial gains on defined benefit obligations	15.63	40.34
Deferred taxes credits on actuarial gains	(3.93)	(10.15)
Fair value changes (net) on financial assets classified as fair value through other comprehensive income	(236.44)	7.03

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

(₹ In Lakh)

Particulars	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
Income Tax impact on the above	-	-
Total items that will not be reclassified to profit and loss	(220.81)	47.37
Income taxes	(3.93)	(10.15)
<b>Total</b>	<b>(224.74)</b>	<b>37.22</b>

### Note 36 - Fair value measurements

#### Financial instruments by category:

(₹ In Lakh)

Particulars	As at 31 <sup>st</sup> March, 2023			As at 31 <sup>st</sup> March, 2022		
	FVOCI	FVTPL	Amortised cost	FVOCI	FVTPL	Amortised cost
<b>Financial assets (other than investment in subsidiaries and associates)</b>						
<b>Non current assets</b>						
Investments in Unquoted Equity Shares	27,357.60	-	-	27,532.77	-	-
Investments in units	-	-	-	-	741.63	-
Investment in FCCD's	98.29	-	-	159.56	-	-
Non-current loans	-	-	6.47	-	-	10.55
Other non-current financial assets	-	-	891.01	-	-	366.75
<b>Current assets</b>						
Investment in mutual funds	-	10,655.11	-	-	2,217.95	-
Trade receivables	-	-	5,119.53	-	-	6,285.43
Cash & Cash Equivalents	-	-	358.00	-	-	629.32
Other bank balances	-	-	39.55	-	-	42.87
Current loans	-	-	3.85	-	-	3.42
Other current financial assets	-	-	642.55	-	-	147.17
<b>Total financial assets</b>	<b>27,455.88</b>	<b>10,655.11</b>	<b>7,060.96</b>	<b>27,692.32</b>	<b>2,959.59</b>	<b>7,485.51</b>
<b>Financial liabilities</b>						
<b>Current liabilities</b>						
Current borrowings	-	-	151.17	-	-	-
Trade payables	-	-	422.15	-	-	657.72
Other financial liabilities	-	-	1,072.47	-	-	1,129.61
<b>Total financial liabilities</b>	<b>-</b>	<b>-</b>	<b>1,645.79</b>	<b>-</b>	<b>-</b>	<b>1,787.33</b>

#### Fair value hierarchy

The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023**

**Level 1:** Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments that have quoted price and financial instruments like Mutual Funds for which NAV is published by Mutual Fund Operator. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting period and Mutual Fund are valued using the Closing NAV.

**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. Instruments in level 3 category for the company include unquoted equity shares and FCCDs and unquoted units of venture capital funds.

**Financial assets and liabilities measured at fair value at each reporting date**

(₹ In Lakh)

	As at 31 <sup>st</sup> March, 2023			As at 31 <sup>st</sup> March, 2022		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
<b>Financial assets (other than investment in subsidiaries and associates)</b>						
<b>Financial assets measured at FVOCI</b>						
Investments in Unquoted Equity Shares (including assets held for sale)	-	-	27,357.60	-	-	27,532.77
Investment in FCCD's	-	-	98.29	-	-	159.56
<b>Total</b>	<b>-</b>	<b>-</b>	<b>27,455.88</b>	<b>-</b>	<b>-</b>	<b>27,692.32</b>
<b>Financial assets measured at FVTPL</b>						
Investments in units	-	-	-	-	-	741.63
Investment in units of Mutual funds	10,655.11	-	-	2,217.95	-	-
<b>Total</b>	<b>10,655.11</b>	<b>-</b>	<b>-</b>	<b>2,217.95</b>	<b>-</b>	<b>741.63</b>

**Fair value for assets measured at amortised cost**

(₹ In Lakh)

	As at 31 <sup>st</sup> March, 2023				As at 31 <sup>st</sup> March, 2022			
	Level 1	Level 2	Level 3	Carrying amount	Level 1	Level 2	Level 3	Carrying amount
<b>Financial assets</b>								
Other non-current financial assets	-	890.94	-	891.01	-	366.78	-	366.75
Non-current loans - Loans to employees	-	-	6.47	6.47	-	10.55	-	10.55
Current loans - Loans to employees	-	-	3.85	3.85	-	3.42	-	3.42
<b>Financial liabilities</b>								
Current Borrowings	-	-	-	-	-	-	-	-

During the years mentioned above, there have been no transfers amongst the levels of hierarchy.

The carrying amounts of trade receivables, cash and cash equivalents, and other bank balances, current loans, other current financial assets, current borrowings, trade payables and other financial liabilities are considered to be approximately equal to the fair value.

The fair values disclosed above are based on discounted cash flows using a current borrowing rate. They are classified as level 3 fair values in the fair value hierarchy due to the use of unobservable inputs.

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

### Valuation process

The Company evaluates the fair value of financial assets and financial liabilities on periodic basis using the best and most relevant data available. Also, the Company internally evaluates the valuation process and obtains independent price validation for certain instruments wherever necessary

### Valuation techniques used to determine fair value and significant estimates and judgements made in:

Significant valuation techniques used to value financial instruments include:

- Investment in units, equity instruments and FCCD's are fair valued using the discounted cash flow method or market comparison method or cost approach as appropriate.

### Changes in fair values for items measured at level 3 as per the hierarchy

	Unquoted equity shares	FCCD's	Units
			(₹ In Lakh)
<b>As at 1st April 2021</b>	<b>27,521.84</b>	<b>163.45</b>	<b>852.54</b>
Reduction in paid up value	-	-	(266.67)
Unrealized Gains/ (losses) recognised in Profit and loss		-	155.76
Unrealized Gains/ (losses) recognised in OCI	10.93	(3.89)	-
<b>As at 31st March 2022</b>	<b>27,532.77</b>	<b>159.56</b>	<b>741.63</b>
Reduction in paid up value	-	-	(76.19)
Sale proceeds	-	-	(892.49)
Realized Gains/ (losses) recognised in Profit and loss	-	-	227.05
Unrealized Gains/ (losses) recognised in OCI	(175.18)	(61.27)	-
<b>As at 31st March 2023</b>	<b>27,357.60</b>	<b>98.29</b>	<b>-</b>

### Valuation inputs for fair values of items in level 3 and their relationships to fair value

Fair valuation of Investments in units and unquoted equity shares and FCCD's are classified as level 3 in the fair value hierarchy because of the unobservable inputs / significant adjustments to observable inputs used to determine the fair value. These investments are mainly into the real estate sector. The valuation methodologies include discounted cash flow method, comparable market price method, as appropriate. The significant unobservable inputs / significantly adjusted observable inputs used in the valuation include prevailing discount rates, market value of land parcels, cost of projects, expected sales consideration etc. A change upto +/- 10% in these inputs will impact Other comprehensive income before tax by ₹ (33.61)/24.16 Lakh for the year ended 31<sup>st</sup> March, 2023. The profit for the year would be impacted as a result of gains / losses on investments classified as at fair value through profit or loss, i.e. units. Other comprehensive income would be impacted as a result of gain / losses on investments classified as at fair value through other comprehensive income, i.e. unquoted equity shares and FCCD's.

## 37 Financial risk management

The Company is exposed to credit risk, liquidity risk and Market risk.

### A Credit risk

Credit risk arises from cash and bank balances, current and non-current loans, trade receivables and other financial assets measured at amortised cost.

#### Credit risk management

Credit risk arises from the possibility that counter party may not be able to settle their obligations as agreed. The Company is exposed to credit risk from bank balances, security deposits, investments measured at amortised cost, trade receivables, Loan to Employees and other current financial assets.

The Company periodically assesses the financial reliability of the counter party, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of accounts receivable. Investments at Amortised Cost are strategic investments in associated lines of business activity, the company closely monitors the performance of these Companies. Bank deposits are placed with reputed banks / financial institutions. Hence, there is no significant credit risk on such fixed deposits.

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

Other Deposits as place with Government authorities hence the risk of credit loss is negligible.

Trade Receivable: The Company trades with recognized and credit worthy third parties. It is the Company's policy that all customers who wish to trade on credit terms are subject to credit verification procedures. In addition, receivable balances are monitored on an on-going basis with the result that the Company's exposure to bad debts is not significant. Also the Company does not enter into sales transaction with customers having credit loss history. There are no significant credit risks with related parties of the Company. The Company is exposed to credit risk in the event of non-payment by customers. Also credit risk in some of cases are mitigated by letter of credit/Advances from the customer.

The history of trade receivables shows a negligible allowance for bad and doubtful debts.

Credit risk arising from loans to employees are mitigated by structuring the repayment of loans.

### B Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price. For the Company, liquidity risk arises from obligations on account of financial liabilities – borrowings, trade payables and other financial liabilities.

#### Liquidity risk management

The Company manages its liquidity risk by regularly monitoring its rolling cash flow forecasts. The Company's operations provide a natural liquidity of receivables against payments due to creditors. Receipts exceeding the amount of payables to creditors are invested in liquid assets like mutual funds. Borrowings are managed through credit facilities agreed with the Banks, internal accruals and realisation of liquid assets. In the event of cash shortfalls, the company approaches the lenders for a suitable term extension.

#### Maturities of non – derivative financial liabilities

As at 31 <sup>st</sup> March, 2023					(₹ In Lakh)
Particulars	Less than 6 months	6 months to 1 year	Between 1 and 5 years	Beyond 5 years	Total
Current borrowings	151.17	-	-	-	151.17
Trade payables	422.15	-	-	-	422.15
Other current financial liabilities	1,072.47	-	-	-	1,072.47
<b>Total</b>	<b>1,645.79</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1,645.79</b>

As at 31 <sup>st</sup> March, 2022					(₹ In Lakh)
Particulars	Less than 6 months	6 months to 1 year	Between 1 and 5 years	Beyond 5 years	Total
Trade payables	657.72	-	-	-	657.72
Other current financial liabilities	1,129.61	-	-	-	1,129.61
<b>Total</b>	<b>1,787.33</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1,787.33</b>

### C Market risk

#### Foreign currency risk

The Company is exposed to foreign exchange risk arising from foreign currency receivables and payables. The foreign currency exposures are to USD.

#### Foreign currency risk management

Considering the time duration of exposures, the Company believes that there will be no significant impact on account of fluctuation in exchange rates.

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

(₹ In Lakh)

Particulars	Financial assets	Financial liabilities	Net Exposure - Assets/(Liability)
	Trade receivables	Trade payables	
<b>31<sup>st</sup> March, 2023</b>			
USD	192,579.80	7,882.00	184,697.80
INR	158.33	6.48	151.85
<b>TOTAL INR</b>	<b>158.33</b>	<b>6.48</b>	<b>144.58</b>
<b>31<sup>st</sup> March, 2022</b>			
USD	243,782.80	40,447.31	203,335.49
INR	184.80	30.66	154.14
<b>TOTAL INR</b>	<b>184.80</b>	<b>30.66</b>	<b>154.14</b>

### Sensitivity to foreign currency risk

(₹ In Lakh)

Particulars	Impact on statement of profit and loss (Before tax) for the year ending Profit/(Loss)	
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
	<b>USD sensitivity</b>	
INR / USD		
Increase by 1%	1.52	1.54
Decrease by 1%	(1.52)	(1.54)

### Price risk

The company holds investments in units, equity instruments and mutual funds. The Company's exposure to equity security's price risks arises from these investments held by the Company and classified in the balance sheet either as fair value through OCI or at fair value through profit or loss.

### Price risk management :-

The company evaluates the performance of its investments on a periodic basis. Also, the investments have been placed for a long term objective and any deterioration for a temporary period is not taken into account while evaluating the performance of its investments. Majority of the investments are placed for strategic management purposes.

### Sensitivity for quoted Investments

(₹ In Lakh)

	Impact on profit/(loss) (Before Tax)		Impact on other components of equity	
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Increase in price by1%	106.55	22.18	-	-
Decrease in price by1%	(106.55)	(22.18)	-	-

Profit for the year would increase/ decrease as a result of gains/ losses on investments classified as at fair value through profit or loss. Other components of equity would increase/ decrease as a result of equity securities classified as at fair value through other comprehensive income.

Please refer Sensivity impact of significant unobservable inputs for level 3 Fair value management in Note No. 36. These represents the price risk since the price will vary basis the significant inputs.

## 38 Capital Management

### 38.1 Risk management :-

For the purpose of Company's capital management, capital includes issued capital, all other equity reserves and debts. The primary objective of the Company's capital management is to maximise shareholders value. The Company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants.



## NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

The Company monitors capital using gearing ratio, which is net debt divided by total capital (equity plus net debt). Net debt are non-current and current debts as reduced by cash and cash equivalents, other bank balances. Equity comprises all components including other comprehensive income.

The capital composition is as follows:

(₹ In Lakh)

Particulars	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Total debts	151.17	-
Less: Cash and Cash Equivalents	358.00	629.32
Net Debts	(206.83)	(629.32)
Total equity	134,255.94	135,024.63
Total Capital (Net Debt plus Total Equity)	134,049.11	134,395.31
Net Debt Equity Ratio	-	-

### 38.2 Dividend paid and Proposed dividend

(₹ in Lakh)

Particulars	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
<b>a Equity dividend</b>		
Final dividend for the year ended 31 <sup>st</sup> March 2022 of ₹ 0.50 (31 <sup>st</sup> March 2021 - ₹ 0.50) per fully paid share	892.25	240.84
<b>b Preference dividend</b>		
Final dividend for the year ended 31 <sup>st</sup> March 2022 of ₹ Nil (31 <sup>st</sup> March 2021 - ₹ 0.01) per fully paid share	-	0.02
<b>c Dividends not recognised at the end of the reporting period</b>		
In addition to the above dividends, since year end the directors have recommended the payment of a final dividend of ₹ 0.50 (31 <sup>st</sup> March 2022 - ₹ 0.50) per fully paid equity share. This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting.	892.25	892.25

### 39. Investments in subsidiaries, associates and joint ventures:

Sr. No.	Subsidiary / associate / joint venture	Name of the Subsidiary / associate / joint venture	Principal place of business and country of incorporation	Proportion of ownership interest 31 <sup>st</sup> March, 2023	Proportion of ownership interest 31 <sup>st</sup> March, 2022	Principal Activities
1	Subsidiary	Urban Infrastructure Venture Capital Ltd.	India	100%	100%	Investment Management
2	Subsidiary	Urban Infrastructure Trustees Ltd.	India	- *	100%	Investment Management
3	Subsidiary	Ashoka Realty and Developers Limited	India	100%	100%	Real Estate
4	Subsidiary	Ekdant Realty and Developers Limited	India	100%	100%	Real Estate
5	Subsidiary	Hari Darshan Realty Limited	India	100%	100%	Real Estate
6	Subsidiary	Hill Rock Construction Limited	India	100%	100%	Real Estate
7	Subsidiary	Hind Agri Properties Limited	India	100%	100%	Real Estate
8	Subsidiary	Iconic Realtors Limited	India	100%	100%	Real Estate
9	Subsidiary	Jailaxmi Realty and Developers Limited	India	100%	100%	Real Estate
10	Subsidiary	Krupa Land Limited	India	100%	100%	Real Estate
11	Subsidiary	Krupa Realtors Limited	India	100%	100%	Real Estate
12	Subsidiary	Multifaced Impex Limited	India	100%	100%	Real Estate
13	Subsidiary	Novelty Realty and Developers Limited	India	100%	100%	Real Estate
14	Subsidiary	Rainbow Infraprojects Limited	India	100%	100%	Real Estate
15	Subsidiary	Swar Land Developers Limited	India	100%	100%	Real Estate
16	Subsidiary	Swastik Land Developers Limited	India	100%	100%	Real Estate

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

Sr. No.	Subsidiary / associate / joint venture	Name of the Subsidiary / associate / joint venture	Principal place of business and country of incorporation	Proportion of ownership interest 31 <sup>st</sup> March, 2023	Proportion of ownership interest 31 <sup>st</sup> March, 2022	Principal Activities
17	Subsidiary	Vasant Bahar Realty Limited	India	100%	100%	Real Estate
18	Subsidiary	Welldone Real Estate Limited	India	100%	100%	Real Estate
19	Subsidiary	Yug Developers Limited	India	100%	100%	Real Estate
20	Subsidiary	Jai Corp Welfare Foundation	India	100%	100%	Trust
21	Subsidiary	UI Wealth Advisors Private Limited	India	100%	100%	Investment Management
22	Subsidiary	Belle Terre Realty Limited	Mauritius	100%	100%	Real Estate
23	Subsidiary	Oasis Holding FZC	Sharjah, UAE	75%	75%	Real Estate
24	Associate	Searock Developers FZC	Sharjah, UAE	50%	50%	Real Estate
25	Associate	Urban Infrastructure Holdings Private Limited	India	32%	32%	Investment Management

\* During the year, Urban Infrastructure Trustees Limited (UITL) ceased to be subsidiary of the Company.

### 40. Related Party Disclosure:

As per Ind AS 24 "Related party Disclosures", disclosure of transactions with the related parties as defined in the Accounting Standard are given below:--

#### 40.1 List of related parties and relationship.

##### (i) Subsidiary:

Ashoka Realty and Developers Limited  
 Belle Terre Realty Limited  
 Ekdant Realty and Developers Limited  
 Hari Darshan Realty Limited  
 Hill Rock Construction Limited  
 Hind Agri Properties Limited  
 Iconic Realtors Limited  
 Jailaxmi Realty and Developers Limited  
 Krupa Land Limited  
 Krupa Realtors Limited  
 Multifaced Impex Limited  
 Novelty Realty and Developers Limited  
 Oasis Holding FZC  
 Rainbow Infraprojects Limited  
 Swar Land Developers Limited  
 Swastik Land Developers Limited  
 UI Wealth Advisors Private Limited  
 Urban Infrastructure Trustees Limited ( Up to 30<sup>th</sup> March, 2023)  
 Urban Infrastructure Venture Capital Limited  
 Vasant Bahar Realty Limited  
 Welldone Real Estate Limited  
 Yug Developers Limited  
 Jai Corp Welfare Foundation (Registered U/S 8 of Companies Act, 2013)

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023**(i) Associates :**

Searock Developers FZC  
Urban Infrastructure Holdings Private Limited

**(ii) Key Management Personnel of the Company:**

- (a) Shri Anand Jain
- (b) Shri Virendra Jain
- (c) Shri Gaurav Jain
- (d) Shri Dinesh Paliwal
- (e) Shri Pramod Jaiswal (Up to 31<sup>st</sup> October, 2022)
- (f) Shri Deepak Ojha (W.e.f. 1<sup>st</sup> November, 2022)
- (g) Shri Ananjan Datta

**(iii) Relatives of Key Management Personnel :**

- (a) Smt. Laxmi Jain           Relative of Shri Gaurav Jain
- (b) Smt. Rina Jain           Relative of Shri Virendra Jain
- (c) Smt. Sushma Jain       Relative of Shri Anand Jain
- (d) Shri. Ankit Jain         Relative of Shri Virendra Jain
- (e) Smt. Neha Bagaria       Relative of Shri Anand Jain
- (f) Shri. Harsh Jain         Relative of Shri Anand Jain
- (g) Shri. Satyapal Jain      Relative of Shri Gaurav Jain, Shri Anand Jain and Shri Virendra Jain.
- (h) Smt. Ruchi Hanasoge   Relative of Shri Virendra Jain

**(iv) Enterprises over which Key Management Personnel and their relatives are able to exercise significant influence:**

- (a) Malhar Developers Private Limited
- (b) Prime Trust
- (c) Mega Trust
- (d) LJNK Trust
- (e) NK Trust
- (f) Techfab (India) Industries Ltd.
- (g) Hide N Chic Furniture Pvt. Ltd.
- (h) Kasturi Trading Co Pvt Ltd
- (i) Pet Fibres Ltd
- (j) Richmond Traders Pvt. Ltd.
- (k) Ridhi Synthetics Ltd
- (l) Somerset Trading Pvt Ltd
- (m) Sparsh Trading Pvt Ltd
- (n) Sparsh Trading Pvt Ltd
- (o) Samruddha Realtors Pvt. Ltd.
- (p) Polyfibre Industries Pvt. Ltd.
- (q) Megaplast India Private Ltd..

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

### NOTE 40.2

Transactions during the year with related parties :		(₹ In Lakh)	
Nature of Transaction	Name of the Related Party	2022-23	2021-22
Remmuneration Paid	Shri Dinesh Paliwal	73.28	67.16
	Shri Pramod Jaiswal	42.55	68.99
	Shri Deepak Ojha	8.99	-
	Shri Ananjan Datta	39.69	37.32
Dividend paid on Equity shares	Shri Anand Jain	18.05	-
	Shri Ankit Jain	108.60	-
	Shri Gaurav Jain	91.07	-
	Shri Harsh Jain	116.27	-
	Hide N Chic Furniture Pvt. Ltd.	1.00	-
	Kasturi Trading Co Pvt Ltd	1.00	-
	Smt. Laxmi Jain (Current Year ₹ 50)	0.00	-
	Pet Fibres Ltd	1.00	-
	Richmond Traders Pvt. Ltd.	1.00	-
	Ridhi Synthetics Ltd	0.50	-
	Smt. Rina Jain (Current Year ₹ 50)	0.00	-
	Smt. Ruchi Hanasoge	106.37	-
	Shri Satyapal Jain (Current Year ₹ 50)	0.00	-
	Mega Trust	37.91	-
	LJNK Trust	33.36	-
	NK Trust	52.64	-
	Somerset Trading Pvt Ltd	1.00	-
	Sparsh Trading Pvt Ltd	1.00	-
	Smt. Sushma Jain	80.65	-
	Shri Virendra Jain (Current Year ₹ 50)	0.00	-
Dividend paid on Preference shares	Smt. Neha Bagaria	-	0.01
	Shri Gaurav Jain (Previous Year ₹ 117.50)	-	0.00
	Shri Ankit Jain	-	0.01
	LJNK Trust (Previous Year ₹ 442.50)	-	0.00
Directors' Sitting Fee	Shri Virendra Jain	1.65	1.55
	Shri Anand Jain	0.83	0.73
Sale of Property, plant and equipment	Techfab (India) Industries Ltd.	-	65.28
	Megaplast India Private Ltd.	7.63	-
Sale of Investment	Samruddha Realtors Pvt. Ltd.	20.93	-
	Polyfibre Industries Pvt. Ltd.	20.93	-
	Hide-N-Chic Furniture Pvt. Ltd.	20.93	-
Rent Paid	Malhar Developers Pvt Ltd	78.95	78.95

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

(₹ In Lakh)

Nature of Transaction	Name of the Related Party	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Redemption of Preference Shares	Shri. Gaurav Jain	-	218.38
	Shri. Ankit Jain	-	3,214.39
	Smt. Neha Bagaria	-	2,470.77
	LJNK Trust	-	1,705.92
	Mega Trust	-	975.77
	NK Trust	-	314.31
	Shri Harsh Jain	-	743.62
Investments Write off	Rudradev Developers Limited	-	5.00
Investments Purchased	Jailaxmi Realty and Developers Limited	54.00	-
	Hill Rock Construction Limited	-	39.50
	Yug Developers Ltd	38.50	10.00
	Multifaced Impex Limited	-	5.00
	Vasant Bahar Realty Limited	0.30	-
Investments Redemption	Hill Rock Construction Limited	3.50	-
	Krupa Land Ltd	375.58	477.50
	Swar Land Developers Limited	162.00	648.00
Investments - Subsidiaries	Urban Infrastructure Venture Capital Ltd.	100.28	100.28
	Urban Infrastructure Trustees Ltd.	-	5.01
	Ashoka Realty and Developers Limited	5.00	5.00
	Belle Terre Realty Limited	10,159.23	10,159.23
	Ekdant Realty and Developers Limited	1,697.00	1,697.00
	Hari Darshan Realty Limited	901.22	901.22
	Hill Rock Construction Limited	967.45	931.45
	Hind Agri Properties Limited	249.00	249.00
	Iconic Realtors Limited	11,998.00	11,998.00
	Jailaxmi Realty and Developers Limited	2,073.00	2,021.00
	Krupa Land Limited	1,167.50	1,543.08
	Krupa Realtors Limited	859.00	859.00
	Multifaced Impex Limited	965.89	965.89
	Novelty Realty and Developers Limited	993.00	993.00
	Rainbow Infraprojects Limited	1,239.00	1,239.00
	Swar Land Developers Limited	2,340.00	2,502.00
Swastik Land Developers Limited	4.81	4.81	
Vasant Bahar Realty Limited	180.44	180.14	
Welldone Real Estate Limited	546.05	546.05	
Yug Developers Limited	1,195.50	1,157.00	

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

(₹ In Lakh)

Nature of Transaction	Name of the Related Party	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
	Jai Corp Welfare Foundation	5.00	5.00
Debtenture Application Money	Hill Rock Construction Limited	-	39.50
	Jailaxmi Realty and Developers Limited	2.00	-
Provision for Impairment	Rainbow Infraprojects Ltd	177.00	177.00
Investments - Associates	Urban Infrastructure Holdings Pvt. Ltd.	28,141.02	28,141.02

### 40.2.1 Compensation to key management personnel of the Company

(₹ In Lakh)

Nature of Transaction	2022-23	2021-22
Short-term employee benefits	164.51	173.48
Post-employment benefits	0.99	1.25
<b>Total compensation paid to key management personnel</b>	<b>165.49</b>	<b>174.73</b>

40.2.2 The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at year-end are unsecured, unless specified and settlement occurs in cash. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

#### Terms & Conditions:

40.2.3 Outstanding loans and advances are unsecured and repayable on demand.

### 41 Contingent Liabilities and Commitments (To the extent not provided for)

(₹ In Lakh)

Particulars	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>(A) Contingent Liabilities</b>		
<b>(a) Claims against the Company not acknowledged as debts</b>		
(i) Disputed Liability in Appeal (No cash outflow is expected in the near future)		
- Income-tax	1,870.89	3,758.18
- Excise Duty / Service Tax (₹ 14.53 Lakh (Previous Year ₹ 14.53 Lakh) paid under protest)	13.45	13.45
	<b>1,884.34</b>	<b>3,771.64</b>
<b>(B) Commitments</b>		
<b>(a) Estimated amount of contracts remaining to be executed on Capital Account and not provided for / Net of advance paid</b>		
- Property, Plant and Equipments	-	92.26
(Cash outflow is expected on execution of such capital contracts)		
<b>(b) Uncalled liability on partly paid-up Shares/Debtentures</b>	<b>186.54</b>	<b>186.54</b>

41.1 Management is of the view that above litigations will not have any material impact on the financial positions of the Company.

### 42 Events occurring after the reporting date

Refer to note 38.2 for the dividend recommended by the directors which is subject to the approval of shareholders in the ensuing annual general meeting.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

## 43 Employee benefits

As per Indian Accounting Standard-19 'Employee Benefits', the disclosure of Employee benefits as defined in the Accounting Standard are given below:

## (a) Defined Benefit Plan :

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The Fund is managed by a trust which is governed by the Board of Trustees. The Board of Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

Particulars	Gratuity (Funded)	
	2022-23	2021-22
<b>Actuarial assumptions</b>		
Mortality Table	IALM (2012-14) (Urban)	IALM (2012-14) (Urban)
Expected Return on Plan Asset	7.51%	7.34%
Discount rate	7.51%	7.34%
Salary growth rate	2.00%	2.00%
Rate of Employee Turnover	1.00%	1.00%
		(₹ In Lakh)
<b>Change in the Present value of Projected Benefit Obligation</b>	<b>2022-23</b>	<b>2021-22</b>
Obligation at the beginning of the year	172.26	208.61
Current service cost	36.76	44.45
Interest cost	12.64	14.46
Benefits Paid	(29.15)	(52.65)
Actuarial (gain) on obligation	(17.76)	(42.60)
<b>Obligation at the end of the year</b>	<b>174.75</b>	<b>172.26</b>
		(₹ In Lakh)
<b>Change in the fair value of Plan Assets</b>	<b>2022-23</b>	<b>2021-22</b>
Fair value at the beginning of the year	169.56	209.92
Interest Income	12.45	14.55
Contribution	-	-
Return on Plan Assets, excluding Interest Income	(2.13)	(2.26)
Benefits paid	(29.15)	(52.65)
<b>Fair value at the end of the year</b>	<b>150.72</b>	<b>169.56</b>

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

	(₹ In Lakh)	
<b>Expenses Recognised in Statement of Profit and Loss</b>	<b>2022-23</b>	<b>2021-22</b>
Obligation at the beginning of the year	-	-
Current service cost	<b>36.76</b>	44.45
Interest cost	<b>12.64</b>	14.46
Interest Income	<b>(12.45)</b>	(14.55)
Other Adjustment	-	-
<b>Expenses recognised in Statement of Profit &amp; Loss</b>	<b>36.96</b>	<b>44.36</b>

	(₹ In Lakh)	
<b>Expenses Recognised in Other Comprehensive Income (OCI)</b>	<b>2022-23</b>	<b>2021-22</b>
Actuarial (Gains)/Losses on obligations	<b>(17.76)</b>	(42.60)
Return on Plan Assets, excluding Interest Income	<b>2.13</b>	2.26
Other Adjustment	-	(10.19)
<b>Net (Income)/Expenses for the period recognised in OCI</b>	<b>(15.63)</b>	<b>(50.53)</b>

	(₹ In Lakh)	
<b>Balance Sheet Reconciliation</b>	<b>2022-23</b>	<b>2021-22</b>
Net Obligation at the beginning of the year	2.71	(1.31)
Expenses recognised in Statement of Profit and Loss	36.96	44.36
Income recognised in Other Comprehensive Income (OCI)	(15.63)	(40.34)
<b>Net Obligation at the end of the year</b>	<b>24.03</b>	<b>2.71</b>

<b>Category of Asset</b>	(₹ In Lakh)	
<b>Class of assets</b>	<b>2022-23</b>	<b>2021-22</b>
Insurance Fund	<b>150.72</b>	169.56
<b>Total</b>	<b>150.72</b>	<b>169.56</b>

<b>Net Liability / (Asset) recognised in the balance sheet</b>	(₹ In Lakh)	
<b>Amount recognised in the balance sheet</b>	<b>2022-23</b>	<b>2021-22</b>
Present value of obligations at the end of the year	<b>174.75</b>	172.26
Less: Fair value of plan assets at the end of the year	<b>150.72</b>	169.56
<b>Net liability recognized in the balance sheet</b>	<b>24.03</b>	<b>2.71</b>

Expected contributions to post employment benefit plans for the year ending 31<sup>st</sup> March, 2023 are ₹ Nil.  
The weighed average duration of the defined benefit obligation is 6 years (March' 22 - 7 years)



NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

## Maturity Analysis of Projected Benefit Obligation: From the Fund

	(₹ In Lakh)	
Projected Benefits Payable in Future Years from the date of Reporting	2022-23	2021-22
1 <sup>st</sup> Following Year	85.57	69.86
2 <sup>nd</sup> Following Year	2.96	13.14
3 <sup>rd</sup> Following Year	7.53	10.03
4 <sup>th</sup> Following Year	20.86	7.81
5 <sup>th</sup> Following Year	7.45	19.31
Sum of Years 6 to 10	31.45	34.84
Sum of years 11 and above	159.16	161.88

	(₹ In Lakh)	
Sensitivity Analysis Particulars	2022-23	2021-22
Projected Benefits Obligation on Current Assumptions	174.75	172.26
Delta effect of + (1% to 0.5%) change in Rate of Discounting	(7.63)	(8.25)
Delta effect of - (1% to 0.5%) change in Rate of Discounting	9.00	9.73
Delta effect of + (1% to 0.5%) change in Rate of Salary Increase	9.43	10.17
Delta effect of - (1% to 0.5%) change in Rate of Salary Increase	(8.08)	(8.73)
Delta effect of + (1% to 0.5%) change in Rate of Employee Turnover	4.01	4.35
Delta effect of - (1% to 0.5%) change in Rate of Employee Turnover	(4.84)	(5.21)

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

The sensitivity analysis presented above may not be representative of the actual change in the projected benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlate.

Furthermore, in presenting the above sensitivity analysis, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the projected benefit obligation as recognised in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

These plans typically expose the Company to actuarial risks such as: investment risk, interest risk, longevity risk and salary risk.

**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 period on government bonds. If the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.

**Interest risk:** A fall in the discount rate which is linked to G.Sec. 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.

**Mortality 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 plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

**Asset Liability Matching Risk:** The plan faces the ALM risk as to the matching cash flow. Since the plan is invested in lines of Rule 101 of the Income Tax Rules, 1962, this generally reduces ALM risk.

**Concentration Risk:** Plan is having a concentration risk as all the asseets are invested with the insurance company.

### (b) Defined Contribution Plan:

The Company also has certain defined contribution plans. Contributions are made to provident fund in India for employees at the rate of 12% of basic salary as per regulations. The contributions are made to registered provident fund administered by the government. The obligation of the Company is limited to the amount contributed and it has no further contractual nor any constructive obligation. The expense recognised during the period towards defined contribution plan is ₹ **261.31 Lakh** (31<sup>st</sup> March 2022 – ₹ 262.25 Lakh).

**Contribution to Defined Contribution Plan, recognized as expense for the year are as under:**

(₹ In Lakh)		
Particulars	2022-23	2021-22
Employer's Contribution to Provident and other Funds	261.31	262.25

### Note 44 - Earnings per share

(₹ In Lakh)		
Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Net Profit after tax for the year from Continuing Operation - Before Exceptional Items (₹ in Lacs)	5,427.23	5,321.50
Net Profit after tax for the year from Continuing Operation - After Exceptional Items (₹ in Lacs)	349.65	5,321.50
Net Profit after tax for the year from Discontinuing Operation (₹ in Lacs)	(1.34)	99.06
<b>Profit attributable to equity share holders (₹ in Lacs)</b>	<b>348.30</b>	<b>5,420.56</b>
Weighted Average Number of equity shares outstanding during the year	178,449,410	178,449,410
Basic and Diluted Earnings Per Share from Continuing Operation - Before Exceptional Items (₹)	3.04	2.98
Basic and Diluted Earnings Per Share from Continuing Operation - After Exceptional Items (₹)	0.20	2.98
Basic and Diluted Earnings Per Share from Discontinuing Operation (₹)	(0.00)	0.06
Basic and Diluted Earnings Per Share from Continuing and Discontinuing Operation (₹)	0.19	3.04
Face Value per Share (₹)	1.00	1.00

### Note 45

As per Ind AS 108 on "Operating Segment" - Segment information has been provided under the notes on Consolidated Financial Statements.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

Note 46 - Ratio Analysis and its components

Ratio Analysis :

S. No.	Particulars	2022-23	2021-22	% of change from 2021-22 to 2022-23	Remarks
1	Current Ratio	12.03	7.07	70.16%	Primary due to repayment of Current Borrowing.
2	Debt-Equity Ratio	-	-	-	
3	Debt Service Coverage Ratio	-	0.70	-100.00%	Primary due to repayment of Borrowing.
4	Return on Equity Ratio	-	0.04	-100.00%	Primary due to Exceptional Items.
5	Inventory turnover Ratio	8.16	7.77	5.02%	
6	Trade Receivables turnover Ratio	10.36	11.77	-11.98%	
7	Trade Payables turnover Ratio	109.41	133.84	-18.25%	
8	Net capital turnover Ratio	2.67	4.33	-38.34%	Primary due to increase in net Capital Assets and decrease in turnover.
9	Net Profit Ratio	0.01	0.08	-87.50%	Primary due to Exceptional Items.
10	Return on Capital employed	0.05	0.05	0.00%	
11	Return on Investment	0.01	-		

Components of Ratio :

S. No.	Ratios	Numerator	Denominator
1	Current Ratio	Current Assets	Current Liabilities
2	Debt-Equity Ratio	Total Debt	Total Equity(Equity Share capital+Other equity)
3	Debt Service Coverage Ratio	Earnings available for debt service (Net profit after taxes + depreciation & amortization + Finance cost + Non cash operating items + other adjustment)	Finance cost + principle repayment of long term borrowings during the period / year
4	Return on Equity Ratio	Net profit after tax - Exceptional items	Average Total Equity [(Opening Equity Share capital + Opening Other equity + Closing Equity Share Capital + Closing Other Equity)/2]
5	Inventory turnover Ratio	Revenue from sales of products	Average Inventory [( Opening balance+ Closing balance)/2]
6	Trade Receivables turnover Ratio	Revenue from Operations	Average Trade Receivable [( Opening balance + closing balance)/2 ]
7	Trade Payables turnover Ratio	Revenue from Operations	Average Trade Payable [( Opening balance + closing balance)/2 ]
8	Net capital turnover Ratio	Revenue from Operations	Working Capital (Current Asset - Current Liabilities)
9	Net Profit Ratio	Net profit after tax (After Exceptional items)	Revenue from Operations
10	Return on Capital employed	Profit Before interest, Tax & Exceptional item	Total Equity + Total Debts (including preference share liability )
11	Return on Investment	Interest Income on fixed deposits + Profit on sale of investments + Income of investment -impairment on value of investment	Current Investments + Non Current Investments + Fixed deposits with bank

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

### Note 47

The Board of Directors at its meeting held on 29<sup>th</sup> June, 2020 has approved discontinuation of the operations of the Spinning Division of the Company in a phased manner. Management does not envisage any material financial impact on the Company's operations due to discontinuation of the Spinning division. The same has been considered as discontinuing operations, as prescribed under Indian Accounting Standards (Ind As) 105 "Non-current Assets Held for Sale and Discontinued Operations".

#### (i) Financial performance and cash flow information:

(₹ in Lakh)			
S. No.	Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
<b>Financial performance related to discontinuing operations:</b>			
<b>1</b>	<b>Revenue:</b>		
	Revenue From Operations	45.88	68.88
	Other Income	11.35	261.04
	<b>Total Revenue</b>	<b>57.23</b>	<b>329.92</b>
<b>2</b>	<b>Expenses:</b>		
	Cost of Materials Consumed	-	2.77
	Changes in Inventories of Finished Goods, Work-in-progress and Stock-in-Trade	24.06	103.37
	Employee Benefits Expense	1.62	3.45
	Finance Costs	-	-
	Depreciation and Amortization Expense	7.15	7.15
	Other Expenses	26.92	81.80
	<b>Total Expenses</b>	<b>59.75</b>	<b>198.55</b>
<b>3</b>	<b>Profit/(Loss) Before Exceptional Items (1-2)</b>	<b>(2.52)</b>	131.38
<b>4</b>	Exceptional Items	-	-
<b>5</b>	<b>Profit/(Loss) Before Tax (3-4)</b>	<b>(2.52)</b>	131.38
<b>6</b>	Tax Expenses	(1.18)	32.32
<b>7</b>	<b>Profit/(Loss) from Discontinuing Operations (5-6)</b>	<b>(1.34)</b>	99.06
<b>8</b>	<b>Cash flow disclosure with respect to discontinued operations</b>		
	Net cash flow from operating activities	(11.00)	(338.14)
	Net cash flow / (used in) investing activities	11.00	337.02
	Net cash flow from financing activities	-	-

#### (ii) Major class of assets and liabilities of disposal group classified as held for sale:

(₹ in Lakh)			
Particulars	As at 31 <sup>st</sup> March 2023	As at 31 <sup>st</sup> March 2022	
Property, plant and equipment	124.38	131.53	
Other Non-current financial assets	3.21	3.21	
Inventories	6.16	30.22	
Other Current assets	1.42	1.74	
Assets classified as held for sale	105.28	106.72	
<b>Total Assets</b>	<b>240.45</b>	<b>273.42</b>	

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

(₹ in Lakh)

Particulars	As at	
	31 <sup>st</sup> March 2023	31 <sup>st</sup> March 2022
Trade payables	0.28	0.46
Other Current financial liabilities	2.19	2.04
Other Current liabilities	4.52	18.13
Provisions	0.16	0.14
<b>Total Liabilities</b>	<b>7.15</b>	<b>20.77</b>

**Note 48 Other Statutory Information**

- i) As per section 248 of the Companies Act, 2013, there are no balances outstanding with struck off companies.
- ii) 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.
- iii) 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
- iv) The Company does not have 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.
- v) There are no charges or satisfaction thereof which are yet to be registered with ROC beyond the statutory period.
- vi) The Company has not been declared a willful defaulter by any bank or financial institution or other lender (as defined under the Companies Act, 2013) or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.
- vii) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- viii) The Company has not revalued any of its property, plant and equipment (including Right of Use assets) and intangible assets during the year.
- ix) The Company is in compliance with the number of layers prescribed under clause (87) of section 2 of the Companies Act read with the Companies ( Restriction on number of Layers) Rules, 2017.

**Note 49**

Previous period figures have been regrouped / rearranged / reclassify wherever necessary to make them comparable.

For and on behalf of the Board of Directors

**For Chaturvedi & Shah LLP**

Chartered Accountants  
(Firm Registration No. 101720W/W100355)

**Gaurav Jain**  
Managing Director  
(DIN 00077770)

**Dinesh Paliwal**  
Director (Works)  
(DIN 00524064)

**Lalit R Mhalsekar**  
Partner  
Membership No. 103418

**Deepak Ojha**  
Chief Financial Officer

**A. Datta**  
Company Secretary

**Place :** Mumbai  
**Date :** 25<sup>th</sup> May, 2023

**FINANCIAL INFORMATION OF SUBSIDIARY COMPANIES**  
(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)  
**Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures**  
**Part "A" Subsidiaries**

S. No.	Name of Subsidiary	Reporting Period	Reporting Currency	Exchange Rate 31.03.22	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities	Investments		Revenue from Operation	Profit Before Taxation	Provision for Taxation	Profit after Taxation	Proposed Dividend	% of Share Holding	
									Sub. Invest.	Invest. In Others							
1	Ashoka Realty and Developers Limited	31.03.2023	INR	1	5.00	214.63	219.95	0.32	189.25	-	219.96	0.24	0.08	0.16	-	100%	
		31.03.2023	INR	1	18,732.49	(295.90)	18,442.07	5.48	18,431.81	5,589.05	12,842.77	0.00	(21.36)	(21.36)	-	100%	
2	Belle Terre Realty Limited	31.03.2023	USD	82.2169	2,27,84,233.00	(3,59,897.00)	2,24,31,002.00	6,966.00	2,24,18,523.00	67,97,929.00	1,56,20,594.00	3.00	(25,976.00)	(25,976.00)	-	100%	
3	Ekdant Realty and Developers Limited	31.03.2023	INR	1	5.00	581.38	586.65	0.27	4.69	-	4.69	(0.25)	0.03	(0.28)	-	100%	
4	Hari Darshan Realty Limited	31.03.2023	INR	1	5.00	911.27	931.24	14.97	-	-	-	(1.12)	-	(1.12)	-	100%	
5	Hill Rock Construction Limited	31.03.2023	INR	1	5.00	1,087.15	1,105.24	13.09	1.22	-	1.22	(4.83)	(0.40)	(4.43)	-	100%	
6	Hind Agri Properties Limited	31.03.2023	INR	1	5.00	238.16	243.71	0.55	3.16	-	3.16	(0.47)	-	(0.47)	-	100%	
7	Iconic Realtors Limited	31.03.2023	INR	1	7.50	7,863.35	7,871.12	0.27	1.86	-	1.86	(8.44)	(0.03)	(8.41)	-	100%	
8	Jai Corp Welfare Foundation (Registered U/S 8 of Companies Act, 2013)	31.03.2023	INR	1	5.00	(2.17)	3.10	0.27	-	-	-	(0.40)	-	(0.40)	-	100%	
9	Jalaxmi Realty and Developers Limited	31.03.2023	INR	1	5.00	1,978.00	1,983.49	0.49	1.88	-	1.88	(2.57)	-	(2.57)	-	100%	
10	Krupa Land Limited	31.03.2023	INR	1	8.50	1,400.62	1,409.46	0.34	6.84	-	6.84	194.20	49.33	144.87	-	100%	
11	Krupa Realtors Limited	31.03.2023	INR	1	5.00	245.51	250.78	0.27	-	-	-	(0.44)	-	(0.44)	-	100%	
12	Multifaced Impex Limited	31.03.2023	INR	1	8.00	109.14	117.48	0.34	3.91	-	3.91	(0.88)	0.05	(0.83)	-	100%	
13	Novelty Realty and Developers Limited	31.03.2023	INR	1	5.00	804.05	809.32	0.27	-	-	-	(0.44)	-	(0.44)	-	100%	
14	Oasis Holding FZC	31.03.2023	INR	1	33.54	379.63	8,953.49	8,540.33	-	-	-	838.46	14.83	14.83	-	75%	
		31.03.2023	AED	22.3588	1,50,000.00	16,97,881.00	4,00,44,539.00	3,81,96,658.00	-	-	-	37,50,000.00	66,341.00	-	66,341.00	-	100%
15	Rainbow Infraprojects Limited	31.03.2023	INR	1	5.00	906.63	911.90	0.27	0.23	-	0.23	(0.42)	-	(0.42)	-	100%	
16	Swar Land Developers Limited	31.03.2023	INR	1	5.00	3,600.05	3,810.70	205.85	60.70	-	60.70	405.50	38.66	5.40	-	100%	
17	Sweetik Land Developers Limited	31.03.2023	INR	1	5.00	252.17	257.44	0.27	254.76	-	254.76	(0.46)	0.05	(0.51)	-	100%	
18	Vasant Bahar Realty Limited	31.03.2023	INR	1	5.00	189.68	197.06	2.38	-	-	-	(1.64)	-	(1.64)	-	100%	
19	Wellstone Real Estate Limited	31.03.2023	INR	1	5.00	495.01	500.76	0.75	0.08	-	0.08	(0.82)	(0.29)	(0.53)	-	100%	
20	Yug Developers Limited	31.03.2023	INR	1	5.00	1,130.84	1,136.75	0.91	10.89	-	10.89	0.56	(0.26)	0.82	-	100%	
21	Urban Infrastructure Venture Capital Limited	31.03.2023	INR	1	500.00	10,181.44	11,590.47	909.02	7,175.42	210.00	6,965.42	(1,010.26)	(70.98)	(939.28)	-	100%	
22	UI Wealth Advisors Limited	31.03.2023	INR	1	210.00	363.61	587.05	13.44	585.81	-	585.81	18.12	(1.46)	19.58	-	100%	

**Note:**

- Exchange rate (as on 31<sup>st</sup> March, 2022) used in:
  - Oasis Holding FZC AED 1 = 22.3588
  - Belle Terre Realty Limited USD 1 = 82.2169

For and on behalf of the Board of Directors

**Gaurav Jain**  
Managing Director  
(DIN 00077770)  
**Deepak Ojha**  
Chief Financial Officer

**Dinesh Paliwal**  
Director (Works)  
(DIN 00524064)  
**A. Datta**  
Company Secretary

Place : Mumbai  
Date : 25<sup>th</sup> May, 2023

## Part “B” Associates and Joint Ventures

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

(Amount in Lakh)

S. No.	Name of Associates/Joint Ventures	Searock Developers FZC	Urban Infrastructure Holdings Private Limited *
1	Latest audited Balance Sheet Date	31.03.2023	31.03.2023
2	Shares of Associate/Joint Ventures held		
	No.	50	113517714
	Amount of Investment in Associates/Joint Venture	7,934.36	9,975.31
	Extend of Holding %	50%	32%
3	Description of how there is significant influence	Due to Percentage of Share Capital	Due to Percentage of Share Capital
4	Reason why the associate/joint venture is not consolidated	-	-
5	Net worth attributable to Shareholding as per latest audited Balance Sheet	(130.44)	2,84,613.91
6	Profit/Loss for the year		
i.	Considered in Consolidation	(5.86)	(845.66)
ii.	Not considered in Consolidation		

\* Based on unaudited consolidated financial statement.

**Note :** 1 There are no Associates which are yet to commence operations.

2 There are no Associates which have been liquidated or sold during the year.

For and on behalf of the Board of Directors

**Gaurav Jain**  
Managing Director  
(DIN 00077770)

**Deepak Ojha**  
Chief Financial Officer

**Dinesh Paliwal**  
Director (Works)  
(DIN 00524064)

**A. Datta**  
Company Secretary

Place : Mumbai

Date : 25<sup>th</sup> May, 2023

## INDEPENDENT AUDITOR'S REPORT

To the Members of Jai Corp Limited

**Report on the Audit of the Consolidated Financial Statements**

### Qualified Opinion

We have audited the accompanying Consolidated Financial Statements of **Jai Corp Limited** (hereinafter referred to as the "Holding Company/Parent") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), and its associates comprising of the consolidated Balance Sheet as at 31<sup>st</sup> March, 2023, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated cash flows statement for the year then ended, and notes to the Consolidated Financial Statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements")

In our opinion and to the best of our information and according to the explanations given to us, *except for the possible effect of matters described in the Basis for Qualified Opinion section of our report* and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the subsidiaries and associates, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group and its associates as at 31<sup>st</sup> March, 2023, their consolidated loss (including other comprehensive income), their consolidated cash flows and the consolidated statement of changes in equity for the year ended on that date.

### Basis for Qualified Opinion

- (i) *The Consolidated financial statement includes the Group's share of net loss after tax of Rs. (91) Lakhs and total comprehensive income of Rs. (95) Lakhs for the year ended March, 2023 in respect of an associate, whose financial Statements have not been audited. The consolidated financial statements of that associate are unaudited and have been approved by the Board of Directors of that associate and our opinion on the consolidated financial statements, in so far as it relates to the amounts and financial information included in respect of above associate, is based solely on these unaudited consolidated financial statements. Consequently, effects on the Group's share of net(loss) & total comprehensive income, if any, pursuant to the review of that associate, is not ascertainable at this stage.*
- (ii) *The auditors of the subsidiary Company in their report on the financial statements of that subsidiary*

*have reported in their report, that:*

*As mentioned in Note no 16 to the consolidated financial statements, inter corporate deposits given by one of the Company's Subsidiary and interest accrued & due aggregating to Rs 3,253 Lakh (Neelkanth Rs. 2,147 Lakhs and Rs.1,106 Lakh for Ravechi in Urban Infrastructure Venture Capital), which is overdue for substantial period of time, where subsidiary of the company has initiated legal proceedings against the said recoverable and Management of that Subsidiary have Considered the said amount as good for recovery and no provisions for Doubtful debts have been considered necessary, for the reasons stated therein. The matter described in above has uncertainties related to the outcome of the legal proceedings and therefore Subsidiary's Auditor are unable to express an opinion on the ability of the Company to recover the outstanding amount and possible impacts on the financial statements of the Company.*

### Emphasis of Matters

- (i) We draw attention to the Note 18.2 to the Consolidated Financial Statements regarding non- receipt of balance confirmations in respect of certain advances given for purchase of land and development rights aggregating to Rs. 821 Lakh. Our opinion is not modified in respect of this matter.
- (ii) We draw attention to the Note no 40 of the consolidated financial statements regarding capital advances amounting to Rs. 11,153.49 lakhs towards acquisition of certain properties to a real estate Developer. The Company has filed an application before the NCLT under section 7(3)(a) of Insolvency and Bankruptcy Code 2016 towards the recovery of the above amount along with interest. Based on the management's best estimates depending on the status of the projects a provision of Rs. 5,077.58 lakhs have been made out of the said advance and disclosed as an exceptional item.

Our opinion on the statement is not modified in respect of the above matters.

### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated Financial Statements for the financial year ended 31<sup>st</sup> March, 2023. These matters were addressed in the context of our audit of the Consolidated Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.



We have determined the matters described below to be the key audit matter to be communicated in our report. We have fulfilled the responsibilities described in the Auditors' responsibilities for the audit of the Consolidated Financial Statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the Consolidated Financial Statements. The results of audit procedures performed by us and by other auditors of components not audited by us, as reported by them in their audit reports furnished to us by the management, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying Consolidated Financial Statements.

Key Audit Matters	How our audit addressed the key audit matter
<b>(i) Inventories</b>	
<p>As of 31<sup>st</sup> March, 2023, inventories of the Holding Company appearing in the consolidated financial statements for an amount of Rs. 6,096 Lakh. As indicated in Note no. 1(i) to the consolidated financial statements, inventories are valued at the lower of cost and net realizable value:</p> <p>The Company may recognize an inventory allowance if inventory items are damaged, if the selling price has declined, or if the estimated costs to completion or to be incurred to make the sale have increased.</p> <p>We focused on this matter because of the:</p> <ul style="list-style-type: none"> <li>• Significance of the inventory balance.</li> <li>• Complexity involved in determining inventory quantities on hand due to the number, location and diversity of inventory storage locations.</li> <li>• Valuation procedure including of obsolete inventories.</li> </ul>	<p>Our audit procedures included, but not limited to the following:</p> <ul style="list-style-type: none"> <li>• Reviewing the Holding Company process and procedures for physical verification of inventories at year end.</li> <li>• Assessing the methods used to value inventories and ensuring ourselves of the consistency of accounting methods.</li> <li>• Reviewing of the reported acquisition cost on a sample basis.</li> <li>• Analysing of the Holding Company's assessment of net realizable value, as well as reviewing of assumptions and calculations for stock obsolescence.</li> <li>• Assessing of appropriateness of disclosures provided in the consolidated financial statements.</li> </ul>
<b>(ii) Fair Valuation of Investment</b>	
<ul style="list-style-type: none"> <li>• As at March 31, 2023, the Holding Company has investments of Rs. 38,111 lakhs of (Refer Note 5 and Note 12 of the consolidated financial statement), which represent unquoted investments &amp; mutual funds which are fair valued through profit/loss or other comprehensive income in accordance with Ind AS 109 read with Ind AS 113.</li> <li>• These investments are Level 3 investments as per the fair value hierarchy in Ind AS 113 and accordingly determination of fair value is based on a high degree of judgement and input from data that is not directly observable in the market.</li> </ul> <p>Further, the fair value is significantly influenced by the expected pattern of future benefits. Accordingly, the same has been considered as a key audit matter.</p>	<p>Our audit procedures included, but not limited to the following:</p> <p>Reviewed the fair valuation reports provided by the management by involvement of external valuation experts for investment in unlisted entities. In case of investment in Mutual fund, verified through closing NAV, as per the statement issued.</p> <p>Evaluated the adequacy of disclosure given in the consolidated financial statements is in accordance with applicable accounting standards.</p>

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

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report but does not include the Consolidated Financial Statements and our auditor's report thereon.

Our opinion on the Consolidated Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the above other information, if we conclude that there is material misstatement therein, we are required to communicate the matter to those charged with governance. The above information is expected to be made available after the date of this auditor's report.

### **Responsibilities of Management for the Consolidated Financial Statements**

The Holding Company's Board of Directors is responsible for the preparation and presentation of these Consolidated Financial Statements in term of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group including its associates in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group and of its associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and of its associates and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Financial Statements by the Directors of the Holding Company, as aforesaid.

In preparing the Consolidated Financial Statements, the respective Board of Directors of the Companies included in the Group and of its associates are responsible for assessing the ability of the Group and of its associates 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 Group or to cease operations, or has no realistic alternative but to do so.

Those respective Board of Directors of the Companies included in the Group and of its associates are also responsible for overseeing the financial reporting process of the Group and of its associates.

### **Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Statements as a whole are free from material misstatement,

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

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

- Identify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associates 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 and its associates 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 or business activities within the Group and its associates of which we are the independent auditors, 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. For the other entities included in the Consolidated Financial Statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the Consolidated Financial Statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit

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

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 for the financial year ended 31<sup>st</sup> March, 2023 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication

#### Other Matters

- (a) We did not audit the financial statements and other financial information of 21 subsidiaries, whose financial statements and other financial information reflect total assets of Rs. 44,752.28 Lakhs as at 31<sup>st</sup> March, 2023, total revenues of Rs. 1,457.47 Lakhs and net cash inflows amounting to Rs. 77.73 Lakhs for the year ended on that date, as considered in the consolidated financial statements and financial statements of an associate, which reflects the Group's share of net profit after tax of Rs. 136.38 Lakh and total comprehensive income of Rs. 133.56 Lakh for the year ended 31<sup>st</sup> March, 2022 as considered in the consolidated financial statements, this financial statements and other

financial information have not been audited by us. These financial statements and other financial information have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associate, 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 and associate 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 the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of the subsidiary companies and associate companies, incorporated in India, as noted in the 'Other Matter' paragraph we give in the "Annexure A" a statement on the matters specified in paragraph 3(xxi) of the Order.
2. As required by Section 143(3) of the Act, based on our audit and on the consideration of the report of the other auditors on separate financial statements and the other financial information of subsidiaries, companies incorporated in India, as noted in the 'Other Matter' paragraph we report, to the extent applicable, that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements.
  - (b) *Except for the possible effect of matters described in the basis for Qualified Opinion paragraph above*, in our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept by the company so far as it appears from our examination of those books and reports of the other auditors.
  - (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including the statement of Other Comprehensive Income), the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the

books of account maintained for the purpose of preparation of the Consolidated Financial Statements.

- (d) *Except for the possible effect of matter described in the basis for Qualified Opinion paragraph above*, in our opinion, the aforesaid Consolidated Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended.
- (e) The matter described under the basis for qualified opinion paragraph above to this report in our opinion, may have an adverse effect on functioning of the Company and on the amounts disclosed in Consolidated Financial Statements of the Company;
- (f) On the basis of the written representations received from the directors of the Holding Company, its subsidiary Companies as on 31<sup>st</sup> March, 2023 and taken on record by the Board of Directors of the Holding Company incorporated in India and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group's companies, incorporated in India, is disqualified as on 31<sup>st</sup> March 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
- (g) The qualification relating to unaudited books of accounts for the one of the Company's Associate and uncertainty related to recovery of inter-corporate deposit given by one of the Company's subsidiary and other matters connected therewith are as stated in the Basis for Qualified Opinion paragraph above.
- (h) With respect to the adequacy of the internal financial controls over financial reporting of the Holding company and its Subsidiary Companies covered under the Act and operating effectiveness of such controls, refer to our separate Report in "ANNEXURE B" to this report; which is based on the auditor's reports of the Company and its subsidiary companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal financial control over financial reporting of those companies, for reasons stated therein.
- (i) With respect to other matters to be included in the Auditor's report in accordance with the requirement of section 197(16) of the Act, as amended:

Based On our audit and on the consideration of the reports of other auditors and to the best of our information and according to the explanations given to us, the Company has

not paid any remuneration to its managerial personnel during the year and accordingly reporting in accordance with the requirements of section 197(16) of the Act is not required.

- (j) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiaries, as noted in 'other matter' paragraph:
- i. The consolidated financial statements disclose the impact of pending litigations on its consolidated financial position of the group as detailed in Note 49 to the consolidated financial statements.
  - ii. The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31<sup>st</sup> March, 2023.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its subsidiaries Company, incorporated in India during the year ended 31<sup>st</sup> March 2023.
  - iv. a) The respective managements of the Holding Company and its subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and to the other auditors of such subsidiaries respectively that, to the best of knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of such subsidiaries to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the respective Holding Company or any of such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- b) The respective managements of the Holding Company and its subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries respectively 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 respective Holding Company or any of such subsidiaries from any person(s) or entities, including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiaries shall whether, directly or indirectly, lend or invest in other persons or entities identified in a manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- c) Based on the audit procedures that has been considered reasonable and appropriate in the circumstances performed by us and those performed by the auditors of the subsidiaries and associate which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor’s notice that has caused us or the other auditors to believe that the representations under sub-clause (a) and (b) contain any material misstatement.
- d) Proviso to Rule 3 (1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.
- v. The dividend declared or paid during the year by the Holding Company is in compliance with Section 123 of the Act. Its subsidiaries and associate has neither declared nor paid any dividend during the year.

**For Chaturvedi & Shah LLP**

Chartered Accountants

(Firm’s Registration No. 101720W/W100355)

**Lalit R. Mhalsekar**

Partner

Membership No. 103418

UDIN: 23103418BGXVJJ9411

Mumbai, 25th May, 2023

## ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1, under 'Report on Other Legal and Regulatory Requirements' section of our Report of even date)

In terms of the information and explanations sought by us and given by the company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

As required by paragraph 3(xxi) of the CARO 2020, we report that the auditors of the following companies have given qualification or adverse remarks in their CARO report on the standalone financial statements of the respective companies included in the consolidated financial statements of the Holding Company:

Sr. No.	Company Name	CIN	Relationship with Holding Company	Date of the respective auditor's report	Paragraph number in the respective CARO reports
1	Ekdant Realty & Developers Pvt Limited	U45400MH2007PLC173313	Subsidiary	May 22, 2023	Clause (XVII)
2	Hari Darshan Realty Limited	U70101MH2005PLC156719	Subsidiary	May 22, 2023	Clause (XVII)
3	Hill Rock Construction Limited	U45200MH2005PLC156700	Subsidiary	May 22, 2023	Clause (XVII)
4	Hind Agri Properties Limited	U45201MH2006PLC165967	Subsidiary	May 22, 2023	Clause (XVII)
5	Iconic Realtors Limited	U70102MH2007PLC173249	Subsidiary	May 22, 2023	Clause (XVII)
6	Jailaxmi Realty & Developers Limited	U45200MH2008PLC177606	Subsidiary	May 22, 2023	Clause (XVII)
7	Jaicorp Welfare Foundation	U85300MH2015NPL263579	Subsidiary	May 24, 2023	Clause (XVII)
8	Krupa Realtors Limited	U45400MH2007PLC173312	Subsidiary	May 23, 2023	Clause (XVII)
9	Multifaced Impex Limited	U36912MH1994PLC083128	Subsidiary	May 23, 2023	Clause (XVII)
10	Novelty Realty & Developers Limited	U70102MH2007PLC173248	Subsidiary	May 23, 2023	Clause (XVII)
11	Rainbow Infraprojects Limited	U45203MH2007PLC174538	Subsidiary	May 23, 2023	Clause (XVII)
12	Swastik Land Developers Limited	U45201MH2007PLC168337	Subsidiary	May 23, 2023	Clause (XVII)
13	Vasant Bahar Realty Limited	U70100MH2005PLC156793	Subsidiary	May 24, 2023	Clause (XVII)
14	Welldone Real Estate Limited	U70100MH2006PLC159918	Subsidiary	May 24, 2023	Clause (XVII)
15	Urban Infrastructure Venture Capital Limited	U67190MH2005PLC158049	Subsidiary	May 24, 2023	Clause (III) & Clause (XVII)

### For Chaturvedi & Shah LLP

Chartered Accountants

(Firm's Registration No. 101720W/W100355)

### Lalit R. Mhalsekar

Partner

Membership No. 103418

UDIN: 23103418BGXVJJ9411

Mumbai, 25th May, 2023

## “ANNEXURE B” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph (h) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

### **Report on the Internal Financial Controls 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 Jai Corp Limited (‘the Holding Company’) and its subsidiaries (the Holding Company and its subsidiaries together referred to as ‘the Group’) as at and for the year ended 31<sup>st</sup> March, 2023, we have audited the internal financial controls with reference to financial Statements of the Holding Company, and its subsidiary companies which are companies covered under the Act, as at that date.

### **Management’s Responsibility for Internal Financial Controls**

The respective Board of Directors of the Parent and its subsidiary companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control with reference to Consolidated financial statements 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 (the “Guidance Note”) issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

### **Auditor’s Responsibility**

Our responsibility is to express an opinion on the internal financial controls with reference to financial statements of the Parent and its subsidiary companies, which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note issued by the ICAI and the Standards on Auditing, prescribed under Section 143(10) of the Act, 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 with reference to Consolidated Financial Statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal

financial controls with reference to Consolidated Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Consolidated Financial Statements included obtaining an understanding of internal financial controls with reference to Consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the subsidiary companies, which are incorporated in India, in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to financial statements of the Parent and its subsidiary companies, which are companies incorporated in India.

### **Meaning of Internal Financial Controls With reference to Consolidated Financial Statements**

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

### **Inherent Limitations of Internal Financial Controls With reference to Consolidated Financial Statements**

Because of the inherent limitations of internal financial controls over financial reporting, with reference to Consolidated Financial Statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to Consolidated Financial Statements to future periods are subject to the risk

that the internal financial controls with reference to Consolidated Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**Opinion**

In our opinion to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors referred to in the Other Matters paragraph below, the Company has, in all material respects, an adequate internal financial controls over financial reporting were operating effectively as at 31<sup>st</sup> March, 2023, based on the internal control over financial reporting criteria established by the holding company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the ICAI.

**Other Matters**

Our report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to Consolidated Financial Statements of the Holding Company, in so far as it relates to these 19 subsidiaries, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

**For Chaturvedi & Shah LLP**

Chartered Accountants  
(Firm's Registration No. 101720W/ W100355)

**Lalit R. Mhalsekar**

Partner  
Membership No. 103418  
UDIN: 23103418BGXVJJ9411  
Mumbai, 25th May, 2023.



CONSOLIDATED BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2023

Particulars	Note	₹ In Lakh)	
		As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>I. ASSETS</b>			
<b>1 Non-current assets</b>			
(a) Property, plant and equipment	2	10,971.06	11,194.51
(b) Capital work-in-progress	2	82.49	39.00
(c) Investment properties	3	10,625.15	10,313.53
(d) Goodwill on consolidation		855.87	855.88
(e) Intangible assets	4	2.87	4.85
(f) Financial assets			
(i) Investments			
Investments - Associates	53	34,698.92	35,554.98
Investments - Others	5	28,012.87	30,145.26
(ii) Loans	6	6.47	21.49
(iii) Other non-current financial assets	7	891.01	366.75
(h) Deferred tax assets (net)	8	2,119.36	2,059.55
(g) Non-current tax assets (Net)	9	2,616.21	2,722.29
(i) Other non-current assets	10	6,363.42	11,599.52
<b>2 Current assets</b>			
(a) Inventories	11	21,099.09	22,799.95
(b) Financial assets			
(i) Investments	12	17,749.20	6,475.99
(ii) Trade receivables	13	5,245.96	6,418.05
(iii) Cash and Cash Equivalents	14	507.48	891.46
(iv) Bank Balances other than (iii) above	15	39.55	42.87
(v) Loans	16	3,282.06	5,638.78
(vi) Other current financial assets	17	1,179.82	692.49
(c) Other current assets	18	3,666.45	4,557.40
(d) Assets classified as held for sale	19	434.83	539.15
<b>TOTAL ASSETS</b>		<b>150,450.14</b>	<b>152,933.75</b>
<b>II. EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity share capital	20 (a)	1,784.71	1,784.71
(b) Other equity	20 (b)	141,397.34	143,280.27
(c) Non-controlling interest		2,300.57	2,586.73
<b>Liabilities</b>			
<b>1 Non-current liabilities</b>			
(a) Financial liabilities			
(i) Lease Liability	21	124.70	-
(ii) Other financial liabilities	22	27.66	17.80
(b) Provisions	23	0.51	91.00
(c) Deferred tax liabilities (net)	24	1,631.07	1,687.81
(d) Other Non-current liabilities	25	5.16	3.32
<b>2 Current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	26	151.17	-
(ii) Lease Liability	27	33.20	-
(iii) Trade payables	28		
(a) Total Outstanding dues of Micro and Small Enterprises		9.59	-
(b) Total Outstanding dues of creditors other than Micro and Small Enterprises		448.03	722.01
(iv) Other financial liabilities	29	1,225.34	1,282.14
(b) Other current liabilities	30	482.66	1,033.16
(c) Provisions	31	825.58	443.12
(d) Current tax liabilities	32	2.85	1.68
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>150,450.14</b>	<b>152,933.75</b>
<b>Significant accounting policies</b>	1		
<b>See accompanying Notes to the Consolidated Financial Statements</b>	1 to 63		

As per our report of even date

For and on behalf of the Board of Directors

**For Chaturvedi & Shah LLP**

Chartered Accountants

(Firm Registration No. 101720W/W100355)

**Gaurav Jain**Managing Director  
(DIN 00077770)**Dinesh Paliwal**Director (Works)  
(DIN 00524064)**Lalit R Mhalsekar**

Partner

Membership No. 103418

**Deepak Ojha**

Chief Financial Officer

**A. Datta**

Company Secretary

Place : Mumbai

Date : 25<sup>th</sup> May, 2023

## CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

		(₹ In Lakh)		
Particulars	Note	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022	
I.	Revenue From Operations	33	59,432.63	72,009.00
II.	Other Income	34	2,512.87	1,887.38
III.	<b>Total Income (I + II)</b>		<b>61,945.50</b>	<b>73,896.38</b>
IV.	Expenses:			
	Cost of Materials Consumed	35	40,389.40	53,220.74
	Purchase of Stock-in-Trade		1,531.94	216.99
	Changes in Inventories of Work-in-progress, Finished Goods and Stock-in-Trade	36	304.83	(176.25)
	Employee Benefits Expense	37	5,222.28	5,421.59
	Finance Costs	38	19.21	337.56
	Depreciation and Amortization Expense	2	1,288.47	1,305.22
	Other Expenses	39	6,779.05	7,853.45
	<b>Total Expenses</b>		<b>55,535.18</b>	<b>68,179.30</b>
V.	<b>Profit before tax from Continuing Operations (III-IV)</b>		<b>6,410.32</b>	<b>5,717.08</b>
VI.	Share of Profit/(Loss) of Associate		(851.52)	755.76
VII.	<b>Profit before exceptional items and taxes (V+VI)</b>		<b>5,558.80</b>	<b>6,472.84</b>
VIII.	Exceptional items	40	5,077.58	-
IX.	Profit before tax from Continuing Operations (VII+VIII)		481.22	6,472.84
X.	Tax Expense:	41		
	(i) Current Tax		1,951.15	1,698.41
	(ii) Deferred Tax Expenses/(Credit)		(111.71)	(392.38)
	(iii) Income tax of earlier year		(2.55)	0.19
XI.	<b>Profit/(Loss) from Continuing Operations (IX-X)</b>		<b>(1,355.67)</b>	<b>5,166.62</b>
XII.	Profit / (Loss) before tax from Discontinuing Operations		(2.52)	131.38
	Tax Expense of Discontinuing Operations		(1.18)	32.32
	<b>Profit/(Loss) from Discontinuing Operations</b>		<b>(1.34)</b>	<b>99.06</b>
XIII.	<b>Profit/(Loss) for the Year (XI + XII)</b>		<b>(1,357.01)</b>	<b>5,265.68</b>
XIV.	<b>Other Comprehensive Income</b>			
A.	(i) Items that will not be reclassified to profit or loss	42	(193.60)	657.84
	(ii) Income tax relating to items that will not be reclassified to profit or loss	42	(13.04)	(79.03)
B.	(i) Items that will be reclassified to profit or loss	43	581.12	175.28
	(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
	Share of Other comprehensive income of Associates	42	(4.53)	21.08
XV.	<b>Total Comprehensive Income for the year (IX+X)(Comprising Profit (Loss) and Other Comprehensive Income for the year)</b>		<b>(987.06)</b>	<b>6,040.85</b>
	Profit/(Loss) attributable to:			
	Owners of the Company		(1,360.64)	5,257.34
	Non-Controlling interests		3.63	8.21
			<b>(1,357.01)</b>	<b>5,265.55</b>
	Other Comprehensive Income attributable to:			
	Owners of the Company		370.65	775.20
	Non-Controlling interests		(0.70)	(0.03)
			<b>369.95</b>	<b>775.17</b>
	Total comprehensive Income attributable to:			
	Owners of the Company		(989.99)	6,032.54
	Non-Controlling interests		2.92	8.18
			<b>(987.06)</b>	<b>6,040.72</b>
XVI.	<b>Earnings per Equity Share:</b>	44		
	Basic & Diluted from Continuing Operations (in ₹) (Before exceptional item)		2.09	2.89
	Basic & Diluted from Continuing Operations (in ₹) (After exceptional item)		(0.76)	2.89
	Basic & Diluted from Discontinuing Operations (in ₹)		(0.00)	0.06
	Basic & Diluted from Continuing and Discontinuing Operations (in ₹)		(0.76)	2.95
	<b>Face Value per Share (in ₹)</b>		<b>1.00</b>	<b>1.00</b>
	<b>Significant Accounting Policies Notes to the Financial Statements</b>	1 to 63		

As per our report of even date

For and on behalf of the Board of Directors

### For Chaturvedi & Shah LLP

Chartered Accountants  
(Firm Registration No. 101720W/W100355)

**Gaurav Jain**  
Managing Director  
(DIN 00077770)

**Dinesh Paliwal**  
Director (Works)  
(DIN 00524064)

**Lalit R Mhalsekar**  
Partner  
Membership No. 103418

**Deepak Ojha**  
Chief Financial Officer

**A. Datta**  
Company Secretary

Place : Mumbai

Date : 25<sup>th</sup> May, 2023

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023**  
**Consolidated Statement of changes in equity**

Particulars	Equity Share Capital		Attributable to owners of the Company										Non-Controlling Interest	Total	
	Number of shares	Amount	Capital reserve	Capital reserve on consolidation	Capital redemption reserve	Securities premium reserve	General reserve	Retained earnings	Foreign currency translation reserve	Equity component of preference shares	FVOCI - equity instruments	Reimburse-ments of defined benefit plans			Share of Associates in OCI
<b>Equity Share Capital</b>															
As at 01 <sup>st</sup> April 2021	178,449,410	1,784.49	92.17	349.95	144.72	43,348.95	27,317.70	42,285.21	3,570.89	23,772.68	(3,412.61)	228.47	(8.49)	137,689.62	
Changes during the year	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
As at 31 <sup>st</sup> March 2022	178,449,410	1,784.49	-	-	-	-	-	5,257.34	-	-	-	-	-	5,257.34	
Changes during the year	-	-	-	-	-	-	-	-	175.28	-	546.25	32.56	21.08	775.17	
As at 31 <sup>st</sup> March 2023	178,449,410	1,784.49	92.17	349.95	144.72	43,348.95	27,317.70	42,285.21	3,570.89	23,772.68	(3,412.61)	228.47	(8.49)	137,689.62	
<b>Other equity</b>															
Opening balance as at 01 <sup>st</sup> April 2021															140,469.06
Transactions during the year															
Total comprehensive income for the year															
Profit / (Loss) for the year								5,257.34							8.21
Other comprehensive income for the year															
Transactions during the year															
Transfer from retained earnings on account of redemption of preference shares					5.28		(5.28)								
Dividend Paid															
Transfer from FVOCI - equity instruments on financial assets sold								(240.85)						(240.85)	
Transactions with owners in capacity of owners										239.67				239.67	
Term Extension of Preference Shares (Net off tax)										(440.68)				(440.68)	
Early Redemption of Preference Shares															
Closing balance as at 31 <sup>st</sup> March 2022	178,449,410	1,784.49	92.17	349.95	150.00	43,348.95	27,312.42	47,301.70	3,746.17	23,571.66	(2,866.36)	261.03	12.59	143,280.27	2,586.73
Closing balance as at 31 <sup>st</sup> March 2023	178,449,410	1,784.49	92.17	349.95	150.00	43,348.95	27,312.42	47,301.70	3,746.17	23,571.66	(2,866.36)	261.03	12.59	143,280.27	2,586.73

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2022

### Other equity

Particulars	Attributable to owners of the Company										Non-Controlling Interest	Total		
	Reserves and surplus													
	Capital reserve	Capital reserve on consolidation	Capital redemption reserve	Securities premium reserve	General reserve	Retained earnings	Foreign currency translation reserve	Equity component of preference shares	FVOCI - equity instruments	Reimbursements of defined benefit plans			Share of Associates in OCI	Total other Equity
Opening balance as at 01 <sup>st</sup> April 2022	92.17	349.95	150.00	43,348.95	27,312.42	47,301.70	3,746.17	23,571.66	(2,866.36)	261.03	12.59	143,280.27	2,586.73	145,867.00
Transactions during the year	-	-	-	-	-	-	-	-	-	-	-	(1,360.64)	3.63	(1,357.01)
Total comprehensive income for the year	-	-	-	-	-	-	581.12	-	(215.52)	8.89	(4.53)	369.96	(0.70)	369.26
Profit for the year	-	-	-	-	-	-	-	-	-	-	-	(892.25)	-	(892.25)
Other comprehensive income for the year	-	-	-	-	-	(892.25)	-	-	-	-	-	-	(289.08)	(289.08)
<b>Transactions during the year</b>	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Dividend Paid	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Repayment of Equity Components of Advances received	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Others	-	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>Transactions with owners in capacity of owners</b>	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Term Extension of Preference Shares	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Early Redemption of Preference Shares	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Closing balance as at 31 <sup>st</sup> March 2023	92.17	349.95	150.00	43,348.95	27,312.42	45,048.81	4,327.29	23,571.66	(3,081.88)	269.92	8.06	141,397.34	2,300.57	143,697.91

For and on behalf of the Board of Directors

### For Chaturvedi & Shah LLP

Chartered Accountants  
(Firm Registration No. 101720W/W100355)

**Gaurav Jain**  
Managing Director  
(DIN 00077770)

**Dinesh Paliwal**  
Director (Works)  
(DIN 00524064)

**Lalit R Mhalsekar**  
Partner  
Membership No. 103418

**Deepak Ojha**  
Chief Financial Officer

**A. Datta**  
Company Secretary

**Place :** Mumbai  
**Date :** 25<sup>th</sup> May, 2023

## CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

(₹ In Lakh)

Particulars	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit before tax as per Statement of Profit and Loss (Continuing Operations)	481.22	6,472.65
Net Profit / (Loss) before tax as per Statement of Profit and Loss (Discontinuing Operations)	(2.52)	131.38
<b>Adjusted for :</b>		
Depreciation and Amotisation Expense	1,295.62	1,312.37
Share of (Profit)/Loss in Associates	851.52	(755.76)
Net Profit on foreign currency transaction and translation*	(258.87)	(89.41)
Gain on sale of Investments ( Net )	(631.94)	(89.67)
(Profit)/Loss on sale/discarding of PPE ( Net )	(102.59)	(406.08)
Fair value changes (net) on financial assets classified as fair value through profit and loss	(216.82)	(118.43)
Finance Costs	19.21	337.56
Bad Debts	0.01	19.64
Sundry Balances Written Off (Net)	33.82	652.53
Prov. For Doubtful Advances	5,077.58	-
Interest Income	(536.14)	(607.63)
Dividend Income	(12.35)	(6.34)
Fair valuation of Employees Loan	0.84	1.45
	<b>5,519.88</b>	<b>250.23</b>
<b>Operating Profit/(Loss) before Working Capital Changes</b>	<b>5,998.58</b>	<b>6,854.26</b>
<b>Adjusted for :</b>		
Trade & Other Receivables	1,541.82	467.37
Inventories	1,700.86	1,837.56
Trade and Other Payables	(387.39)	1,027.18
<b>Cash generated from/(Used in) operations</b>	<b>8,853.86</b>	<b>10,186.36</b>
Direct taxes paid	(1,659.67)	(1,065.72)
<b>Net Cash From Operating Activities</b>	<b>7,194.19</b>	<b>9,120.65</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Plant, property and equipments	(422.65)	(360.02)
Sale of Plant, property and equipments	253.07	1,121.48
Purchase of Intangible Assets	-	(1.70)
Purchase of Investments	(94,114.79)	(67,370.12)
Sale of Investments	85,548.27	66,686.00
Movement in Loans (Net)	2,000.00	(1,150.00)
Interest Income	707.28	1,465.30
Dividend Income	12.35	6.34
<b>Net Cash From Investing Activities</b>	<b>(6,016.47)</b>	<b>397.28</b>

## CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

(₹ In Lakh)

Particulars	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Redemption of Preference Share Capital including Securities Premium	-	(9,643.16)
Repayment to Non-Controlling Interest	<b>(269.85)</b>	(200.92)
Fixed Deposits/Margin Money with Banks and Government Authorities (Net)	<b>(520.00)</b>	298.61
Finance costs paid	<b>(0.01)</b>	-
Lease Payment	<b>(30.76)</b>	
Dividend Paid	<b>(892.25)</b>	(240.85)
<b>Net Cash (used in) Financing Activities</b>	<b>(1,712.87)</b>	<b>(9,786.33)</b>
<b>Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)</b>	<b>(535.15)</b>	(268.40)
<b>Opening Balance of Cash and Cash Equivalents</b>	<b>891.46</b>	1,159.85
Balance of Cash and Cash Equivalents	<b>507.48</b>	891.46
<b>Closing balance of Cash and Cash Equivalents</b>	<b>356.31</b>	<b>891.46</b>
Components of Cash and Cash Equivalents:		
Balances with Banks in Current Accounts	<b>507.48</b>	891.46
Less: Working Capital Loan from Bank repayable on Demand	<b>(151.17)</b>	-

\* includes on account of translation of foreign subsidiary.

Changes in Liabilities arising from financing activities on account of Non-Current (Including Current Maturities) and Current Borrowings :

Particulars	31.03.2023	31.03.2022
<b>Opening Balance of Liabilities arising from Financing Activities</b>	-	9,186.94
Less : Changes from Cash Flow from financing Activities (Net)	-	(9,643.16)
Add : Changes on account of fair valuation	-	456.22
<b>Closing Balance of Liabilities arising from Financing Activities</b>	-	-

### Notes

- 1 Bracket indicates cash outflow.
- 2 Previous year figures have been regrouped/rearranged wherever necessary
- 3 The above statement of cash flow has been prepared under the "Indirect Method" as set out in Ind AS 7 on Statement of Cash Flow.

As per our report of even date

For and on behalf of the Board of Directors

### For Chaturvedi & Shah LLP

Chartered Accountants  
(Firm Registration No. 101720W/W100355)

**Gaurav Jain**  
Managing Director  
(DIN 00077770)

**Dinesh Paliwal**  
Director (Works)  
(DIN 00524064)

**Lalit R Mhalsekar**  
Partner  
Membership No. 103418

**Deepak Ojha**  
Chief Financial Officer

**A. Datta**  
Company Secretary

Place : Mumbai

Date : 25<sup>th</sup> May, 2023

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023****Company Information**

The consolidated financial statements comprise financial statements of Jai Corp Limited (“the company”) and its subsidiaries for the year ended 31<sup>st</sup> March, 2023 (“the Group”) and its associates. The Company is a limited Company domiciled and incorporated in India and its shares are publicly traded on the Bombay Stock Exchange (BSE) and National Stock Exchange (NSE) in India. The registered office of the Company is situated at A-3, M.I.D.C. Industrial Area, Nanded - 431 603.

Group is engaged in the manufacturing activities which produces Woven Sacks/Fabric, Jumbo Bags, HDPE Twine, PP Staple Fibre and Geotextiles, Spun Yarn and production, processing and trading of Galvanised steel product and involved in Investment Advisory Services, Development of Land and Buildings.

The consolidated financial statements for the year ended 31<sup>st</sup> March, 2023 were approved and adopted by board of directors in their meeting held on 25<sup>th</sup> May, 2023.

**Basis of Preparation**

The consolidated financial statements have been prepared in accordance with Indian Accounting Standards notified under the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS).

The consolidated financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities, which are measured at fair value / amortised cost.

The consolidated financial statements are presented in Indian National Rupees (INR) which is the Group's functional and presentation currency and all values are rounded to the nearest Lacs and two decimals, except when otherwise indicated.

**1 Significant accounting policies****a Principles of consolidation**

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries and associates as at 31<sup>st</sup> March, 2023. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including the contractual arrangement with the other vote holders of the investee, rights arising from other contractual arrangements, the Group's voting rights and potential voting rights and the size of the Group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders.

The Group re-assesses 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. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired during the year are included in the consolidated financial statements from the date the Group obtains control and assets, liabilities, income and expenses of a subsidiary disposed off during the year are included in the consolidated financial statement till the date the Group ceases to control the subsidiary.

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 has no control or joint control over those policies.

**Consolidation procedure:**

- a) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.
- b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary. The difference between the cost of investment in the subsidiaries and the Parent's share of net assets at the time of acquisition of control in the subsidiaries is recognised in the consolidated financial statement as goodwill. However, resultant gain (bargain purchase) is recognized in other comprehensive income on the acquisition date and accumulated to capital reserve in equity.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

- c) Intra-Group balances and transactions, and any unrealized income and expenses arising from intra Group transactions, are eliminated in preparing the consolidated financial statements.
- d) In the case of foreign subsidiaries, being non-integral foreign operations, revenue items are consolidated at the average exchange rates prevailing during the year. All assets and liabilities are converted at rates prevailing at the end of the year. Components of equity are translated at closing rate. Any gain / (Loss) on exchange difference arising on consolidation is recognized in the Foreign Currency Translation Reserve (FCTR) through OCI.
- e) Consolidated statement of profit or loss and each component of OCI are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance.
- f) Interest in associates are consolidated using equity method as per Ind AS 28 – ‘Investment in Associates and Joint Ventures’. The investment in associates is initially recognised at cost. Subsequently, under the equity method, post-acquisition attributable profit/losses and other comprehensive income are adjusted in the carrying value of investment to the extent of the Group’s investment in the associates. Goodwill relating to the associate is included in the carrying amount of the investment and is not tested for impairment individually.
- g) Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If an entity of the group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member’s financial statements in preparing the consolidated financial statements to ensure conformity with the Group’s accounting policies.
- h) Consolidated financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent company, i.e., year ended on 31<sup>st</sup> March. When the end of the reporting period of the parent is different from that of a subsidiary, if any, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the consolidated financial statements of the parent to enable the parent to consolidate the financial information of the subsidiary, unless it is impracticable to do so.

### **b Business Combinations and goodwill:**

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree’s identifiable net assets. Acquisition related costs are expensed as incurred.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their acquisition date fair values, except certain assets and liabilities required to be measured as per the applicable standard. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in other comprehensive income and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognises the gain directly in equity as capital reserve, without routing the same through other comprehensive income.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group’s cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units. A cash generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised in consolidated statement of profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

### c Foreign currency reinstatement and translation:

Transactions in foreign currencies are initially recorded by the Group at rates prevailing at the date of the transaction. Subsequently monetary items are translated at closing exchange rates as on balance sheet date and the resulting exchange difference recognised in consolidated statement of profit and loss. Differences arising on settlement of monetary items are also recognised in consolidated statement of profit and loss.

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

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the consolidated statement of profit and loss, within finance costs. All other finance gains / losses are presented in the consolidated statement of profit and loss on a net basis.

In case of an asset, expense or income where a non monetary advance is paid or received, the date of transaction is the date on which the advance was initially recognised. If there were multiple payments or receipts in advance, multiple dates of transactions are determined for each payment or receipt of advance consideration.

### d Revenue recognition

The Group derives revenues primarily from sale of products/Services comprising of Woven Sacks/Fabric, Jumbo Bags, PP Staple Fibre and Geotextiles, Spun Yarn and production, processing and trading of Galvanised steel product, Investment Advisory Services, Development of Land and Buildings.

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration entitled in exchange for those goods or services. Generally, control is transfer upon shipment of goods to the customer or when the goods is made available to the customer, provided transfer of title to the customer occurs and the Group has not retained any significant risks of ownership or future obligations with respect to the goods shipped.

Revenue from rendering of services is recognised over the time by measuring the progress towards complete satisfaction of performance obligations at the reporting period.

Revenue is measured at the amount of consideration which the Group expects to be entitled to in exchange for transferring distinct goods or services to a customer as specified in the contract, excluding amounts collected on behalf of third parties (for example taxes and duties collected on behalf of the government). Consideration is generally due upon satisfaction of performance obligations and a receivable is recognized when it becomes unconditional.

The Group does not have any contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year. As a consequence, it does not adjust any of the transaction prices for the time value of money.

Revenue is measured based on the transaction price, which is the consideration, adjusted for discounts and claims, if any, as specified in the contract with the customer. Revenue also excludes taxes collected from customers.

Revenue is recognised only when it can be reliably measured and it is reasonable to expect ultimate collection. Revenue from real estate projects is recognised on percentage completion method based on the technical estimates as provided by the Real Estate Developers. The revenue has been recognised only if more than 20 % of the saleable project area is secured by contracts/agreements with buyers and 10 % of the consideration are realised at the reporting date.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

### **Contract balances**

#### **Trade receivables:**

A receivable represents the Group's right to an amount of consideration that is unconditional, and shall be initially measured at their transaction price unless those contain a significant financing component.

#### **Contract liabilities:**

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognised when the payment is made. Contract liabilities are recognised as revenue when the Group performs under the contract.

#### **Other Income:**

Export incentives other than advance licence are recognised at the time of exports and the benefit in respect of advance license received by the Group against exports made by it are recognised as and when goods are imported against them.

#### **Interest Income:**

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

#### **Dividend Income:**

Dividend Income is recognised when the right to receive the payment is established.

#### **Commission and Job work Income:**

Commission and Job Work income are recognised on accrual basis in accordance with the terms of relevant agreement.

### **e Income taxes**

The income tax expense or credit for the year is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

Deferred income tax is provided in full, using the balance sheet approach, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax liabilities are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries, branches and associates and interest in joint arrangements where the group is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future. Deferred taxes are not recognised on these temporary differences if there is no probable tax outflow on their reversal. Deferred tax assets are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries, branches and associates and interest in joint arrangements where it is not probable that the differences will reverse in the foreseeable future and taxable profit will not be available against which the temporary difference can be utilised.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023**f Government grants**

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

Government grants relating to income are deferred and recognised in the profit or loss over the period necessary to match them with the costs that they are intended to compensate and presented within other income.

Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to profit or loss on a straight-line basis over the expected lives of the related assets and presented within other income.

**g Leases****As a lessee**

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 judgement. The Group uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Group determines the lease term as the non-cancellable period of a lease, together with both periods covered by an options to extend the lease if the Group is reasonably certain to exercise that options; and periods covered by an option to terminate the lease if the Group is reasonably certain not to exercise that options. In assessing whether the Group is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Group to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Group revises the lease term if there is a change in the non-cancellable period of a lease. The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

The Group's lease asset classes primarily consist of leases for land and buildings. 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.

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.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

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 shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

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.

The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

### **The Group as a lessor**

Leases for which the Group is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

When the Group is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. The sublease is classified as a finance or operating lease by reference to the right- of-use asset arising from the head lease.

For operating leases, rental income is recognized on a straight line basis over the term of the relevant lease.

### **h Impairment of non-financial assets**

Goodwill is not subject to amortisation and is tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. The carrying amounts of other assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/ external factors. An asset is treated as impaired when the carrying amount exceeds its recoverable value. The recoverable amount is the greater of the asset's fair value less cost of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to the present value using a pre-tax discount rate that reflects current market assessment of the time value of money and risks specific to the assets. An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life. The impairment loss recognized in prior accounting periods is reversed if there has been a change in the estimate of recoverable amount.

### **i Valuation of inventories**

In general, all inventories of finished goods, work-in-progress etc., are stated at lower of cost and net realisable value. Cost of inventories comprise of all cost of purchase, cost of conversion and other cost incurred in bringing the inventory to their present location and condition. Finance cost generally are not part of the cost of inventories except Real Estate Division. Raw material and stores and spares are stated at lower of cost and net realisable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. The cost is determined on FIFO basis in respect of Packaging / Spinning Division and on average basis in respect of Steel Division. Scrap and trial run products are valued at estimated net realisable value. Inventories of finished goods and scrap includes excise duty wherever applicable.

### **j Non – current assets held for sale**

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell.

An impairment loss is recognised for any initial or subsequent write-down of the asset to fair value less costs to sell. A gain is recognised for any subsequent increases in fair value less costs to sell of an asset, but not in excess of any cumulative impairment loss previously recognised. A gain or loss not previously recognised by the date of the sale of the non-current asset is recognised at the date of de-recognition.

Non-current assets are not depreciated or amortised while they are classified as held for sale. Interest and other expenses attributable to the liabilities of a disposal Group classified as held for sale continue to be recognised.

### **k Investments and financial assets**

#### **Classification**

The group classifies its financial assets in the following measurement categories:

- ▣ those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- ▣ those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

The group reclassifies debt investments when and only when its business model for managing those assets changes.

### Measurement

At initial recognition, the group measures a financial asset (except investment in associates) at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest except Trade Receivables.

### Measurement of debt instruments

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Group classifies its debt instruments:

- **Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.
- **Fair value through other comprehensive income (FVOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method.
- **Fair value through profit or loss:** Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss is recognised in profit or loss and presented net in the statement of profit and loss within other gains/(losses) in the year in which it arises. Interest income from these financial assets is included in other income.

### Measurement of equity instruments

The group subsequently measures all equity investments (except investments in associates) at fair value. Where the group's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in profit or loss as other income when the Group's right to receive payments is established.

Changes in the fair value of financial assets measured at fair value through profit or loss are recognised as gain/ (losses) in the statement of profit and loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

### Impairment of financial assets

The group assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables, the Group applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

### De-recognition of financial assets

A financial asset is derecognised only when

- ▣ The group has transferred the rights to receive cash flows from the financial asset or
- ▣ retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Group evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Group has not retained control of the financial asset. Where the group retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

### I Derivatives and embedded derivatives

The group enters into certain derivative contracts to hedge risks which are not designated as hedges. Such contracts are accounted for at fair value through profit or loss and are included in other gains / (losses).

Derivatives embedded in a host contract that is an asset within the scope of Ind AS 109 are not separated. Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

Derivatives embedded in all other host contract are separated only if the economic characteristics and risks of the embedded derivative are not closely related to the economic characteristics and risks of the host and are measured at fair value through profit or loss. Embedded derivatives closely related to the host contracts are not separated.

### m Property, plant and equipment

The carrying value (Gross Block less accumulated depreciation and amortisation) as on 1<sup>st</sup> April, 2015 of the Property, plant and equipment is considered as a deemed cost on the date of transition. Property, plant and equipment are carried at cost, net of recoverable taxes, trade discounts and rebates, less accumulated depreciation, amortisation and impairment loss, if any. Cost comprises of purchase price, borrowing cost if capitalisation criteria are met, and directly attributable cost of bringing the asset to its working conditions for the intended use.

#### Depreciation on property, plant and equipment

Depreciation on Property, Plant and Equipment is provided to the extent of depreciable amount on straight-line method over the useful life of asset as assessed by the management and the same is similar to the useful lives as prescribed in Part-C of Schedule II to the Companies Act, 2013 except acquisition of insurance spares and additions/extensions forming an integral part of existing plants, which are depreciated over residual useful life of the respective plant, property and equipments.

The property, plant and equipment acquired under finance leases is depreciated over the asset's useful life or over the useful life and the lease term if there is no reasonable certainty that the group will obtain ownership at the end of the lease term. Residual values, useful lives and method of depreciation of property, plant and equipments are reviewed at each financial year end and are adjusted prospectively, if appropriate. The effects of any revision are included in the statement of profit and loss when the changes arises.

Property, Plant and Equipment where ownership vests with the Government/local authorities are amortised over the useful life of asset as prescribed in Part-C of Schedule II to the Companies Act, 2013.

Gains or losses arising from derecognition of an tangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

### n Intangible assets

The carrying value (Gross Block less accumulated amortisation) as on 1<sup>st</sup> April, 2015 of the Intangible assets is considered as a deemed cost on the date of transition. Intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, if any. Cost includes expenditure that is directly attributable to the acquisition of the intangible assets.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

Identifiable intangible assets are recognised when it is probable that future economic benefits attributed to the asset will flow to the Group and the cost of the asset can be reliably measured.

Computer softwares are capitalised at the amounts paid to acquire the respective license for use and are amortised over the period of useful lives or period of three years, whichever is less. Useful lives and method of amortisation of Intangible assets are reviewed at each financial year end and are adjusted prospectively, if appropriate. The effects of any revision are included in the statement of profit and loss when the changes arises.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

### o Investment properties

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

Depreciation on investment properties are provided using straight line method over the estimated useful lives as specified in Schedule II to the Companies Act, 2013. Residual values, useful lives and method of depreciation of investment properties are reviewed at each financial year end and are adjusted prospectively, if appropriate. The effects of any revision are included in the statement of profit and loss when the changes arises.

Though the Group measures investment properties using cost based measurement, the fair value of investment property is disclosed in the notes.

Investment properties are derecognised either when they have been disposed off or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in statement of profit and loss in the period of derecognition.

### p Borrowings and other financial liabilities

Borrowings and other financial liabilities are initially recognised at fair value (net of transaction costs incurred). Difference between the fair value and the transaction proceeds on initial is recognised as an asset / liability based on the underlying reason for the difference.

Subsequently all financial liabilities are measured at amortised cost using the effective interest rate method

Preference shares which are redeemable on a specific date are classified as a financial liability. Dividends on preference shares are recognised in statement of profit and loss.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss. The gain / loss is recognised in other equity in case of transaction with shareholders.

### q Borrowing costs

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are charged to the statement of profit and loss as finance costs as per the effective interest rate method, wherever applicable.

### r Provisions, contingent liabilities and contingent assets

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event. It is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted using equivalent period government securities interest rate. Unwinding of the discount is recognised in the statement of profit and loss as a finance cost. Provisions are reviewed at each balance sheet date and are adjusted to reflect the current best estimate.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

future events not wholly within the control of the Group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Information on contingent liability is disclosed in the Notes to the Financial Statements. Contingent assets are not recognised. However, when the realisation of income is virtually certain, then the related asset is no longer a contingent asset, but it is recognised as an asset.

### **s Employee benefits**

Short-term employee benefits are recognized as an expense at the undiscounted amount in the statement of Profit and Loss for the year in which the related service is rendered.

Post-employment and other long term employee benefits are recognized as an expense in the Statement of Profit and Loss for the year in which the employee has rendered services. The expense is recognized at the present value of the amount payable determined using actuarial valuation techniques.

Re-measurement gains and losses pertaining to defined benefit obligations arising from experience adjustments and changes in actuarial assumptions are recognised in other comprehensive income in the period in which they occur

Compensated absences are accounted similar to the short term employee benefits.

Retirement benefits in the form of Provident Fund and other Funds are defined contribution scheme and the contributions are charged to the Statement of Profit and Loss of the year when the contribution to the respective funds are due. There are no other obligations other than the contribution payable to the fund.

### **t Discontinued operation and non-current assets (or disposal groups) held for sale**

#### **Discontinued operation:**

A discontinued operation is a component of the Company that has been disposed off or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single coordinated plan to dispose off such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately in the statement of profit or loss.

#### **Non-current assets (or disposal groups) held for sale**

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when a sale is highly probable from the date of classification, management are committed to the sale and the asset is available for immediate sale in its present condition. Non-current assets are classified as held for sale from the date these conditions are met and are measured at the lower of carrying amount and fair value less cost to sell. Any resulting impairment loss is recognised in the Statements of Profit and Loss as a separate line item. On classification as held for sale, the assets are no longer depreciated. Assets and liabilities classified as held for sale are presented separately as current items in the Balance Sheet.

### **u Earnings per share**

Basic earnings per share is computed using the net profit or loss for the year attributable to the shareholders' and weighted average number of equity shares outstanding during the year.

Diluted earnings per share is computed using the net profit or loss for the year attributable to the shareholder' and weighted average number of equity and potential equity shares outstanding during the year including share options, convertible preference shares and debentures, except where the result would be anti-dilutive. Potential equity shares that are converted during the year are included in the calculation of diluted earnings per share, from the beginning of the year or date of issuance of such potential equity shares, to the date of conversion.

### **v Dividends**

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

### **w Contributed equity**

Equity shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

### x Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions and banks, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are disclosed as current borrowings in the balance sheet.

### y Current and non-current classification:

The Group presents assets and liabilities in statement of financial position based on current/non-current classification. The Group has presented non-current assets and current assets before equity, non-current liabilities and current liabilities in accordance with Schedule III, Division II of Companies Act, 2013 notified by MCA.

An asset is classified as current when it is:

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

All other assets are classified as non-current.

A liability is classified as current when it is:

- a) Expected to be settled in normal operating cycle,
- b) Held primarily for the purpose of trading,
- c) Due to be settled within twelve months after the reporting period, or
- d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. Deferred tax assets and liabilities are classified as non-current assets and liabilities. The Group has identified twelve months as its normal operating cycle.

### z Fair value measurement:

The Group measures financial instruments at fair value at each balance sheet date.

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:

- a) In the principal market for the asset or liability, or
- b) In the absence of a principal market, in the most advantageous market for the asset or liability.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy.

### aa Off-setting financial Instrument:

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable rights to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable rights must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or counterparty.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

### ab SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS:

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. 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. 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. The Group based on its assumptions and estimates on parameters available when the financial statements were prepared. However, existing circumstances and assumptions about future developments may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

#### i) Property, plant and equipment, Investment Properties and Intangible Assets:

Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation to be recorded during any reporting period. The useful lives and residual values as per schedule II of the Companies Act, 2013 or are based on the Group's historical experience with similar assets and taking into account anticipated technological changes, whichever is more appropriate.

#### ii) Income Tax:

The Group reviews at each balance sheet date the carrying amount of deferred tax assets. The factors used in estimates may differ from actual outcome which could lead to an adjustment to the amounts reported in the consolidated financial statements.

#### iii) Contingencies:

Management has estimated the possible outflow of resources at the end of each annual reporting financial year, if any, in respect of contingencies/claim/litigations against the Group as it is not possible to predict the outcome of pending matters with accuracy.

#### iv) Impairment of financial assets:

The impairment provisions for financial assets are based on assumptions about risk of default and expected cash loss. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

#### v) Impairment of non-financial assets:

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

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

#### vi) Defined benefits plans:

The Cost of the defined benefit plan and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and attrition rate. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

### vii) Recoverability of trade receivable:

Judgements are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required. Factors considered include the credit rating of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payment.

### viii) Provisions:

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability require the application of judgement to existing facts and circumstances, which can be subject to change. Since the cash outflows can take place many years in the future, the carrying amounts of provisions and liabilities are reviewed regularly and adjusted to take account of changing facts and circumstances.

### ix) Fair value measurement of financial instruments :

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

### ac Recent accounting pronouncements

The Ministry of Corporate Affairs (MCA) has notified Companies (Indian Accounting Standards) Amendment Rules, 2023. This notification has resulted into amendments in the following existing accounting standards which are applicable to the Company from 1<sup>st</sup> April, 2023.

#### Amendment to Existing issued Ind AS :

The MCA has carried out amendments of the following accounting standards:

#### i) Ind AS 1- Presentation of Financial Statements

Ind AS 1, Presentation of Financial Statements – This amendment requires the entities to disclose their material accounting policies rather than their significant accounting policies. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and the impact of the amendment is insignificant in the consolidated financial statements.

#### ii) Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors

Ind AS 8, Accounting Policies, Changes in Accounting Estimates and Errors – This amendment has introduced a definition of ‘accounting estimates’ and included amendments to Ind AS 8 to help entities distinguish changes in accounting policies from changes in accounting estimates. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its consolidated financial statements.

#### iii) Ind AS 12 – Income Taxes

Ind AS 12, Income Taxes – This amendment has narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its consolidated financial statements.

The above amendments of standards are not expected to have any significant impact on the Group’s financial statements.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023**

**Note 2 - Property, plant and equipment**

Particulars	(₹ In Lakh)									
	Land- Leasehold	Land - Freehold	Right to Use Assets	Buildings	Plant and Equipment	Furniture and Fixtures	Vehicles	Office Equipments	Total	
<b>COST</b>										
At 1 <sup>st</sup> April 2021	40.03	1,927.00	-	3,755.95	12,177.85	113.29	95.28	118.22	18,227.62	
Additions	-	-	-	180.69	260.13	-	41.58	28.32	510.72	
Disposals	-	-	-	2.26	107.54	-	26.91	12.03	148.74	
Assets Held for Disposals (Refer Note 19)	-	-	-	-	69.45	-	-	2.26	71.71	
<b>At 31<sup>st</sup> March 2022</b>	<b>40.03</b>	<b>1,927.00</b>	<b>-</b>	<b>3,934.38</b>	<b>12,260.99</b>	<b>113.29</b>	<b>109.95</b>	<b>132.25</b>	<b>18,517.89</b>	
Additions	-	206.72	182.87	6.80	309.83	-	-	10.95	717.17	
Disposals	-	-	-	-	90.47	1.45	39.42	1.35	132.69	
Assets Held for Disposals (Refer Note 19)	20.30	-	-	-	-	-	-	-	20.30	
<b>At 31<sup>st</sup> March 2023</b>	<b>19.73</b>	<b>2,133.72</b>	<b>182.87</b>	<b>3,941.18</b>	<b>12,480.35</b>	<b>111.84</b>	<b>70.53</b>	<b>141.85</b>	<b>19,082.07</b>	
<b>DEPRECIATION/AMORTISATION</b>										
At 1 <sup>st</sup> April 2021	4.32	-	-	972.63	5,336.19	66.19	66.61	84.82	6,530.76	
Depreciation/amortisation	0.62	-	-	153.28	751.95	6.62	12.66	13.42	938.55	
Disposals	-	-	-	0.36	64.81	-	24.62	10.74	100.53	
Assets Held for Disposals (Refer Note 19)	-	-	-	-	43.53	-	-	1.87	45.40	
<b>At 31<sup>st</sup> March 2022</b>	<b>4.94</b>	<b>-</b>	<b>-</b>	<b>1,125.55</b>	<b>5,979.80</b>	<b>72.81</b>	<b>54.65</b>	<b>85.63</b>	<b>7,323.38</b>	
Depreciation/amortisation	0.54	-	30.48	160.06	675.59	6.24	6.46	15.09	894.46	
Disposals	-	-	-	-	77.30	0.42	25.34	1.11	104.17	
Assets Held for Disposals (Refer Note 19)	2.66	-	-	-	-	-	-	-	2.66	
<b>At 31<sup>st</sup> March 2023</b>	<b>2.82</b>	<b>-</b>	<b>30.48</b>	<b>1,285.61</b>	<b>6,578.09</b>	<b>78.63</b>	<b>35.77</b>	<b>99.61</b>	<b>8,111.01</b>	
<b>NET BOOK VALUE</b>										
At 31 <sup>st</sup> March 2022	35.09	1,927.00	-	2,808.83	6,281.19	40.48	55.30	46.62	11,194.51	
At 31 <sup>st</sup> March 2023	16.91	2,133.72	152.39	2,655.57	5,902.26	33.21	34.76	42.24	10,971.06	
<b>CAPITAL WIP</b>										
At 31 <sup>st</sup> March 2022									39.00	
At 31 <sup>st</sup> March 2023									82.49	

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

## 2.1 CWIP aging schedule-

(a) Aging as on 31<sup>st</sup> March 2023

Particulars	Less than 1 Year	1-2 Year	2-3 Year	More than 3 Years
Project in progress	82.49	-	-	-
Project temporarily suspended	-	-	-	-
<b>Total</b>	<b>82.49</b>	-	-	-

(b) Aging as on 31<sup>st</sup> March 2022

Particulars	Less than 1 Year	1-2 Year	2-3 Year	More than 3 Years
Project in progress	39.00	-	-	-
Project temporarily suspended	-	-	-	-
<b>Total</b>	<b>39.00</b>	-	-	-

## 2.2 Title deeds of Immovable Properties not held in the name of the Company

(a) Detail as on 31<sup>st</sup> March 2023

Relevant line items in Balance Sheet	Description of property	Gross Carrying value	Title deeds held in the name of	Whether title deed holder is a promoter / director or relative of promoter / director of employee of promoter / director	Property held since which date	Reason for not being held in the name of the Company
Property, plant and equipment	Building - Car Parking Space, Embassy Centre	0.15	Embassy Centre Premises Co - Op Society Ltd.	No	1 <sup>st</sup> April 1989	The Company is in process of getting title deed transferred in the name of the Company.

(₹ in Lakh)

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

(b) Detail as on 31<sup>st</sup> March 2022

Relevant line items in Balance Sheet	Description of item of property	Gross Carrying value	Title deeds held in the name of	Whether title deed holder is a promoter director or relative of promoter / director of employee of promoter / director	Property held since which date	Reason for not being held in the name of the company
Property, plant and equipment	Building - Car Parking Space, Embassy Centre	0.15	Embassy Centre Premises Co - Op Society Ltd.	No	1 <sup>st</sup> April 1989	The Company is in process of getting title deed transferred in the name of the Company.
Property, plant and equipment	Building - Flat - Gurudev Complex, Silvassa	2.06	Pet Fibres Pvt Ltd.	No	24 <sup>th</sup> September, 2007	The title deed is in the name of erstwhile Companies that merged with the Company under Slump Sale

2.3 Building includes ₹ 0.01 Lakh (Previous year ₹ 0.01 Lakh) being the cost of shares in Co-operative Housing Society towards ownership of residential flats.

2.4 Gross Block of Plant and Equipments includes ₹ 64.68 Lakh (Previous year ₹ 64.68 Lakh) and ₹ 33.56 Lakh (Previous year ₹ 33.56 Lakh) being the amount spent for laying Power Line and Water Pipe Line respectively, the ownership of which vests with the respective Government Authorities.

2.5 In accordance with the Indian Accounting Standard (Ind AS) 36 on "Impairment of Assets" the management during the year carried out an exercise of identifying the assets that may have been impaired in respect of each cash generating unit in accordance with the said Accounting Standard. On the basis of this review carried by the management there was no impairment loss on Property, Plant and Equipment during the year ended 31<sup>st</sup> March, 2023.

2.6 Refer note 49 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

2.7 The Company does not have any Capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan.

2.8 There are no proceedings initiated or pending against the Company for holding any Benami Property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

Note 3 - Investments Properties

Particulars	(₹ In Lakh)			
	Freehold land	Leasehold Rights	Building	Total
<b>COST</b>				
At 1 <sup>st</sup> April 2021	23.73	6,526.70	5,371.54	11,921.97
Additions/Adjustments	-	195.69	108.90	304.59
Disposals	-	-	-	-
<b>Assets Held for Disposals (Refer Note 19)</b>	<b>23.42</b>	<b>-</b>	<b>-</b>	<b>23.42</b>
At 31 <sup>st</sup> March 2022	0.31	6,722.39	5,480.44	12,203.14
Additions/Adjustments	-	554.13	308.37	862.50
Disposals/Adjustments	-	-	-	-
<b>At 31<sup>st</sup> March 2023</b>	<b>0.31</b>	<b>7,276.52</b>	<b>5,788.81</b>	<b>13,065.64</b>
<b>DEPRECIATION</b>				
At 1 <sup>st</sup> April 2021	-	638.75	831.59	1,470.35
Depreciation	-	182.44	237.27	419.71
Disposals	-	0.21	0.24	0.45
<b>At 31<sup>st</sup> March 2022</b>	<b>-</b>	<b>820.98</b>	<b>1,068.62</b>	<b>1,889.61</b>
Depreciation	-	243.55	307.33	550.88
Disposals	-	-	-	-
<b>At 31<sup>st</sup> Dec 2022</b>	<b>-</b>	<b>1,064.53</b>	<b>1,375.95</b>	<b>2,440.49</b>
<b>NET BOOK VALUE</b>				
At 31 <sup>st</sup> March 2022	0.31	5,901.41	4,411.82	10,313.53
At 31 <sup>st</sup> March 2023	0.31	6,211.99	4,412.86	10,625.15

3.1. Fair value of investment properties

Particulars	(₹ In Lakh)	
	31-Mar-2023	31-Mar-2022
Freehold land	0.31	0.31
Leasehold Rights	6,211.99	5,901.41
Buildings	25,683.92	24,684.78
<b>Total</b>	<b>31,896.22</b>	<b>30,586.50</b>

3.2. Income from Investment Properties generating Rental Income

Particulars	(₹ In Lakh)	
	31-Mar-2023	31-Mar-2022
Rental Income derived from investment properties	819.96	762.10
Direct Operating expenses (including repairs and maintenance) generating rental income	442.36	389.93
Income arising from investment properties before depreciation	377.60	372.18
Depreciation	359.56	332.71
Income from Investment properties (Net)	18.04	39.46

3.3. Income from Investment Properties not generating Rental Income

Particulars	(₹ In Lakh)	
	31-Mar-2023	31-Mar-2022
Rental Income derived from investment properties	-	-
Direct Operating expenses (including repairs and maintenance) generating rental income	28.39	29.92
Income arising from investment properties before depreciation	(28.39)	(29.92)
Depreciation	39.61	39.61
Income from Investment properties (Net)	(68.00)	(69.53)

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

### 3.4. Estimation of fair value of investment properties:

The fair values of the properties are based on valuations performed by an accredited independent valuer, who is a specialist in valuing these types of properties. The Fair value of the properties have been worked out keeping in mind the various data and information and a study of the micro market in the discussion with industry experts, local brokers and regional developers. The fair value measurement for all of the investment property has been categorized as a level 3 fair value based on the inputs to the valuation techniques used.

The fair values of the properties as at 31<sup>st</sup> March, 2023 are performed by an accredited independent registered valuer as defined under rule 2 of the Companies (Registered Valuers and Valuation) Rules, 2017 who is a specialist in valuing these types of properties.

- 3.5** a) Leasehold Rights represents amount paid by one of the subsidiary company for rights to leasehold land in the year 2008. The leasehold land is situated in Dubai, UAE. The lease is for a period of 50 years and valid upto 18 June 2058.
- b) Building represents used for labour accommodation situated in Dubai, UAE which is constructed on leasehold land.
- c) The management of one of the subsidiary is of the opinion that, the absence of comparable market prices, the fair value of building can not be reasonable reliably determined but is considered to be at least equal to its carrying amount.
- 3.6** Addition/Depreciation are inclusive of gain / (loss) of ₹ **(857.32) Lakh** (Previous year ₹ (307.94) Lakh) and ₹ **(150.85) Lakh** (Previous Year ₹ (47.38) Lakh) respectively on account of translation of investment property and depreciation to date respectively of foreign subsidiary. The effect of which is considered in foreign currency translation reserve.

### Note 4 - Intangible Assets

Particulars	(₹ In Lakh) Amount
<b>COST</b>	
<b>At 1st April 2021</b>	<b>36.12</b>
Additions	1.70
Disposals	-
<b>At 31st March 2022</b>	<b>37.82</b>
Additions	-
Disposals	-
<b>At 31st March 2023</b>	<b>37.82</b>
<b>ACCUMULATED AMORTIZATION</b>	
<b>At 1st April 2021</b>	31.47
Amortisation	1.50
Disposals	-
<b>At 31st March 2022</b>	<b>32.97</b>
Amortisation	1.98
Disposals	-
<b>At 31st March 2023</b>	<b>34.95</b>
<b>NET BOOK VALUE</b>	
<b>At 31st March 2022</b>	<b>4.85</b>
<b>At 31st March 2023</b>	<b>2.87</b>

4.1 Intangible assets represents software other than self generated.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

## Note 5 - Investments - Associates

Particulars	(₹ In Lakh)					
	As at 31 <sup>st</sup> March, 2023			As at 31 <sup>st</sup> March, 2022		
	Quantity (No's)	Face value	Amount	Quantity (No's)	Face value	Amount
<b>i) Financial assets classified and measured at cost</b>						
<b>Unquoted fully paid-up</b>						
Searock Developers FZC	50	AED 1	7,934.35	50	AED 1	7,940.22
Urban Infrastructure Holdings Pvt. Ltd.	11,35,17,714	10	9,975.32	11,35,17,714	10	10,825.51
<b>Total equity investments</b>			<u>17,909.67</u>			<u>18,765.73</u>
<b>In debentures</b>						
<b>Unquoted fully paid-up</b>						
Zero percent fully compulsorily convertible debentures of Urban Infrastructure Holdings Pvt. Ltd.	82,66,540	100	8,266.54	82,66,540	100	8,266.54
Zero percent fully compulsorily convertible debentures of Urban Infrastructure Holdings Pvt. Ltd.	8,52,27,110	10	8,522.71	8,52,27,110	10	8,522.71
<b>Total debentures</b>			<u>16,789.25</u>			<u>16,789.25</u>
<b>Investments in associate</b>			<u>34,698.92</u>			<u>35,554.98</u>
<b>ii) Financial assets classified and measured at Fair value through other comprehensive income</b>						
<b>Equity Instruments</b>						
<b>a) Equity Shares - Unquoted fully paid up</b>						
Mumbai SEZ Ltd	22,93,77,346	10	22,456.04	22,93,77,346	10	22,456.04
Rewas Ports Ltd	5,00,00,000	10	4,500.00	5,00,00,000	10	4,500.00
Gold Bricks Infrastructure Pvt. Ltd.	8,06,700	10	228.66	8,06,700	10	269.91
Neelkanth Realty Pvt. Ltd. (Refer Note 5.1)	2,13,333	10	17.19	2,13,333	10	77.33
Neelkanth Rice Lands Pvt. Ltd.	80,000	10	32.03	80,000	10	71.73
Nirmal Infrastructure Pvt. Ltd. (Refer Note 5.2)	1,09,000	10	100.00	1,09,000	10	100.00
Ozone Projects Pvt. Ltd.	9,57,133	10	-	9,57,133	10	-
Ozone Urbana Infra Developers Pvt. Ltd.	4,44,143	10	-	4,44,143	10	-
Supernal Realtors Pvt. Ltd.	26,667	10	-	26,667	10	-
Vengas Realtors Pvt. Ltd.	26,667	10	-	26,667	10	-
Prestige Garden Estates Projects Pvt. Ltd.	8,007	10	-	8,007	10	-
Sun Infrastructures Pvt. Ltd.	28,298	10	-	28,298	10	-
Share application money - Prestige estates projects limited			-			-
<b>b) Equity Shares - Unquoted Partly paid up</b>						
Nilayami Realtors Pvt. Ltd. (₹ 5/- paid up each)	1,06,000	10	23.67	1,06,000	10.00	57.76

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

<b>c) Equity Shares - Quoted fully paid up</b>						
Bajaj Finserve Ltd	2,000	5	253.43	2,000	5	340.54
ERA Infra Engineering Ltd. (Current Year ₹ 6/- and Previous Year ₹ 6/-)	5	2	0.00	5	2	0.00
Indo-Asian Projects Ltd. (Current Year ₹ 10/- and Previous Year ₹ 10/-)	1	10	0.00	1	10	0.00
Future Retail Ltd. (Current Year ₹ 454/- and Previous Year ₹ 603/-)	1	2	0.00	1	2	0.00
Regaliaa Realty Ltd. (Current Year ₹ 18/- and Previous Year ₹ 11/-)	1	10	0.00	1	10	0.00
SAAG RR Infra Ltd. (Current Year ₹ 1/- and Previous Year ₹ 1/-)	1	10	0.00	1	10	0.00
<b>Total investment in equity shares</b>			<u>27,611.03</u>			<u>27,873.31</u>
<b>d) 0% Fully Compulsorily Convertible Debentures - Unquoted fully paid up</b>						
Neelkanth Realty Pvt. Ltd. (Refer Note 5.1)	33,600	100	8.05	33,600	100	33.60
Neelkanth Rice Lands Pvt. Ltd.	11,200	1,000	89.60	11,200	1,000	125.96
Supernal Realtors Pvt. Ltd.	18,721	1,000	-	18,721	1,000	-
Vengas Realtors Pvt. Ltd.	26,733	1,000	-	26,733	1,000	-
<b>e) 0% Fully Compulsorily Convertible Debentures - Unquoted partly paid up</b>						
Nilayami Realtors Pvt. Ltd. (₹ 10/- paid up each)	8,480	1,000	0.64	8,480	1,000	-
<b>Total Debentures</b>			<u>98.29</u>			<u>159.56</u>
<b>Total equity instruments at FVOCI</b>			<u>27,709.33</u>			<u>28,032.88</u>
<b>(iii) Financial assets classified and measured at FVTPL</b>						
<b>a) Non Convertible Debentures - Quoted Fully paid up</b>						
Spandana Sphoorthy Financial Ltd. Tranche 2	-	-	-	1,200	1,00,000	1,340.04
7.40% Muthoot Finance Ltd. 05.01.2024	30,000	-	303.54	-	-	-
			<u>303.54</u>			<u>1,340.04</u>
<b>b) In Units</b>						
Urban Infrastructure Opportunities Fund	-	-	-	7,729	27,430	752.34
Urban Infrastructure Venture Capital Fund - Class B	-	-	-	20,000	100	20.00
<b>Total units at FVTPL</b>			<u>-</u>			<u>772.34</u>
<b>Total Other non-current investments</b>			<u>28,012.87</u>			<u>30,145.26</u>
<b>Total non-current investments</b>			<u>62,711.79</u>			<u>65,700.24</u>
Aggregate amount of quoted investments and market value thereof			253.43			340.54
Aggregate amount of unquoted investments			62,458.36			65,359.70

5.1 Original Share / Debenture Certificates have been misplaced and steps are being taken to obtain duplicate certificates.

5.2 Original Equity shares of Nirmal Infrastructure Private Ltd. have been kept in Escrow Account and proposed transaction for disposal of investment is being executed.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

## 5.3 Investments classified as:

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
At Cost	34,698.92	35,554.98
At FVOCI	27,709.33	28,032.88
At FVTPL	303.54	2,112.38
<b>Total</b>	<b>62,711.79</b>	<b>65,700.24</b>

## Note 6 - Non current financial assets - Loans

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Unsecured, considered good</b>		
<b>Loan to subsidiaries</b>		
Loans to employees	6.47	21.49
<b>Total</b>	<b>6.47</b>	<b>21.49</b>

## Note 7 - Other non current financial assets

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Bank Deposits with more than 12 months maturity (Refer Note 7.1 and 7.2 Below)	528.87	5.02
Security Deposits	362.14	361.73
<b>Total</b>	<b>891.01</b>	<b>366.75</b>
7.1 Fixed Deposit with Bank having maturity more than 12 Months is held as margin money against Bank Guarantee to Pollution control board.	5.30	5.02
7.2 Fixed Deposit with Bank having maturity more than 12 Months is pledged with Bank against Bank Overdraft Facility.	523.57	-

## Note 8 - Deferred tax assets (net)

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Deferred Tax Assets</b>		
Disallowance Under the Income-tax Act, 1961	198.03	123.36
On unrealised profit on unsold inter-company inventory	12.57	12.57
Provision for Impairment	2,004.65	2,004.65
Leased Assets	1.53	-
Unused Tax Assets Mat Credit Entitlement	15.98	15.98
Related to Fixed Assets	0.39	-
<b>Deferred Tax Liabilities</b>		
Related to Fixed Assets	-	0.01
Financial assets measured at Fair Value	113.79	97.00
<b>Total</b>	<b>2,119.36</b>	<b>2,059.55</b>

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

### 8.1 Movement in Deferred Tax Assets/(Liabilities)

(₹ In Lakh)								
Particulars	Disallowance under the Income Tax Act	On unrealised profit on unsold inter-company inventory	Financial assets measured at Fair Value	Provision for Impairment	Related to Property, plant and Equipments	Unused Tax Assets MAT Credit	Leased Assets	Total
As at 1st April, 2021 (Charged)/Credited	107.95	12.57	(61.84)	1,841.88	(0.01)	15.98	-	1,916.53
- to Profit & Loss	16.33	-	17.50	162.77	-	-	-	196.60
- to Other Comprehensive Income	(0.92)	-	(52.66)	-	-	-	-	(53.58)
<b>As at 31st March, 2022</b> (Charged)/Credited	<b>123.36</b>	<b>12.57</b>	<b>(97.00)</b>	<b>2,004.65</b>	<b>(0.01)</b>	<b>15.98</b>	<b>-</b>	<b>2,059.55</b>
- to Profit & Loss	74.67	-	(5.21)	-	0.40	-	1.53	71.39
- to Other Comprehensive Income	-	-	(11.58)	-	-	-	-	(11.58)
<b>As at 31st March, 2023</b>	<b>198.03</b>	<b>12.57</b>	<b>(113.79)</b>	<b>2,004.65</b>	<b>0.39</b>	<b>15.98</b>	<b>1.53</b>	<b>2,119.36</b>

### 8.2 Unrecognised deferred tax assets:

#### a) On Deductible temporary differences -

Deferred tax assets are not recognised for certain deductible temporary differences arising on fair valuation of investments to the extent of ₹ 45,573.83 Lakh (31<sup>st</sup> March 2022 ₹ 42,250.47 Lakh) because it is not probable that future taxable profits will be available against which these deductible temporary differences can be utilised.

#### b) Tax Losses

The Group has the following unused tax losses which arose on incurrence of business losses and capital losses under the Income Tax Act, 1961 for which no deferred tax asset has been recognised in the Balance Sheet

(₹ In Lakh)				
In relation to Financial Year ending	As at 31 <sup>st</sup> March, 2023	Expiry Year	As at 31 <sup>st</sup> March, 2022	Expiry Year
2015-2016	-	-	4.40	2023-2024
2016-2017	-	2024-2025	2.54	2024-2025
2017-2018	0.36	2025-2026	3.59	2025-2026
2018-2019	125.47	2026-2027	127.17	2026-2027
2019-2020	25.64	2027-2028	23.92	2027-2028
2020-2021	305.65	2028-2029	304.29	2028-2029
2021-2022	737.44	2029-2030	9.67	2029-2030
2022-2023	873.12	2030-2031	-	-

### Note 9 - Non current tax assets (net)

(₹ In Lakh)			
Particulars	As at 31 <sup>st</sup> March, 2023		As at 31 <sup>st</sup> March, 2022
	Income-tax	2,616.21	
<b>Total</b>	<b>2,616.21</b>		<b>2,722.29</b>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

## Note 10 - Other non current assets

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Unsecured, considered good</b>		
Capital advances	11,153.49	11,312.22
Less: Prov for Doubtful Advances (Refer Note No 40)	(5,077.58)	-
	<u>6,075.91</u>	<u>11,312.22</u>
Balance with GST/Service Tax Authorities (Refer Note No 10.1)	277.70	278.16
Prepaid Expenses	9.81	9.14
<b>Total</b>	<u><b>6,363.42</b></u>	<u><b>11,599.52</b></u>

10.1 Balance with GST amounting to ₹ 277.70 Lakh (Previous Year ₹ 278.16 Lakh) has no expiry as per GST Act, 2017. The same will be utilised as and when the Subsidiary Company will provide the service in future. Hence the same has been considered good for recovery.

## Note 11 - Inventories

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Raw Materials</b>		
Goods-in-Transit	323.68	-
Others	920.98	2,909.17
<b>Work-in-Progress</b>	12,830.65	12,960.57
<b>Finished Goods</b>		
Goods-in-Transit	380.77	1,269.00
Others	5,686.97	4,879.83
<b>Stores and Spares</b>		
Others	949.55	657.00
<b>Construction Materials</b>	1.26	1.26
<b>Scrap</b>	5.23	123.12
<b>Total</b>	<u><b>21,099.09</b></u>	<u><b>22,799.95</b></u>

11.1. For mode of valuation please refer note 1 (i)

11.2 Work in Progress includes Land of ₹ 466.65 Lakh (Previous year ₹ 463.91 Lakh) pending execution of conveyance/sale deed and possession of the land of ₹ 401.39 Lakh (Previous year ₹ 399.54 Lakh) is in dispute.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

### Note 12 - Current investments

(₹ In Lakh)

Particulars	As at 31 <sup>st</sup> March, 2023			As at 31 <sup>st</sup> March, 2022		
	Quantity (No's)	Face value	Amount	Quantity (No's)	Face value	Amount
<b>(i) Financial assets classified and measured at Fair value through other comprehensive income</b>						
<b>Equity Instruments</b>						
<b>a) Equity Shares - Quoted fully paid up</b>						
Ansal Properties & Infrastructure Ltd.	7,62,609	10	85.79	7,62,609	5	101.43
Bombay Dyeing & Mfg.Co. Ltd.	1,76,000	10	99.62	1,76,000	2	173.27
Electrotherm (India) Ltd.	2,500	1	1.37	2,500	10	2.82
Essar Shipping Ltd.	12,512	10	1.01	12,512	10	0.94
The Indian Hotels Company Ltd.	2,45,419	10	795.16	2,45,419	1	581.77
Tata Communication Ltd.	38,700	10	482.38	38,700	10	475.62
Hemisphere Properties India Ltd.	38,700	10	31.91	38,700	10	44.25
<b>Total equity instruments at FVOCI</b>			<u>1,497.24</u>			<u>1,380.10</u>
<b>(ii) Financial Assets carried at fair value through amortised cost</b>						
<b>a) Unsecured 14% Non-Convertible Denatures - Unquoted fully paid up</b>						
Ozone Propex Pvt. Ltd.	54,00,000	100	5,400.00	54,00,000	100	5,400.00
Provision for impairment			(5,400.00)			(5,400.00)
<b>b) 0% Redeemable optionally fully convertible Debentures - Unquoted fully paid up</b>						
Series (A) - 0% Redeemable Optionally Fully Convertible Debentures of Sun Infrastructures Private Limited	1,51,000	1,000	-	1,51,000	1,000	-
Series (B) - 0% Redeemable Optionally Fully Convertible Debentures of Sun Infrastructures Private Limited (Partly paid up ₹ 586/-each)	23,500	1,000	-	23,500	1,000	-
<b>Total instruments at amortised cost</b>			<u>-</u>			<u>-</u>
<b>(iii) Financial assets classified and measured as fair value through profit and loss</b>						
<b>a) In Non Convertible Debentures- Quoted Fully Paid-up</b>						
7.40% Muthoot Finance Ltd - 05.01.2024	1,20,000	1,000	1,214.16	-	-	-
9.20% Vedanta Limited NCD (Series II)	-	-	-	200	10,00,000	2,087
Spandana Sphoorthy Financial Ltd. Tranche 2	1,200	1,00,000	1,490.90	-	-	-
9.20% Navi Finserve Limited 2023	70,000	1,000	702.63	-	-	-
			<u>3,407.69</u>			<u>2,087.07</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

(₹ In Lakh)

Particulars	As at 31 <sup>st</sup> March, 2023			As at 31 <sup>st</sup> March, 2022		
	Quantity (No's)	Face value	Amount	Quantity (No's)	Face value	Amount
<b>(b) Mutual Funds - Unquoted Fully Paid-up</b>						
Invesco India Liquid Fund - Direct Plan Growth	66,680.151	1,000	2,060.50	10,819.128	1,000	316.28
ABSL Saving Fund -Growth Direct Plan	22,03,265.950	100	10,361.06	6,14,727.728	100	2,627.72
Aditya Birla Sun Life Money Manager Fund - Direct Plan Growth	1,089.128	100	3.58	1,215.436	100	3.63
ABSL Liquid Fund -Growth Direct Plan	1,15,435.014	100	419.14	17,831.98	100	61.19
			12,844.28			3,008.82
<b>Total Instrument at FVTPL</b>			<b>16,251.96</b>			<b>5,095.89</b>
<b>Total Current Investments</b>			<b>17,749.20</b>			<b>6,475.99</b>
Aggregate amount of quoted investments and market value thereof			4,904.92			3,467.17
Aggregate amount of unquoted investments			12,844.28			3,008.82

**Note 13 - Trade receivables**

(₹ In Lakh)

Particulars	As at	As at
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
<b>Unsecured, considered good</b>		
Trade Receivable considered good - Secured	-	-
Trade Receivable considered good - Unsecured	5,245.96	6,418.05
<b>Total</b>	<b>5,245.96</b>	<b>6,418.05</b>

**Note 13.1 - Trade Receivable aging schedule**

(₹ In Lakh)

Particulars	Not Due	Outstanding from due date of Payment as on 31 <sup>st</sup> March, 2023					Total
		Less than 6 months	6 months - 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	
Undisputed Trade Receivable-considered Good	4,758.88	396.11	0.20	0.48	-	90.29	5,245.96
<b>Total</b>	<b>4,758.88</b>	<b>396.11</b>	<b>0.20</b>	<b>0.48</b>	<b>-</b>	<b>90.29</b>	<b>5,245.96</b>

(₹ In Lakh)

Particulars	Not Due	Outstanding from due date of Payment as on 31 <sup>st</sup> March, 2022					Total
		Less than 6 months	6 months - 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	
Undisputed Trade Receivable-considered Good	6,157.54	144.02	25.30	0.90	90.29	-	6,418.05
<b>Total</b>	<b>6,157.54</b>	<b>144.02</b>	<b>25.30</b>	<b>0.90</b>	<b>90.29</b>	<b>-</b>	<b>6,418.05</b>

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

### Note 14 - Cash and Cash Equivalents

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Cash and Cash Equivalents</b>		
Balances with Banks in Current Accounts	507.48	891.46
<b>Total</b>	<b>507.48</b>	<b>891.46</b>

14.1 For the purpose of the statement of cash flows, cash and cash equivalents comprise the followings:-

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Balances with Banks in Current Accounts	507.48	891.46
Less: Working Capital Loan from Bank repayable on Demand	151.17	-
	<b>356.31</b>	<b>891.46</b>

### Note 15 - Bank Balance other than Cash & Cash Equivalents

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Other Bank Balances - Earmarked</b>		
Unpaid Dividend Accounts	39.55	42.87
<b>Total</b>	<b>39.55</b>	<b>42.87</b>

### Note 16 - Current financial assets - Loans

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Others</b>		
Inter-Corporate Deposits measured at amortised cost (Refer Note No 16.1 (i) & (ii) )	1,106.10	3,106.10
Interest Receivable (Refer Note No 16.1 (i) )	2,152.78	2,523.96
Loans to Employees (Refer Note No 16.2)	23.18	8.72
<b>Credit Impaired</b>		
Inter-Corporate Deposits to Others	24.38	24.38
Interest Receivable	24.23	24.23
Less : Provision for Credit impaired	<b>(48.61)</b>	<b>(48.61)</b>
<b>Total</b>	<b>3,282.06</b>	<b>5,638.78</b>

16.1 (i) Interest receivable of ₹ 2,147.12 Lakh (Previous Year ₹ 2,147.12 Lakh) given by one of the Subsidiary Company on inter corporate deposits are overdue from parties as the party has already paid Inter corporate deposits in earlier year pursuant to court order. The Subsidiary Company is pursuing recovery through a suit filed against the parties in the Hon'ble Bombay High Court. In view of the value of the assets of the parties and commitment from the Promoter of those parties, the Subsidiary Company is of the view that the entire outstanding amount is recoverable and no provision for doubtful advance is necessary.



**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023**

16.1 (ii) Inter-corporate deposits of ₹ 1106.10 Lakh (Previous Year ₹ 1106.10) given by one of the Subsidiary Company is overdue from a party for substantial period of time and the Subsidiary Company has initiated legal proceedings against the party. In view of the value of the assets of the party, the Subsidiary Company is of the view that the entire outstanding amount is recoverable and no provision for doubtful advance is necessary.

16.2 The loan of ₹ 20.05 Lakh (Previous Year ₹ 5.30 Lakh) were granted by the Subsidiary Company for the purpose of business and working capital needs of the recipient of the loan.

**Note 17 - Other current financial assets**

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Unsecured, considered good</b>		
Advances to related parties (Refer Note No. 48)	460.56	460.96
Other Advances (Refer Note No 17.1)	719.26	231.53
<b>Considered and doubtful</b>		
Interest accrued on investments	1,456.06	1,456.06
Less: Provision for impairment	(1,456.06)	(1,456.06)
<b>Total</b>	<b>1,179.82</b>	<b>692.49</b>

17.1 Other Advances mainly includes Claims & Discount receivables from various parties, rental and other receivable etc.

**Note 18 - Other current assets**

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Unsecured, considered good</b>		
Export Incentive Receivable	14.86	15.64
Advance Towards Purchase of Land / Development Rights (Refer Note 18.2)	2,671.94	3,263.73
Balance with Government Authorities	242.52	236.56
Other Advances (Refer Note 18.1)	737.13	1,041.47
<b>Considered and doubtful</b>		
Advance Towards Purchase of Land / Development Rights	7,331.64	7,331.64
Less: Provision for Doubtful Advances (Other Current Assets)	(7,331.64)	(7,331.64)
<b>Total</b>	<b>3,666.45</b>	<b>4,557.40</b>

18.1 Other Advances mainly includes Advance to Suppliers, Export Incentive Licence, Income Tax Refund receivable and GST Receivable etc.

18.2 Advances towards Purchase of Land / Development Rights aggregating to ₹ 821.20 Lakh (Previous year ₹ 820.21 Lakh) which are subject to confirmation. The management is of the view that the above mentioned amounts are fully recoverable and hence no provisions for doubtful advances is necessary.

**Note 19 - Assets held for sale**

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Land	17.64	-
Building	4.33	5.77
Plant & Equipment	263.81	384.33
Investment Properties	149.05	149.05
<b>Total</b>	<b>434.83</b>	<b>539.15</b>

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

19.1 The Company has decided to sell and / or discard above mentioned assets and accordingly, these assets are classified as assets held for sale and are carried at estimated net realisable value as determined by the management. The expected sales are within 12 months.

### Note 20 (a) - Equity share capital

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Authorised:</b>		
45,00,00,000 Equity Shares of ₹ 1 each (45,00,00,000 Equity Shares of ₹ 1 each as at 31 <sup>st</sup> March, 2022)	4,500.00	4,500.00
1,50,00,000 1% Non-Cumulative, Non-Participating Redeemable (1,50,00,000 Preference Shares of ₹ 1 each as at 31 <sup>st</sup> March, 2022)	150.00	150.00
3,50,00,000 Unclassified Shares of ₹ 1 each (3,50,00,000 Unclassified Shares of ₹ 1 each as at 31 <sup>st</sup> March, 2022)	350.00	350.00
<b>TOTAL</b>	<b>5,000.00</b>	<b>5,000.00</b>
<b>Issued and Subscribed:</b>		
17,84,94,010 Equity Shares of ₹ 1 each (17,84,94,010 Equity Shares of ₹ 1 each as at 31 <sup>st</sup> March, 2022)	1784.94	1784.94
<b>TOTAL</b>	<b>1784.94</b>	<b>1784.94</b>
<b>Paid-Up:</b>		
17,84,49,410 Equity Shares of ₹ 1 each fully paid up (17,84,49,410 Equity Shares of ₹ 1 each as at 31 <sup>st</sup> March, 2022)	1,784.49	1784.49
Add: Forfeited Shares (Amount originally paid on 4,460 (4,460) shares of ₹ 10 each)	0.22	0.22
<b>TOTAL</b>	<b>1,784.71</b>	<b>1784.71</b>

### 20 (a).1 Reconciliation of number of Equity Shares outstanding at the beginning and at the end of the year:

Particulars	2022-23		2021-22	
	(In Nos.)	(₹ In Lakh)	(In Nos.)	(₹ In Lakh)
Shares outstanding at the beginning of the year	17,84,49,410	1,784.49	17,84,49,410	1,784.49
Shares outstanding at the end of the year	17,84,49,410	1,784.49	17,84,49,410	1,784.49

### 20 (a).2 The terms / rights attached to the Equity Shares:

The holder of equity shares of ₹ 1 each is entitled to one vote per share. The equity shareholders are entitled to dividend only if dividend in a particular financial year is recommended by the Board of Directors and approved by the members at the annual general meeting of that year. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by share holders.

### 20 (a).3 Details of shares in the Company held by each shareholder holding more than 5% shares:

Name of Shareholder	As at 31 <sup>st</sup> March, 2023		As at 31 <sup>st</sup> March, 2022	
	Number of Shares held	% of Holding	Number of Shares held	% of Holding
<b>Equity Shares:</b>				
Harsh Jain	2,32,53,153	13.03	2,32,53,153	13.03
Sushma Jain	1,61,30,740	9.04	1,61,30,740	9.04
Ruchi Jain Hanasoge	2,19,46,966	12.30	2,12,73,120	11.92
Gaurav Jain	1,82,13,394	10.21	1,82,13,394	10.21
NK Trust	1,08,87,095	6.10	1,05,27,100	5.90
Ankit Jain	2,17,46,967	12.19	2,17,20,813	12.17

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

## 20 (a).4 Forfeited shares (Amount originally paid up):

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
44,600 (Previous Year 44,600) Equity Shares of ₹ 1 each (Originally 4,460 Equity Shares of ₹ 10/- each)	0.22	0.22

## 20 (a).5 Details of shares held by promoters in the Company:

Name of Shareholder	As at 31 <sup>st</sup> March, 2023		As at 31 <sup>st</sup> March, 2022	
	Number of Shares held	% of Holding	Number of Shares held	% of Holding
Satyapal Jaikumar Jain	100	0.00	100	0.00
Anand Jain	36,10,240	2.02	36,10,240	2.02
Virendra Jain	100	0.00	100	0.00
Laxmi Jain	100	0.00	100	0.00
Sushma Jain	1,61,30,740	9.04	1,61,30,740	9.04
Rina Jain	100	0.00	100	0.00
Gaurav Jain	1,82,13,394	10.21	1,82,13,394	10.21
Harsh Jain	2,32,53,153	13.03	2,32,53,153	13.03
Ankit Jain	2,17,46,967	12.19	2,17,20,813	12.17
Ruchi Jain Hanasoge	2,19,46,966	12.30	2,12,73,120	11.92
Hide N Chic Furniture Pvt. Ltd.	2,00,000	0.11	2,00,000	0.11
Kasturi Trading Co. Pvt. Ltd.	2,00,000	0.11	2,00,000	0.11
Pet Fibres Ltd.	2,00,000	0.11	2,00,000	0.11
Richmond Traders Pvt. Ltd.	2,00,000	0.11	2,00,000	0.11
Ridhi Synthetics Ltd.	1,00,000	0.06	1,00,000	0.06
Somerset Trading Pvt. Ltd.	2,00,000	0.11	2,00,000	0.11
Sparsh Trading Pvt.	2,00,000	0.11	2,00,000	0.11
Ljnk Trust	66,71,823	3.74	66,71,823	3.74
Mega Trust	79,21,617	4.44	75,81,617	4.25
Nk Trust	1,08,87,095	6.10	1,05,27,100	5.90

## Note 20 (b) - Other equity

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Foreign Exchange Translation Reserve</b>		
Opening balance	3,746.17	3,570.89
Transaction during the year	581.12	175.28
<b>Closing balance</b>	<b>4,327.29</b>	<b>3,746.17</b>

**Nature and Purpose** - The exchange differences arising on translation of foreign operations are recognised in other comprehensive income and accumulated in a separate reserve within equity. The same is cumulatively reclassified to profit or loss when the Foreign operation is disposed off.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Capital reserve</b>		
Opening balance	92.17	92.17
Transaction during the year	-	-
<b>Closing balance</b>	<b>92.17</b>	<b>92.17</b>

**Nature and Purpose** - The Reserve was created in pursuant to scheme for the merger of Comet Steels Ltd and Sipta Coated Steels Ltd with Jai Corp Ltd. The reserve will be utilized in the compliance with the provisions of the Company's Act, 2013.

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Capital reserve on consolidation</b>		
Opening balance	349.95	349.95
Transaction during the year	-	-
<b>Closing balance</b>	<b>349.95</b>	<b>349.95</b>

**Nature and Purpose** - Capital reserve on consolidation represents excess of fair value of net assets over the purchase consideration paid to the acquiree.

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Capital redemption reserve</b>		
Opening balance	150.00	144.72
Transaction during the year -		
Transfer from General Reserve on account of redemption of preference shares	-	5.28
<b>Closing balance</b>	<b>150.00</b>	<b>150.00</b>

**Nature and Purpose** - The reserve was created upon the redemption of preference shares and will be utilised with the compliance of the provisions of the Company's Act, 2013.

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Securities premium reserve</b>		
Opening balance	43,348.95	43,348.95
Transaction during the year	-	-
<b>Closing balance</b>	<b>43,348.95</b>	<b>43,348.95</b>

**Nature and Purpose** - Securities premium was created when shares are issued at premium. The reserve will be utilised in accordance with the provisions of the Companies Act, 2013.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>General reserve</b>		
Opening balance	27,312.42	27,317.70
Transaction during the year -		
Transfer to capital redemption reserve	-	(5.28)
<b>Closing balance</b>	<b>27,312.42</b>	<b>27,312.42</b>

**Nature and Purpose** - General Reserve is created from time to time by way of transfer of profits from retained earnings for appropriation purpose. This reserve is a distributable reserve.

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Retained earnings</b>		
Opening balance	47,301.70	42,285.21
Transaction during the year -		
Net loss for the year	(1,360.64)	5,257.34
Dividends Paid	(892.25)	(240.85)
<b>Closing balance</b>	<b>45,048.81</b>	<b>47,301.70</b>

**Nature and Purpose** - Retained earnings represents the accumulated profits / losses made by the Group over the years.

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Remeasurements of defined benefit plans</b>		
Opening balance	261.03	228.47
Transaction during the year -		
Actuarial gains	12.82	43.62
Deferred tax	(3.93)	(11.06)
<b>Closing balance</b>	<b>269.92</b>	<b>261.03</b>

**Nature and purpose** - Other comprehensive income also comprises of re-measurements of defined benefit obligations.

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>FVOCI - Equity instruments</b>		
Opening balance	(2,853.79)	(3,421.12)
Transaction during the year -		
Fair value gains and losses on restatement to fair value on reporting date	(206.41)	614.21
Deferred tax	(9.11)	(67.96)
Share of Other comprehensive income of Associates	(4.53)	21.08
<b>Closing balance</b>	<b>(3,073.84)</b>	<b>(2,853.79)</b>

**Nature and Purpose** - The Group has elected to recognise changes in the fair value of certain investments in equity instruments in other comprehensive income.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Equity component of preference shares issued</b>		
<b>Opening balance</b>	<b>23,571.66</b>	23,772.68
Transaction during the year -		
Term Extension of Preference Shares	-	319.44
Deferred tax on above	-	(79.77)
Early Redemption of Preference Shares	-	(440.68)
<b>Closing balance</b>	<b>23,571.66</b>	<b>23,571.66</b>

**Nature and purpose** - The difference between the fair value of preference shares on the date of issue / modification and the transaction price is recognised as a deemed equity component by the promoters.

**Estimation of fair value** - For computation of the below fair value benefit, the company has estimated the fair value of the financial liability on the date of issue / modification by considering comparable market interest rates adjusted to the facts and circumstances relevant to the company.

Total other equity as at 31st March 2023		(₹ In Lakh)
31-Mar-22		1,43,280.27
31-Mar-23		1,41,397.34

### Note 21 - Non-current financial liabilities- Lease Liabilities

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Lease Liabilities	124.70	-
<b>Total</b>	<b>124.70</b>	<b>-</b>

### Note 22 - Other Non-current financial liabilities

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Security Deposits	27.66	17.80
<b>Total</b>	<b>27.66</b>	<b>17.80</b>

### Note 23 - Non - current Provisions

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Gratuity (unfunded) (Refer Note 50)	0.51	91.00
<b>Total</b>	<b>0.51</b>	<b>91.00</b>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

## Note 24 - Deferred tax liabilities

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Deferred tax liabilities</b>		
Related to Property, plant and Equipments	1,588.79	1,654.14
Financial assets measured at Fair Value	84.54	74.80
<b>Deferred tax assets</b>		
Unused Tax Assets Mat Credit Entitlement	14.13	18.31
Disallowance Under the Income-tax Act, 1961	28.13	22.82
<b>Net deferred tax liability</b>	<b>1,631.07</b>	<b>1,687.81</b>

## 24.1 Movement in Deferred Tax Liabilities/(Assets)

Particulars	(₹ In Lakh)					
	Related to Property, plant and Equipments	Related to redeemable preference share liability	Financial assets measured at Fair Value	Disallowance Under the Income-tax Act, 1961	Unused Tax Assets MAT Credit	Total
As at 1 <sup>st</sup> April, 2021	1,658.38	81.18	43.01	(28.07)	(16.21)	1,738.29
Charged/(Credited)						
- to Profit & Loss	(4.24)	(81.18)	16.48	(4.90)	(2.10)	(75.94)
- to Other Comprehensive Income	-	-	15.31	10.15	-	25.46
<b>As at 31<sup>st</sup> March, 2022</b>	<b>1,654.14</b>	<b>-</b>	<b>74.80</b>	<b>(22.82)</b>	<b>(18.31)</b>	<b>1,687.81</b>
Charged/(Credited)						
- to Profit & Loss	(65.35)	-	12.21	(9.24)	4.18	(58.20)
- to Other Comprehensive Income	-	-	(2.47)	3.93	-	1.45
<b>As at 31<sup>st</sup> March, 2023</b>	<b>1,588.79</b>	<b>-</b>	<b>84.54</b>	<b>(28.13)</b>	<b>(14.13)</b>	<b>1,631.07</b>

## Note 25 - Other non current liabilities

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Advance rent	5.16	3.32
<b>Total</b>	<b>5.16</b>	<b>3.32</b>

## Note 26 - Current financial liabilities - Borrowings

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Secured Loans</b>		
Working Capital Loans from Banks repayable on Demand (Refer Note 26.1 below)	151.17	-
<b>Total</b>	<b>151.17</b>	<b>-</b>

26.1. ₹ 151.17 Lakh (Previous year ₹ Nil as at 31<sup>st</sup> March, 2022) is secured against pledge of fixed deposits with a bank.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

### Note 27 - Current financial liabilities- Lease Liabilities

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Lease Liabilities	33.20	-
<b>Total</b>	<b>33.20</b>	<b>-</b>

### Note 28 - Trade payables

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Micro, Small and Medium Enterprises	9.59	-
Others	448.03	722.01
<b>Total</b>	<b>457.62</b>	<b>722.01</b>

**28.1** Micro, Small and Medium Enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED 2006) have been determined based on the information as available with the Company and the details of amount outstanding due to them are as given below:

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
a) Principal amount and Interest due thereon remaining unpaid to any supplier at the end of each accounting year.	9.59	-
b) the amount of interest paid by the buyer in terms of section 16 of the MSMED 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
c) the amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED 2006.	-	-
d) the amount of Interest accrued and remaining unpaid at the end of each accounting year; and	-	-
e) the amount of further interest remaining due and payable even in the succeeding years, untill such date when the interest dues above are actually paid to small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of MSMED 2006.	-	-
f) Further interest remaining due and payable in the succeeding years.	-	-

### Note 29 - Other current financial liabilities

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Unpaid Dividends	39.55	42.87
Unclaimed for Scheme of Arrangement	38.76	38.76
Creditors for Capital Expenditure	-	3.59
<b>Other Payables</b>		
Others (Refer Note No. 29.2)	1,147.03	1,196.92
<b>Total</b>	<b>1,225.34</b>	<b>1,282.14</b>



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

29.1 Unclaimed Dividends does not include amount, due and outstanding, to be credited to Investor Education and Protection Fund.

29.2 Others Includes Security Deposits and Liability for expenses etc.

**Note 30 - Other current liabilities**

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Advances from Customers	65.94	569.32
Statutory Dues	268.54	325.21
Others (Refer Note 30.1 below)	148.18	138.63
<b>Total</b>	<b>482.66</b>	<b>1,033.16</b>

29.1 others includes advance rent etc.

**Note 31 - Current provisions**

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Provision for employee benefits</b>		
Gratuity (Refer Note 51)	421.55	68.17
Leave Encashment	404.03	374.95
<b>Total</b>	<b>825.58</b>	<b>443.12</b>

**Note 32 - Current tax liabilities**

Particulars	(₹ In Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Provisions for Income Tax (Net)	2.85	1.68
<b>Total</b>	<b>2.85</b>	<b>1.68</b>

**Note 33 - Revenue from operations**

Particulars	(₹ In Lakh)	
	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
Sale of Products	57,644.16	71,665.29
Traded Goods	1,542.99	217.27
Sale of Services	245.47	91.97
Compensation received from supplier	-	34.18
Other Operating Revenue	0.01	0.29
<b>Total</b>	<b>59,432.63</b>	<b>72,009.00</b>

33.1 The Subsidiary Company is not charging the management fees @1% per annum w.e.f. 1<sup>st</sup> July 2014 from Urban Infrastructure Venture Capital Fund ("UIVCF") and accordingly no revenue in respect of Investment Management Fees have been recognised in the books of account of the subsidiary company from that date.

33.2 During the year, The Subsidiary Company has not recognized income in respect of advisory fees from Urban Infrastructure Capital Advisors (UICAM), Mauritius, Investment manager of Urban Infrastructure Real

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

Estate Fund, Mauritius (UIREF) due to change in terms of advisory fees w. e. f. 1<sup>st</sup> October, 2019. As per the revised term, the Company will be entitled to fee only if the UICAM and/or UIREF, on the basis of recommendation of the Company, divests and receives cumulative proceeds of at least USD 10 million in Mauritius. Accordingly, the Company is not eligible for the advisory fees as on 31<sup>st</sup> March, 2023 based on revised terms, hence no advisory fees has been recognized for the period from 1<sup>st</sup> October, 2019 to 31<sup>st</sup> March, 2023.

### 33.3 Revenue disaggregation based on Geography

Particulars	(₹ In Lakh)	
	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
Domestic	52,356.00	61,934.13
Exports	7,076.63	10,074.87
<b>Revenue From Operations</b>	<b>59,432.63</b>	<b>72,009.00</b>

### 33.4 Revenue by business segments:

Particulars	(₹ In Lakh)	
	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
Plastic Processing	56,534.81	64,468.81
Steel	2,492.32	7,145.14
Real Estate	405.50	395.05
<b>Revenue From Operations</b>	<b>59,432.63</b>	<b>72,009.00</b>

### 33.5 Reconciliation of Revenue from Operation with contract price:

Particulars	(₹ In Lakh)	
	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
Contract Price	60,303.64	72,283.31
Reduction towards variables considerations components	(871.01)	(274.31)
	<b>59,432.63</b>	<b>72,009.00</b>

### Note 34 - Other income

Particulars	(₹ In Lakh)	
	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
Interest Income from Financial Assets measured at amortised cost		
From Inter-Corporate Deposits	29.40	48.69
From Fixed Deposits	4.25	4.69
From Others	214.88	173.12
Interest Income from financial assets measured at fair value through profit or loss		
From Non-Convertible Debentures	304.71	395.15
Dividend Income		
From Non-current investments	3.36	0.06
From Current investments	8.99	6.28

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

(₹ In Lakh)		
Particulars	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
Profit on Sale of Investments (Net)		
From Non-current investments	228.30	-
From Current Investments	403.64	89.67
Rent Income	821.50	764.38
Profit on Sale of Plant, Property and Equipments (Net)	93.03	156.95
Net Gain on Foreign Currency Transactions and Translation	45.81	12.27
Export Incentive	-	2.11
Sundry Balances Written Back (Net)	-	26.62
Miscellaneous Income (Refer Note 33.1 below)	138.18	88.96
Fair value changes (net) on financial assets classified as fair value through profit and loss - net income	216.82	118.43
<b>Total</b>	<b>2,512.87</b>	<b>1,887.38</b>

**Note 35 - Cost of materials consumed**

(₹ In Lakh)		
Particulars	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
Opening Stock of Raw Material	2,900.69	4,857.96
Less: Cost of Raw Material Sold	1,537.26	187.26
Add: Purchases	40,262.15	51,450.73
	<b>41,625.58</b>	<b>56,121.43</b>
Less: Closing Stock of Raw Material	1,236.18	2,900.69
<b>Cost of Raw Materials Consumed</b>	<b>40,389.40</b>	<b>53,220.74</b>

**Note 36 - Changes in Inventories of Finished Goods, Work-in-progress and Stock-in-Trade**

(₹ In Lakh)		
Particulars	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
<b>At the end of the Year</b>		
Finished Goods	6,067.74	2,859.84
Work-in-Progress	12,830.65	16,223.65
Scrap	5.23	123.12
	<b>18,903.62</b>	<b>19,206.61</b>
<b>At the beginning of the Year</b>		
Finished Goods	6,124.77	2,899.93
Work-in-Progress	12,960.56	16,087.33
Scrap	123.12	43.10
	<b>19,208.45</b>	<b>19,030.36</b>
<b>Changes in Inventories</b>	<b>304.83</b>	<b>(176.25)</b>

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

### Note 37 - Employee benefits expense

Particulars	(₹ In Lakh)	
	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
Salaries, Wages and Perquisites	4,625.23	5,061.95
Contribution to Provident, Gratuity and Other Funds	293.05	293.12
Staff Welfare Expenses	49.44	53.07
Gratuity (Unfunded)	254.56	13.45
<b>Total</b>	<b>5,222.28</b>	<b>5,421.59</b>

### Note 38 - Finance costs

Particulars	(₹ In Lakh)	
	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
Interest on Others	19.21	2.57
Interest expense on redeemable preference shares measured at amortized cost	-	334.99
<b>Total</b>	<b>19.21</b>	<b>337.56</b>

### Note 39 - Other expenses

Particulars	(₹ In Lakh)	
	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
<b>Construction and Land Development Cost</b>		
Cost of Land	604.51	-
Registration & Stamp Duty Charges	37.47	45.10
Security Charges	0.59	0.27
Land Development Expenses	54.67	-
<b>Manufacturing Expenses</b>		
Stores, Spare parts and Packing Materials Consumed	1,058.09	1,534.03
Power and Fuel	2,442.71	2,336.01
Job Work Charges	11.56	23.28
Repairs to Machinery	68.74	171.13
Repairs to Buildings	293.00	162.63
<b>Selling and Distribution Expenses</b>		
Advertisement, Publicity and Sales Promotion Expenses	33.04	23.11
Brokerage and Commission	294.38	452.44
Freight Outward, Handling charges and Octroi (Net)	609.88	848.88
Payment to Auditors (Refer Note No. 39.1 below)	55.71	41.88
<b>Administrative and General Expenses</b>		
Rent	133.71	205.85
Rates and Taxes	77.28	84.46
Repairs & Maintenance - Others	74.94	11.72
Insurance	126.92	130.55
Legal, Professional and Consultancy Charges	418.95	552.61
Travelling and Conveyance	49.55	64.91
Directors' Sitting Fees	13.01	10.67
Donations	-	51.50

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

Particulars	(₹ In Lakh)	
	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
Bank Charges	15.01	15.30
Loss on Sale of Export License	-	16.10
Bad Debts	0.01	-
Sundry Balances Written Off (Net)	38.23	652.53
Corporate Social Responsibilities Expenditure (Refer Note No. 39.2 below)	103.42	102.23
Miscellaneous Expenses	163.67	316.26
<b>Total</b>	<b>6,779.05</b>	<b>7,853.45</b>

## 39.1 Payment to Auditors

Particulars	(₹ In Lakh)	
	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
Audit Fees	35.86	34.34
Tax Audit Fees	12.00	-
Certification Charges	7.28	7.24
Reimbursement of Expenses	0.57	0.30
<b>Total</b>	<b>55.71</b>	<b>41.88</b>

## 39.2 Notes related to Corporate Social Responsibility expenditure

- CSR amount required to be spent as per Section 135 of the Companies Act, 2013 read with Schedule VII thereof by the company during the year is ₹ 102.31 Lakh (Previous Year ₹ 101.24 Lakh).
- Expenditure related to Corporate Social Responsibility is ₹ **103.42 Lakh** (Previous Year ₹ 102.23 Lakh).

Particulars	(₹ In Lakh)	
	2022-23	2021-22
Education	81.35	69.65
Safe Drinking Water	3.10	1.74
Health	2.76	14.12
Rural Transformation	11.21	-
Others	5.00	16.72
<b>Total</b>	<b>103.42</b>	<b>102.23</b>

## Note 40 - Exceptional Items

In earlier years, the Company had given capital advances amounting to ₹ 11,153.49 Lakh towards acquisition of certain properties to a real estate Developer. The Developer failed to deliver the properties at the agreed timelines and the advances are past due for repayment for a long time. In view of the above, during the year ended 31<sup>st</sup> March, 2023, the Company has filed an application before the NCLT under Section 7(3)(a) of Insolvency and Bankruptcy Code 2016 towards the recovery of the above amount along with interest. Based on the management's best estimates depending on the status of the projects a provision of ₹ 5,077.58 Lakh has been made in the above result and disclosed as an exceptional item.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

### Note 41 - Tax expense

Particulars	(₹ In Lakh)	
	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
<b>Current tax expense</b>		
<b>Current tax for the year</b>		
- Continuing Operations	1,951.15	1,698.41
- Discontinuing Operations	15.96	(7.77)
Income tax of earlier year	(2.55)	0.19
	<u>1,964.56</u>	<u>1,690.83</u>
<b>Deferred taxes</b>		
<b>Change in deferred tax liabilities</b>		
- Continuing Operations	(111.71)	(392.38)
- Discontinuing Operations	(17.14)	40.09
<b>Total</b>	<u>1,835.71</u>	<u>1,338.54</u>

### Note 41.1 - Tax reconciliation (for profit and loss)

Particulars	(₹ In Lakh)	
	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
<b>Profit before income tax expense from Continuing and Discontinuing Operation and share in profit of associates</b>	1,330.22	5,848.46
Income Tax	323.98	1,397.94
Related to Property, Plant and Equipment	6.53	11.91
Expenses not allowed	1,341.06	82.91
Fair Valuation of Financial Assets and liabilities (including Impairment )	(105.06)	(368.74)
Income tax of earlier year	(2.82)	2.58
Tax losses for which no deferred tax recognised	242.03	204.86
Others	29.99	7.08
<b>Income tax expense</b>	<u>1,835.71</u>	<u>1,338.54</u>

### Note 42 - Other comprehensive income (items which will not be reclassified to profit and loss)

Particulars	(₹ In Lakh)	
	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
<b>(i) Items that will not be reclassified to profit or loss</b>		
Actuarial gains on defined benefit obligations	12.82	43.62
Deferred tax impact on the above	(3.93)	(11.06)
Fair value changes (net) on financial assets classified as fair value through other comprehensive income	(206.41)	614.21
Deferred tax impact on financial assets classified as fair value through other comprehensive income	(9.11)	(67.96)
Share of Other comprehensive income of Associates	(4.53)	21.08
<b>Total</b>	<u>(211.16)</u>	<u>599.89</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

## Note 43 - Other comprehensive income (items which will be reclassified to profit and loss)

Particulars	(₹ In Lakh)	
	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
Foreign currency translation reserve	581.12	175.28
<b>Total</b>	<b>581.12</b>	<b>175.28</b>

## Note 44 - Earnings Per Equity Share

Particulars	(₹ In Lakh)	
	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
Net Profit after tax for the year from Continuing Operation - Before Exceptional Items (₹ in Lacs)	3,718.28	5,158.28
Net Profit after tax for the year from Continuing Operation - After Exceptional Items (Regular in Lacs)	(1,359.30)	5,158.28
Net Profit after tax for the year from Discontinuing Operation (₹ in Lakh)	(1.34)	99.06
<b>Profit attributable to equity share holders (₹ in Lacs)</b>	<b>(1,360.64)</b>	5,257.34
Weighted Average Number of equity shares outstanding during the year	17,84,49,410	17,84,49,410
Basic and Diluted Earnings Per Share from Continuing Operation - Before Exceptional Items (₹)	2.09	2.89
Basic and Diluted Earnings Per Share from Continuing Operation - After Exceptional Items (₹)	(0.76)	2.89
Basic and Diluted Earnings Per Share from Discontinuing Operation (₹)	(0.00)	0.06
Basic and Diluted Earnings Per Share from Continuing and Discontinuing Operation (₹)	(0.76)	2.95
Face Value per Share (₹)	1.00	1.00

## Note 45 - Fair value measurements

Financial instruments by category:							(₹ In Lakh)
Particulars	As at 31 <sup>st</sup> March, 2023			As at 31 <sup>st</sup> March, 2022			
	FVOCI	FVTPL	Amortised cost	FVOCI	FVTPL	Amortised cost	
<b>Financial assets (other than investment in associates)</b>							
<b>Non current assets</b>							
Investments in Unquoted Equity Shares (including assets held for sale)	27,357.60	-	-	27,532.77	-	-	
Investments in Quoted Equity Shares	253.43	-	-	340.54	-	-	
Investments in units	-	-	-	-	772.34	-	
Investment in Debentures	98.29	303.54	-	159.56	1,340.04	-	
Non-current loans	-	-	6.47	-	-	21.49	
Other non-current financial assets	-	-	891.01	-	-	366.75	

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

### Financial instruments by category:

(₹ In Lakh)

Particulars	As at 31 <sup>st</sup> March, 2023			As at 31 <sup>st</sup> March, 2022		
	FVOCI	FVTPL	Amortised cost	FVOCI	FVTPL	Amortised cost
<b>Current assets</b>						
Investments in Quoted Equity Shares	1,497.24	-	-	1,380.10	-	-
Investment in Debentures	-	3,407.69	-	-	2,087.07	-
Investment in mutual funds	-	12,844.28	-	-	3,008.82	-
Trade receivables	-	-	5,245.96	-	-	6,418.05
Cash & Cash Equivalents	-	-	507.48	-	-	891.46
Bank Balances other than cash and cash equivalents	-	-	39.55	-	-	42.87
Current loans	-	-	3,282.06	-	-	5,638.78
Other current financial assets	-	-	1,179.82	-	-	692.49
<b>Total financial assets</b>	<b>29,206.56</b>	<b>16,555.50</b>	<b>11,152.35</b>	<b>29,412.97</b>	<b>7,208.27</b>	<b>14,071.89</b>
<b>Financial liabilities</b>						
<b>Non-current liabilities</b>						
Lease Liabilities	-	-	124.70	-	-	-
Other Non-current financial liabilities	-	-	27.66	-	-	17.80
<b>Current liabilities</b>						
Current borrowings	-	-	151.17	-	-	-
Lease Liabilities	-	-	33.20	-	-	-
Trade payables	-	-	457.62	-	-	722.01
Other financial liabilities	-	-	1,225.34	-	-	1,282.14
<b>Total financial liabilities</b>	<b>-</b>	<b>-</b>	<b>2,019.69</b>	<b>-</b>	<b>-</b>	<b>2,021.95</b>

### Fair value hierarchy

The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the group has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

**Level 1:** Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments that have quoted price and financial instruments like Mutual Funds for which NAV is published by Mutual Fund Operator. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting period and Mutual Fund are valued using the Closing NAV.

**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 category for the group includes quoted Bonds and Debentures and Commercial Papers.

**Level 3:** If one or more of the significant inputs is not based on observable market data, the instrument is included in this level. Instruments in level 3 category for the company include unquoted equity shares and FCCDs and unquoted units of venture capital funds.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

Financial assets and liabilities measured at fair value at each reporting date

(₹ In Lakh)

	As at 31 <sup>st</sup> March, 2023			As at 31 <sup>st</sup> March, 2022		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
<b>Financial assets (other than in investment associates)</b>						
<b>Financial assets measured at FVOCI</b>						
Investments in Unquoted Equity Shares (including assets held for sale)	-	-	27,357.60	-	-	27,532.77
Investments in quoted equity shares	1,750.67	-	-	1,720.64	-	-
Investment in Debentures	-	-	98.29	-	-	159.56
<b>Total</b>	<b>1,750.67</b>	<b>-</b>	<b>27,455.89</b>	<b>1,720.64</b>	<b>-</b>	<b>27,692.33</b>
<b>Financial assets measured at FVTPL</b>						
Investments in units	-	-	-	-	-	772.34
Investment in Debentures	-	3,711.23	-	-	3,427.11	-
Investment in units of Mutual funds	12,844.28	-	-	3,008.82	-	-
<b>Total</b>	<b>12,844.28</b>	<b>3,711.23</b>	<b>-</b>	<b>3,008.82</b>	<b>3,427.11</b>	<b>772.34</b>

Fair value for assets measured at amortised cost

(₹ In Lakh)

	As at 31 <sup>st</sup> March, 2023				As at 31 <sup>st</sup> March, 2022			
	Level 1	Level 2	Level 3	Carrying amount	Level 1	Level 2	Level 3	Carrying amount
<b>Financial assets</b>								
Other non-current financial assets	-	890.94	-	891.01	-	366.75	-	366.75
Non-current loans - Loans to employees	-	-	6.47	6.47	-	-	21.49	21.49
Current loans - Loans to employees			23.18	23.18			8.72	8.72
<b>Financial liabilities</b>								
Other financial liabilities	-	-	27.66	27.66	-	-	17.80	17.80

During the years mentioned above, there have been no transfers amongst the levels of hierarchy.

The carrying amounts of security deposits, inter-corporate deposits, trade receivables, cash and bank balances, current loans, other current financial assets, current borrowings, trade payables and other financial liabilities are considered to be approximately equal to the fair value.

The fair values of disclosed above are based on discounted cash flows using a current borrowing rate. They are classified as level 3 fair values in the fair value hierarchy due to the use of unobservable inputs.

**Valuation processes**

The Group evaluates the fair value of financial assets and financial liabilities on periodic basis using the best and most relevant data available. Also, the Group internally evaluates the valuation process and obtains independent price validation for certain instruments wherever necessary.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

### Valuation techniques used to determine fair value and significant estimates and judgements made in:

Significant valuation techniques used to value financial instruments include:

- Investment in units, equity instruments and FCCD's are fair valued using the discounted cash flow method or market comparison method or cost approach as appropriate.

### Changes in fair values for items measured at level 3 as per the hierarchy

	(₹ In Lakh)		
	Unquoted equity shares	FCCD's	Units
<b>As at 1st April 2021</b>	<b>27,521.84</b>	<b>163.45</b>	<b>884.85</b>
Reduction in paid up value	-	-	-
Sale proceeds	-	-	(270.52)
Unrealized Gains/ (losses) recognised in Profit and loss	-	-	158.01
Unrealized Gains/ (losses) recognised in OCI	10.93	(3.89)	-
<b>As at 31st March 2022</b>	<b>27,532.77</b>	<b>159.56</b>	<b>772.34</b>
Reduction in paid up value	-	-	(77.29)
Sale proceeds	-	-	(925.38)
Realized Gains/ (losses) recognised in Profit and loss	-	-	230.33
Unrealized Gains/ (losses) recognised in OCI	(175.18)	(61.26)	-
<b>As at 31st March 2023</b>	<b>27,357.60</b>	<b>98.29</b>	<b>-</b>

### Valuation inputs for fair values of items in level 3 and their relationships to fair value

Fair valuation of Investments in units and unquoted equity shares and FCCD's are classified as level 3 in the fair value hierarchy because of the unobservable inputs / significant adjustments to observable inputs used to determine the fair value. These investments are mainly into the real estate sector. The valuation methodologies include discounted cash flow method, comparable market price method, as appropriate. The significant unobservable inputs / significantly adjusted observable inputs used in the valuation include prevailing discount rates, market value of land parcels, cost of projects, expected sales consideration etc. A change upto +/- 10% in these inputs will impact Other comprehensive income before tax by ₹ (33.61) / 24.16 Lakh for the year ended 31<sup>st</sup> March, 2023. The profit for the year would be impacted as a result of gains / losses on investments classified as at fair value through profit or loss, i.e. units. Other comprehensive income would be impacted as a result of gain / losses on investments classified as at fair value through other comprehensive income, i.e. unquoted equity shares and FCCD's.

## 46 Financial risk management

The Group is exposed to credit risk, liquidity risk and Market risk.

### A Credit risk

Credit risk arises from cash and bank balances, current and non-current loans, trade receivables, Commercial Papers and other financial assets carried at amortised cost.

#### Credit risk management

Credit risk arises from the possibility that counter party may not be able to settle their obligations as agreed. The Group is exposed to credit risk from loans to employees, inter-corporate deposits, bank balances, security deposits, investments, trade receivables, Non Convertible Debentures, Bonds and other current financial assets.

The Group periodically assesses the financial reliability of the counter party, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of accounts receivable. Investments at Amortised Cost are strategic investments in associated lines of business activity, the Group closely monitors the performance of these Companies. Bank deposits are placed with reputed banks / financial institutions. Hence, there is no significant credit risk on such fixed deposits.

Other deposits are placed with government authorities hence the risk of credit loss is negligible. Inter-corporate deposits given to parties are reassessed at every reporting dates. The loans are extended for genuine business activities.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

Credit risk arising from loans to employees are mitigated by structuring the repayment of loans from the salaries of the employees and retirement benefits. In respect of the loans and NCD's to others the company on a periodical basis checks and assess their creditworthiness

The Group trades with recognized and credit worthy third parties. It is the Group's policy that all customers who wish to trade on credit terms are subject to credit verification procedures. In addition, trade receivable balances are monitored on an on-going basis with the result that the Group's exposure to bad debts is not significant. Also the Group does not enter into sales transaction with customers having credit loss history. There are no significant credit risks with related parties of the Group. The Group is exposed to credit risk in the event of non-payment by customers. Also credit risk in some of cases are mitigated by letter of credit/advances from the customers and other risk mitigation strategies.

The history of trade receivables shows a negligible allowance for bad and doubtful debts.

### B Liquidity risk

Liquidity risk is defined as the risk that the Group will not be able to settle or meet its obligations on time or at a reasonable price. For the Group, liquidity risk arises from obligations on account of financial liabilities – borrowings, trade payables and other financial liabilities.

#### Liquidity risk management

The Group manages its liquidity risk by regularly monitoring its rolling cash flow forecasts. The Group's operations provide a natural liquidity of receivables against payments due to creditors. Receipts exceeding the amount of payables to creditors are invested in liquid assets like mutual funds. Borrowings are managed through credit facilities agreed with the Banks, internal accruals and realisation of liquid assets. In the event of cash shortfalls, the Parent company approaches the lenders for a suitable term extension.

#### Maturities of non – derivative financial liabilities

As at 31 <sup>st</sup> March, 2023	(₹ In Lakh)			
Particulars	Less than 6 months	6 months to 1 year	Between 1 and 5 years	Total
Other long term financial liabilities	-	-	27.66	27.66
Current borrowings	151.17	-	-	151.17
Lease Liabilities	16.60	16.60	124.70	157.90
Trade payables	457.62	-	-	457.62
Other current financial liabilities	1,225.34	-	-	1,225.34
<b>Total</b>	<b>1,850.73</b>	<b>16.60</b>	<b>152.36</b>	<b>2,019.69</b>

As at 31 <sup>st</sup> March, 2022	(₹ In Lakh)			
Particulars	Less than 6 months	6 months to 1 year	Between 1 and 5 years	Total
Other long term financial liabilities	-	-	17.80	17.80
Trade payables	722.01	-	-	722.01
Other current financial liabilities	1,282.14	-	-	1,282.14
<b>Total</b>	<b>2,004.15</b>	<b>-</b>	<b>17.80</b>	<b>2,021.95</b>

### C Market risk

#### Foreign currency risk

The Group is exposed to foreign exchange risk arising from foreign currency receivables and payables. The foreign currency exposures is to USD.

#### Foreign currency risk management

Considering the time duration of exposures, the group believes that there will be no significant impact on account of fluctuation in exchange rates.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

(₹ In Lakh)

Particulars	Financial assets	Financial liabilities	Net Exposure - Assets/(Liability)
	Trade receivables	Trade payables	
<b>31<sup>st</sup> March, 2023</b>			
USD	1,92,579.80	7,882.00	1,84,697.80
INR	158.33	6.48	151.85
<b>TOTAL INR</b>	<b>158.33</b>	<b>6.48</b>	<b>151.85</b>
<b>31<sup>st</sup> March, 2022</b>			
USD	2,43,782.80	40,447.31	2,03,335.49
INR	184.80	30.66	154.14
<b>TOTAL INR</b>	<b>184.80</b>	<b>30.66</b>	<b>154.14</b>

### Sensitivity to foreign currency risk

(₹ In Lakh)

Particulars	Impact on statement of profit and loss (Before tax) for the year ending Profit/(Loss)	
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
	<b>USD sensitivity</b>	
INR / USD		
Increase by 1%	1.52	1.54
Decrease by 1%	(1.52)	(1.54)

### Price risk

The Group holds investments in units, equity instruments, commercial papers, Bonds, Non Convertible Debentures and mutual funds. The Group's exposure to equity security's price risks arises from these investments held by the Group and classified in the balance sheet either as fair value through OCI or at fair value through profit or loss.

### Price risk management :-

The Group evaluates the performance of its investments on a periodic basis. Also, the investments have been placed for a long term objective and any deterioration for a temporary period is not taken into account while evaluating the performance of its investments. Majority of the investments are placed for strategic management purposes.

### Sensitivity for quoted Investments:-

(₹ In Lakh)

	Impact on profit/(loss) (Before Tax)		Impact on other components of equity	
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Equity Shares				
Increase in price by 5%	-	-	<b>87.53</b>	86.03
Decrease in price by 5%	-	-	<b>(87.53)</b>	(86.03)
Mutual Funds				
Increase in price by 1%	<b>128.44</b>	30.09	-	-
Decrease in price by 1%	<b>(128.44)</b>	(30.09)	-	-
Debentures				
Increase in price by 1%	<b>37.11</b>	34.27	-	-
Decrease in price by 1%	<b>(37.11)</b>	(34.27)	-	-

Profit for the year would increase/ decrease as a result of gains/ losses on investments classified as at fair value through profit or loss. Other components of equity would increase/ decrease as a result of equity securities classified as at fair value through other comprehensive income.

Please refer Sensivity impact of significant unobservable inputs for level 3 Fair value management in Note No. 45. These represents the price risk since the price will vary basis the significant inputs.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

## 47 Capital Management

## 47.1 Risk management :-

The group's objectives when managing capital are to

- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the group may adjust the amount of dividends paid to shareholders or redeem preference shares.

The Group monitors capital using gearing ratio, which is net debt divided by total capital (equity plus net debt). Net debt are non-current and current debts as reduced by cash and cash equivalents. Equity comprises all components including other comprehensive income.

The capital composition is as follows:

(₹ In Lakh)

Particulars	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Total debts	151.17	-
Less: Cash and Cash Equivalents	507.48	891.46
Net Debts	(356.31)	(891.46)
Total equity	1,43,182.05	1,45,064.98
Total Capital (Net Debt plus Total Equity)	1,42,825.74	1,44,173.52
<b>Net Debt Equity Ratio</b>	-	<b>0.05</b>

## 47.2 Dividends

(₹ in Lakh)

Particulars	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
<b>a Equity dividend paid</b>		
Final dividend for the year ended 31 <sup>st</sup> March 2022 of ₹ 0.50 (31 <sup>st</sup> March 2021 - ₹ 0.50) per fully paid share	892.25	240.84
<b>b Preference dividend paid</b>		
Final dividend for the year ended 31 <sup>st</sup> March 2022 of ₹ Nil (31 <sup>st</sup> March 2021 - ₹ 0.01) per fully paid share	-	0.02
<b>c Dividends not recognised at the end of the reporting period</b>		
In addition to the above dividends, since year end the directors have recommended the payment of a final dividend of ₹ 0.50 (31 <sup>st</sup> March 2022 - ₹ 0.50) per fully paid equity share. This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting.	892.25	892.25

## 48. Related Party Disclosure:

48.1 As per Ind AS 24 "Related party Disclosures", disclosure of transactions with the related parties as defined in the Accounting Standard are given below:

- Associates: Searock Developers FZC  
Urban Infrastructure Holdings Private Limited
- Key Management Personnel of the Company:
  - Shri Anand Jain
  - Shri Virendra Jain
  - Shri Gaurav Jain
  - Shri Dinesh Paliwal
  - Shri Pramod Jaiswal (Up to 31<sup>st</sup> October, 2022)
  - Shri Deepak Ojha (W.e.f. 1<sup>st</sup> November, 2022)
  - Shri Ananjan Datta

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

(iii) Relatives of Key Management Personnel :

- |                         |   |
|-------------------------|---|
| (a) Smt. Laxmi Jain     | Relative of Shri Gaurav Jain  |
| (b) Smt. Rina Jain      | Relative of Shri Virendra Jain  |
| (c) Smt. Sushma Jain    | Relative of Shri Anand Jain   |
| (d) Shri. Ankit Jain    | Relative of Shri Virendra Jain  |
| (e) Smt. Neha Bagaria   | Relative of Shri Anand Jain   |
| (f) Shri. Harsh Jain    | Relative of Shri Anand Jain   |
| (g) Shri. Satyapal Jain | Relative of Shri Gaurav Jain, Shri Anand Jain and Shri Virendra Jain. |
| (h) Smt. Ruchi Hanasoge | Relative of Shri Virendra Jain  |

(iv) Enterprises over which Key Management Personnel and their relatives are able to exercise significant influence:

- |   |
|---|
| (a) Malhar Developers Private Limited         |
| (b) Prime Trust                               |
| (c) Mega Trust                                |
| (d) LJNK Trust                                |
| (e) NK Trust                                  |
| (f) Techfab (India) Industries Ltd.           |
| (g) Hide N Chic Furniture Pvt. Ltd.           |
| (h) Kasturi Trading Co Pvt Ltd                |
| (i) Pet Fibres Ltd                            |
| (j) Richmond Traders Pvt. Ltd.                |
| (k) Ridhi Synthetics Ltd                      |
| (l) Somerset Trading Pvt Ltd                  |
| (m) Sparsh Trading Pvt Ltd                    |
| (n) Sparsh Trading Pvt Ltd                    |
| (o) Samruddha Realtors Pvt. Ltd.              |
| (p) Polyfibre Industries Pvt. Ltd.            |
| (q) Megaplast India Private Ltd.              |
| (r) Roopjyot Engineering Private Limited      |
| (s) Urban Infrastructure Venture Capital Fund |

**NOTE 48.2 Transactions during the year with related parties :**

Nature of Transaction	Name of the Related Party	(₹ In Lakh)	
		2022-23	2021-22
Dividend paid on Equity shares	Shri Anand Jain	18.05	-
	Shri Ankit Jain	108.60	-
	Shri Gaurav Jain	91.07	-
	Shri Harsh Jain	116.27	-
	Hide N Chic Furniture Pvt. Ltd.	1.00	-
	Kasturi Trading Co Pvt Ltd	1.00	-
	Smt. Laxmi Jain (Current Year ₹ 50)	0.00	-
	Pet Fibres Ltd	1.00	-
	Richmond Traders Pvt. Ltd.	1.00	-
	Ridhi Synthetics Ltd	0.50	-
	Smt. Rina Jain (Current Year ₹ 50)	0.00	-
	Smt. Ruchi Hanasoge	106.37	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

Nature of Transaction	Name of the Related Party	(₹ In Lakh)	
		2022-23	2021-22
	Shri Satyapal Jain (Current Year ₹ 50)	0.00	-
	Mega Trust	37.91	-
	LJNK Trust	33.36	-
	NK Trust	52.64	-
	Somerset Trading Pvt Ltd	1.00	-
	Sparsh Trading Pvt Ltd	1.00	-
	Smt. Sushma Jain	80.65	-
	Shri Virendra Jain (Current Year ₹ 50)	0.00	-
Dividend paid on Preference shares	Smt. Neha Bagaria	-	0.01
	Shri Gaurav Jain (Previous Year ₹ 117.50)	-	0.00
	Shri Ankit Jain	-	0.01
	LJNK Trust (Previous Year ₹ 442.50)	-	0.00
Directors' Sitting Fee	Shri Virendra Jain	1.65	1.55
	Shri Anand Jain	0.83	0.73
Remuneration paid	Shri Dinesh Paliwal	73.28	67.16
	Shri Pramod Jaiswal	42.55	68.99
	Shri Deepak Ojha	8.99	-
	Shri Ananjan Datta	39.69	37.32
Rent Paid	Malhar Developers Pvt Ltd	78.95	78.95
	Roopjyot Engineering Private Limited	51.49	123.58
Reimbursement of expenses from	Urban Infrastructure Venture Capital Fund	0.40	240.47
Sale of Property, plant and equipment	Techfab (India) Industries Ltd.	-	65.28
	Megaplast India Private Ltd.	7.63	-
Sale of Investment	Samruddha Realtors Pvt. Ltd.	20.93	-
	Polyfibre Industries Pvt. Ltd.	20.93	-
	Hide-N-Chic Furniture Pvt. Ltd.	20.93	-

Nature of Transaction	Name of the Related Party	(₹ In Lakh)	
		As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Redemption of Preference Shares	Shri. Gaurav Jain	-	218.38
	Shri. Ankit Jain	-	3,214.39
	Smt. Neha Bagaria	-	2,470.77
	LJNK Trust	-	1,705.92
	Mega Trust	-	975.77
	NK Trust	-	314.31
	Sh. Harsh Jain	-	743.62
Rental Deposits	Roopjyot Engineering Private Limited	-	26.18
Current financial Assets-Others	Urban Infrastructure Venture Capital Fund	<b>460.56</b>	460.96
Investments - Associates	Urban Infrastructure Holdings Private Limited	<b>26,764.57</b>	27,614.76
	Searock Developers FZC	<b>7,934.35</b>	7,940.22

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

### 48.3 Compensation to Key Management Personnel of the Company

(₹ In Lakh)

Nature of Transaction	2022-23	2021-22
Short-term employee benefits	164.51	173.48
Post-employment benefits	0.99	1.25
<b>Total Compensation paid to Key Management Personnel</b>	<b>165.49</b>	<b>174.73</b>

46.4 The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at year-end are unsecured, unless specified and settlement occurs in cash. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

#### Terms & Conditions:

48.5 Outstanding loans and advances are unsecured and repayable on demand.

### 49 Contingent Liabilities and Commitments (To the extent not provided for)

(₹ In Lakh)

Particulars	For the Year Ended on 31 <sup>st</sup> March, 2023	For the Year Ended on 31 <sup>st</sup> March, 2022
<b>(A) Contingent Liabilities</b>		
<b>(a) Claims against the Company not acknowledged as debts</b>		
(i) Disputed Liability in Appeal (No cash outflow is expected in the near future)		
- Income-tax (₹ 1239 Lakh (Previous Year ₹ 1683.03 Lakh paid under protest)	<b>4,502.78</b>	6,643.17
- Excise Duty / Service Tax (₹ 14.53 (Previous Year ₹ 14.53 Lakh paid under protest)	<b>13.45</b>	13.45
	<b>4,516.23</b>	<b>6,656.62</b>
<b>(B) Commitments</b>		
<b>(a) Estimated amount of contracts remaining to be executed on Capital Account and not provided for / Net of advance paid</b>		
- Property, Plant and Equipments (Cash outflow is expected on execution of such capital contracts)	-	92.26
<b>(b) Uncalled liability on partly paid-up Shares/Debentures</b>	<b>186.54</b>	186.54

49.1 In respect of Assessment Year 2018-19, one of the Subsidiary Company had received intimation under section 143(1) of the Income Tax Act, 1961, the same was adjusted against the refund of Assessment year 2017-18. The Subsidiary company has filed appeal before Commissioner of Income Tax (Appeal) against the same.

49.2 Management is of the view that above litigations will not have any material impact on the financial positions of the Group.

### 50 Events occurring after the reporting date

Refer to note 46.2 for the dividend recommended by the directors which is subject to the approval of shareholders in the ensuing annual general meeting.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

## 51 Employee benefits

51.1 As per Indian Accounting Standard-19 'Employee Benefits', the disclosure of Employee benefits as defined in the Accounting Standard are given below:

## (a) Defined Benefit Plan :

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The Fund is managed by a trust which is governed by the Board of Trustees. The Board of Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

Particulars	Gratuity (Funded)	
	2022-23	2021-22
<b>Actuarial assumptions</b>		
Mortality Table	IALM (2006-08) (Ultimate)	IALM (2006-08) (Ultimate)
Expected Return on Plan Asset	7.78%	7.78%
Discount rate	7.78%	7.78%
Salary growth rate	6.00%	6.00%
Rate of Employee Turnover	1.00%	1.00%
(₹ In Lakh)		
<b>Change in the Present value of Projected Benefit Obligation</b>	<b>2022-23</b>	<b>2021-22</b>
Obligation at the beginning of the year	172.26	208.61
Current service cost	36.76	44.45
Interest cost	12.64	14.46
Benefits Paid	(29.15)	(52.65)
Actuarial (gain) on obligation	(17.76)	(42.60)
<b>Obligation at the end of the year</b>	<b>174.75</b>	<b>172.26</b>
(₹ In Lakh)		
<b>Change in the fair value of Plan Assets</b>	<b>2022-23</b>	<b>2021-22</b>
Fair value at the beginning of the year	169.56	209.92
Less: Adjustment		
Interest Income	12.45	14.55
Contribution	-	-
Return on Plan Assets, excluding Interest Income	(2.13)	(2.26)
Benefits paid	(29.15)	(52.65)
<b>Fair value at the end of the year</b>	<b>150.72</b>	<b>169.56</b>

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

	(₹ In Lakh)	
<b>Expenses Recognised in Statement of Profit and Loss</b>	<b>2022-23</b>	<b>2021-22</b>
Obligation at the beginning of the year	-	-
Current service cost	36.76	44.45
Interest cost	12.64	14.46
Interest Income	(12.45)	(14.55)
Other Adjustment	-	-
<b>Expenses recognised in Statement of Profit &amp; Loss</b>	<b>36.96</b>	<b>44.36</b>

	(₹ In Lakh)	
<b>Expenses Recognised in Other Comprehensive Income (OCI)</b>	<b>2022-23</b>	<b>2021-22</b>
Actuarial (Gains)/Losses on obligations for the period	(17.76)	(42.60)
Return on Plan Assets, excluding Interest Income	2.13	2.26
Other Adjustment	-	-
<b>Net (Income)/Expenses for the period recognised in OCI</b>	<b>(15.63)</b>	<b>(40.34)</b>

	(₹ In Lakh)	
<b>Balance Sheet Reconciliation</b>	<b>2022-23</b>	<b>2021-22</b>
Net Obligation at the beginning of the year	2.71	(1.31)
Expenses recognised in Statement of Profit and Loss	36.96	44.36
Expenses recognised in Other Comprehensive Income (OCI)	(15.63)	(40.34)
<b>Net Obligation at the end of the year</b>	<b>24.03</b>	<b>2.71</b>

<b>Category of Asset</b>	(₹ In Lakh)	
<b>Class of assets</b>	<b>2022-23</b>	<b>2021-22</b>
Life Insurance Corporation of India	150.72	169.56
<b>Total</b>	<b>150.72</b>	<b>169.56</b>

<b>Net Liability / (Asset) recognised in the balance sheet</b>	(₹ In Lakh)	
<b>Amount recognised in the balance sheet</b>	<b>2022-23</b>	<b>2021-22</b>
Present value of obligations at the end of the year	174.75	172.26
Less: Fair value of plan assets at the end of the year	150.72	169.56
<b>Net liability recognized in the balance sheet</b>	<b>24.03</b>	<b>2.71</b>

Expected contributions to post employment benefit plans for the year ending 31<sup>st</sup> March, 2023 are ₹ Nil. The weighed average duration of the defined benefit obligation is 6 years (March' 22 - 7 years)

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023**

51.2As per Indian Accounting Standard-19 'Employee Benefits', the disclosure of Employee benefits as defined in the Accounting Standard are given below:

**(a) Defined Benefit Plan of Subsidiary company- Urban infrastructure venture capital Limited**

In compliance of SEBI order dated 31<sup>st</sup> October 2022 , all the parties including Subsidiary Company as mentioned in that order ensured the exit of the investors of UIOF. Further subsequent to the year ended all the employees of the Company has resigned and hence in view of this all the liabilities in respect of employee benefits have been provided on actual basis and not as per the actuarial certificate.

In Previous Year, The present value of Employees' Gratuity obligation was determined based on actuarial valuation using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

a) Actuarial assumptions	(₹ In Lakh)	
	Gratuity (Funded)	
Particulars	2022-23	2021-22
Mortality Table		Indian Assured Lives Mortality (2012-14) Ult
Withdrawal Rates	-	10.00%
Discount Rate (per annum)	-	5.95%
Rate of escalation in salary (per annum)	-	10.00%

**b) Amount to be recognised in Balance Sheet**

Particulars	2022-23	2021-22
Present value of obligation	-	156.46
Amount recognised in Balance Sheet	-	156.46

**c) Expenses recognized in Profit and Loss during the year**

Particulars	2022-23	2021-22
Current Service Cost	-	6.23
Interest Cost	-	7.23
<b>Total</b>	-	<b>13.46</b>

**d) Amount recognised in Other Comprehensive Income**

Particulars	2022-23	2021-22
Remeasurement during the period due to:		
Changes in financial assumptions	-	(3.34)
Experience adjustments	-	0.05
<b>Total</b>	-	<b>(3.29)</b>

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

<b>e) Movement in Defined Benefit obligation</b>		
<b>Particulars</b>	<b>2022-23</b>	<b>2021-22</b>
<b>Reconciliation of opening and closing balances of Defined Benefit obligation:</b>		
Defined Benefit obligation at beginning of the year	-	158.61
Current Service Cost	-	6.23
Interest Cost	-	7.23
Actuarial loss on obligation	-	(3.29)
Benefits paid	-	(12.33)
Defined Benefit obligation at year end	-	<b>156.46</b>
<b>Break-up into Current and Non-Current of defined benefit obligation at year end:</b>		
- Current	-	65.46
- Non Current	-	91.00

The estimates of rate of escalation in salary considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

The weighted average duration to the payment of these cash flows is Nil (as at 31<sup>st</sup> March, 2022 4.16 years).

### 51.3 Defined Contribution Plan:

The Company also has certain defined contribution plans. Contributions are made to provident fund in India for employees at the rate of 12% of basic salary as per regulations. The contributions are made to registered provident fund administered by the government. The obligation of the group is limited to the amount contributed and it has no further contractual nor any constructive obligation. The expense recognised during the period towards defined contribution plan is ₹ **293.05 Lakh** (31<sup>st</sup> March 2022 – ₹ 293.18 Lakh).

Contribution to Defined Contribution Plan, recognized as expense for the year are as under:

<b>Particulars</b>	<b>(₹ In Lakh)</b>	
	<b>2022-23</b>	<b>2021-22</b>
Employer's Contribution to Provident and other Funds	<b>293.05</b>	293.18

### 51.4 Maturity Analysis of Projected Benefit Obligation:

<b>Projected Benefits Payable in Future Years from the date of Reporting</b>	<b>(₹ In Lakh)</b>	
	<b>2022-23</b>	<b>2021-22</b>
1 <sup>st</sup> Following Year	<b>85.57</b>	135.32
2 <sup>nd</sup> Following Year	<b>2.96</b>	23.92
3 <sup>rd</sup> Following Year	<b>7.53</b>	20.35
4 <sup>th</sup> Following Year	<b>20.86</b>	25.15
5 <sup>th</sup> Following Year	<b>7.45</b>	27.79
Sum of Years 6 to 10	<b>31.45</b>	53.03
Sum of years 11 and above	<b>159.16</b>	242.08

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

## 51.5 Sensitivity Analysis

For Funded-		(₹ In Lakh)	
Particulars	2022-23	2021-22	
Projected Benefits Obligation on Current Assumptions	174.75	172.26	
Delta effect of + (1% to 0.5%) change in Rate of Discounting	(7.63)	(8.25)	
Delta effect of - (1% to 0.5%) change in Rate of Discounting	9.00	9.73	
Delta effect of + (1% to 0.5%) change in Rate of Salary Increase	9.43	10.17	
Delta effect of - (1% to 0.5%) change in Rate of Salary Increase	(8.08)	(8.73)	
Delta effect of + (1% to 0.5%) change in Rate of Employee Turnover	4.01	4.35	
Delta effect of - (1% to 0.5%) change in Rate of Employee Turnover	(4.84)	(5.21)	

For Unfunded-			
Particulars	2022-23	2021-22	
<b>Increase/(Decrease) in defined benefit obligation</b>			
<b>Discount Rate</b>			
Increase by 0.50%	-	(3.17)	
Decrease by 0.50%	-	3.34	
<b>Salary escalation rate</b>			
Increase by 0.50%	-	1.57	
Decrease by 0.50%	-	(1.57)	

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

The sensitivity analysis presented above may not be representative of the actual change in the projected benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlate.

Furthermore, in presenting the above sensitivity analysis, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the projected benefit obligation as recognised in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

**51.6** These plans typically expose the Company to actuarial risks such as: investment risk, interest risk, longevity risk and salary risk.

*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 period on government bonds. If the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.

*Interest risk:* A fall in the discount rate which is linked to G.Sec. 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.

*Mortality 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 plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

*Asset Liability Matching Risk:* The plan faces the ALM risk as to the matching cash flow. Since the plan is invested in lines of Rule 101 of the Income Tax Rules, 1962, this generally reduces ALM risk.

*Concentration Risk:* Plan is having a concentration risk as all the asseets are invested with the insurance company and a default will wipe out all the assets. Although probability of this is very less as insurance companies have to follow regulatory guidelines.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

### 52. Segment reporting:

#### 52.1 Information about primary segment:-

The Group has identified following five reportable segments as primary segment. Segments have been identified and reported taking into account nature of products and services, the differing risks and returns and the internal business reporting systems.

- a) **The Steel Segment:** Comprising production, processing and trading of Galvanised steel product.
- b) **The Plastic Processing Segment:** Comprising production of Comprising production of Woven Sacks/ Fabric, Jumbo Bags, HDPE Twine, PP Staple Fibre, Geotextiles.
- c) **The Spinning Segment:** Comprising sale of Spun Yarn.
- d) **The Asset Management activity Segment:** Comprising Investment Advisory Services.
- e) **The Real Estate Segment:** Comprising development of Land and Buildings.
- f) The business segment not separately reportable have been grouped under "Others" segment.
- g) Other Investments/Assets and Income from the same are considered under "Un-allocable".

#### 52.2 Segment Revenue, results, assets and liabilities:-

Revenue and results have been identified to a segment on the basis of relationship to operating activities of the segment. Revenue and expenses which is related to enterprise as a whole and are not allocable to a segment on reasonable basis have been disclosed as "Unallocable".

Segment assets and segment liabilities represent assets and liabilities in respective segments. Segment assets include all operating assets used by the operating segment and mainly includes trade receivable, inventories and other receivables. Segment liabilities primarily include trade payables and other liabilities. Common assets and liabilities which cannot be allocated to any of the segments are shown as a part of unallocable assets and liabilities.

**52.3** The chief operational decision maker monitors the operating results of its Business Segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the financial statements. Operating segment have been identified on the basis of the nature of products / services and have been identified as per the quantitative criteria specified in Ind AS.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 202352.4 Segmental Information as at and for the year ended 31<sup>st</sup> March, 2023 is as follows:-

Particulars	Steel	Plastic Processing	Spinning	Asset Management Activity	Real Estate	Others	Un-allocated	(₹ In Lakh)
								Grand Total
<b>Revenue from operation</b>								
Revenue from external sales	2,492.33	56,534.81	45.88	-	405.50	-	-	59,478.51
<b>Total Revenue from Operations</b>	<b>2,492.33</b>	<b>56,534.81</b>	<b>45.88</b>	-	<b>405.50</b>	-	-	<b>59,478.51</b>
<b>Segment Results</b>	<b>(319.41)</b>	<b>7,260.56</b>	<b>(2.52)</b>	<b>(979.12)</b>	<b>216.26</b>	<b>(0.30)</b>	-	<b>6,175.47</b>
Finance cost	-	-	-	13.02	5.72	0.02	0.45	19.21
Exceptional Item	-	-	-	-	-	-	5,077.58	5,077.58
Other unallocable Income (net of expenditure)	-	-	-	-	-	-	251.53	251.53
Share of Profit in associates	-	-	-	-	-	-	(851.52)	(851.52)
<b>Profit/(Loss) before tax</b>	<b>(319.41)</b>	<b>7,260.56</b>	<b>(2.52)</b>	<b>(992.14)</b>	<b>210.54</b>	<b>(0.32)</b>	<b>(5,678.02)</b>	<b>478.69</b>
Income Tax/Deferred Tax	-	-	-	-	-	-	1,835.71	1,835.71
<b>Net profit/(loss) for the year</b>	<b>(319.41)</b>	<b>7,260.56</b>	<b>(2.52)</b>	<b>(992.14)</b>	<b>210.54</b>	<b>(0.32)</b>	<b>(7,513.73)</b>	<b>(1,357.02)</b>
Segment Assets	1,015.70	22,549.65	240.45	11,967.52	39,016.29	3.10	-	74,792.71
Investments	-	-	-	-	-	-	62,154.81	62,154.81
Goodwill on Consolidation	-	-	-	-	-	-	855.87	855.87
Other Unallocated Assets	-	-	-	-	-	-	12,646.75	12,646.75
<b>Total Assets</b>	<b>1,015.70</b>	<b>22,549.65</b>	<b>240.45</b>	<b>11,967.52</b>	<b>39,016.29</b>	<b>3.10</b>	<b>75,657.43</b>	<b>1,50,450.14</b>
Segment Liabilities	151.52	1,548.19	7.14	922.16	2,719.68	0.27	-	5,348.96
Other unallocated Liabilities	-	-	-	-	-	-	1,919.14	1,919.14
<b>Total Liabilities</b>	<b>151.52</b>	<b>1,548.19</b>	<b>7.14</b>	<b>922.16</b>	<b>2,719.68</b>	<b>0.27</b>	<b>1,919.14</b>	<b>7,268.10</b>
<b>Other Disclosures</b>								
Capital Expenditure	-	411.67	-	190.49	0.72	-	2.20	605.09
Depreciation and amortisation expenses	22.99	818.02	7.15	39.98	366.14	-	41.35	1,295.62

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

50.5 Segmental Information as at and for the year ended 31<sup>st</sup> March, 2022 is as follows:-

Particulars	(₹ In Lakh)							
	Steel	Plastic Processing	Spinning	Asset Management Activity	Real Estate	Others	Un-allocated	Grand Total
<b>Revenue from operation</b>								
Revenue from external sales	7,145.14	64,468.80	68.88	-	395.06	-	-	72,077.88
<b>Total Revenue from Operations</b>	<b>7,145.14</b>	<b>64,468.80</b>	<b>68.88</b>	-	<b>395.06</b>	-	-	<b>72,077.88</b>
<b>Segment Results</b>								
Finance cost	-	0.01	-	0.17	2.36	0.03	334.99	337.56
Other unallocable expenditure (net of income)	-	-	-	-	-	-	(218.00)	(218.00)
Share of loss in associates	-	-	-	-	-	-	755.76	755.76
<b>Profit/(Loss) before tax</b>	<b>(45.68)</b>	<b>7,555.27</b>	<b>131.38</b>	<b>(830.43)</b>	<b>(408.16)</b>	<b>(1.05)</b>	<b>638.77</b>	<b>6,604.09</b>
Income Tax/Deferred Tax	-	-	-	-	-	-	1,338.54	1,338.54
<b>Net profit/(loss) for the year</b>	<b>(45.68)</b>	<b>7,555.27</b>	<b>131.38</b>	<b>(830.43)</b>	<b>(408.16)</b>	<b>(1.05)</b>	<b>(699.77)</b>	<b>5,265.55</b>
Segment Assets	1,937.14	25,603.08	273.22	12,448.17	38,986.08	68.06	-	79,315.75
Investments	-	-	-	-	-	-	58,266.68	58,266.68
Goodwill on Consolidation	-	-	-	-	-	-	855.88	855.88
Other Unallocated Assets	-	-	-	-	-	-	14,495.44	14,495.44
<b>Total Assets</b>	<b>1,937.14</b>	<b>25,603.08</b>	<b>273.22</b>	<b>12,448.17</b>	<b>38,986.08</b>	<b>68.06</b>	<b>73,618.00</b>	<b>1,52,933.75</b>
<b>Segment Liabilities</b>								
Segment Liabilities	1,101.80	1,456.52	20.77	505.00	2,964.00	1.02	-	6,049.11
Other unallocated Liabilities	-	-	-	-	-	-	1,819.66	1,819.66
<b>Total Liabilities</b>	<b>1,101.80</b>	<b>1,456.52</b>	<b>20.77</b>	<b>505.00</b>	<b>2,964.00</b>	<b>1.02</b>	<b>1,819.66</b>	<b>7,868.77</b>
<b>Other Disclosures</b>								
<b>Capital Expenditure</b>								
Capital Expenditure	5.61	442.69	-	2.17	-	-	3.37	453.83
Depreciation and amortisation expenses	41.03	873.87	7.15	8.77	339.16	-	42.39	1,312.36



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

## 52.6 Revenue from external sales

Particulars	(₹ In Lakh)	
	31-Mar-2023	31-Mar-2022
India	52,401.88	62,003.01
USA	4,567.07	8,508.69
Others	2,509.56	1,566.18
<b>Total</b>	<b>59,478.51</b>	<b>72,077.88</b>

## 52.7 Non-current assets excludes Goodwill, Deferred Tax and Non Current Tax Assets:-

Particulars	(₹ In Lakh)	
	31-Mar-2023	31-Mar-2022
India	19,237.56	24,695.21
Dubai	8,807.43	8,456.20
<b>Total</b>	<b>28,044.99</b>	<b>33,151.41</b>

52.8 Revenue of ₹ 45,151.07 Lakh (Previous Year ₹ 48,759.20 Lakh) are derived from a single major customer group. The revenues are attributable to Plastic Processing segment.

## 53 Investments in subsidiaries, associates and joint ventures:

Sr. No	Subsidiary / associate / joint venture	Name of the Subsidiary / associate / joint venture	Principal place of business and country of incorporation	Proportion of ownership interest	
				31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
1	Subsidiary	Urban Infrastructure Venture Capital Ltd.	India	100%	100%
2	Subsidiary	Urban Infrastructure Trustees Ltd.	India	- *	100%
3	Subsidiary	Ashoka Realty and Developers Limited	India	100%	100%
4	Subsidiary	Ekdant Realty and Developers Limited	India	100%	100%
5	Subsidiary	Hari Darshan Realty Limited	India	100%	100%
6	Subsidiary	Hill Rock Construction Limited	India	100%	100%
7	Subsidiary	Hind Agri Properties Limited	India	100%	100%
8	Subsidiary	Iconic Realtors Limited	India	100%	100%
9	Subsidiary	Jailaxmi Realty and Developers Limited	India	100%	100%
10	Subsidiary	Krupa Land Limited	India	100%	100%
11	Subsidiary	Krupa Realtors Limited	India	100%	100%
12	Subsidiary	Multifaced Impex Limited	India	100%	100%
13	Subsidiary	Novelty Realty and Developers Limited	India	100%	100%
14	Subsidiary	Rainbow Infraprojects Limited	India	100%	100%
15	Subsidiary	Swar Land Developers Limited	India	100%	100%
16	Subsidiary	Swastik Land Developers Limited	India	100%	100%
17	Subsidiary	Vasant Bahar Realty Limited	India	100%	100%
18	Subsidiary	Welldone Real Estate Limited	India	100%	100%
19	Subsidiary	Yug Developers Limited	India	100%	100%
20	Subsidiary	Jai Corp Welfare Foundation	India	100%	100%
21	Subsidiary	UI Wealth Advisors Private Limited	India	100%	100%
22	Subsidiary	Belle Terre Realty Limited	Mauritius	100%	100%
23	Subsidiary	Oasis Holding FZC	Sharjah, UAE	75%	75%
24	Associate	Searock Developers FZC	Sharjah, UAE	50%	50%
25	Associate	Urban Infrastructure Holdings Private Limited	India	32%	32%

\* During the year, Urban Infrastructure Trustees Limited (UITL) ceased to be subsidiary of the Company.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

### 54 Non-controlling interests

Financial information of subsidiaries that have non-controlling interests is provided below:-

Proportion of equity interest held by non-controlling interests:

Name	Country of Incorporation	% of Equity interest	
		As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Oasis Holding FZC	Sharjah UAE	25%	25%

#### Summarised financial Information:-

Summarised financial Information for subsidiary that has non-controlling interest to the Group. The amounts disclosed for subsidiary are before inter-company eliminations.

(₹ In Lakh)

Summarised Balance Sheet	Oasis Holding FZC	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Current Assets	158.41	227.74
Current Liabilities	214.43	211.84
<b>Net Current (liabilities )/Assets</b>	<b>(56.02)</b>	<b>15.91</b>
Non-Current Assets	8,795.08	8,469.52
Non-Current Liabilities	-	-
<b>Net Non-current Assets</b>	<b>8,795.08</b>	<b>8,469.52</b>
<b>Net Assets</b>	<b>8,739.06</b>	<b>8,485.43</b>
%	2,184.77	2,121.36
Consolidation adjustments and procedures	115.80	465.37
<b>Accumulated NCI</b>	<b>2,300.57</b>	<b>2,586.73</b>

(₹ In Lakh)

Summarised Statement of Profit and loss	Oasis Holding FZC	
	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
Revenue from Operation	-	-
Profit/(Loss) for the year	14.50	32.87
Other Comprehensive income	(2.82)	(0.11)
<b>Total Comprehensive income</b>	<b>11.69</b>	<b>32.76</b>
<b>Profit allocated to NCI</b>	<b>2.92</b>	<b>8.18</b>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

## 55 Interest in associates

The Company has a 32% & 50% interest in Urban Infrastructure Holdings Private Limited (UIHPL) & Searock Developers FZC (SD FZC) respectively. UIHPL is a private entity incorporated in India and that is not listed on any public exchange and SD FZC is incorporated in U. A. E. The Company's interest in UIHPL & SD FZC is accounted for using the equity method in the consolidated financial statements. The summarised financial information of the Company's investment in UIHPL & SD FZC is as follows:

## 55.1 Summarised financial information for associates:

Summerised Balance Sheet	(₹ In Lakh)			
	Urban Infrastrucuture Holdings Private Limited		Searock Developers FZC	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Current Assets	10,50,417.17	10,35,635.80	3.05	2.82
Current Liabilities	6,04,463.69	6,04,167.30	2.35	1.95
<b>Net Current Assets</b>	<b>4,45,953.48</b>	<b>4,31,468.50</b>	<b>0.70</b>	<b>0.87</b>
Non-Current Assets	1,43,473.51	1,44,061.77	25,588.93	23,652.91
Non-Current Liabilities	2,85,638.37	2,68,146.87	-	-
Equity component of compound financial instruments	2,53,440.06	2,53,440.06	-	-
Non-Controlling Interests	19,174.68	20,113.62	-	-
Consolidation Adjustments	-	-	(9,720.92)	(7,773.34)
<b>Net Non-current (Liabilities) /Assets</b>	<b>(4,14,779.60)</b>	<b>(3,97,638.77)</b>	<b>15,868.01</b>	<b>15,879.58</b>
<b>Net Assets</b>	<b>31,173.88</b>	<b>33,829.73</b>	<b>15,868.71</b>	<b>15,880.44</b>

Reconciliation to carrying amounts	(₹ In Lakh)			
	Urban Infrastrucuture Holdings Private Limited		Searock Developers FZC	
	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
Opening net assets	33,829.73	31,376.77	15,880.44	15,896.66
Profit/(loss) for the year	(284.29)	2,333.75	(11.73)	(16.22)
Other comprehensive income	(13.83)	58.59	-	-
Other Adjustments	(2,357.74)	60.62	-	-
<b>Closing net assets</b>	<b>31,173.88</b>	<b>33,829.73</b>	<b>15,868.71</b>	<b>15,880.44</b>
<b>Company's share in %</b>	<b>32%</b>	<b>32%</b>	<b>50%</b>	<b>50%</b>
<b>Carrying amount</b>	<b>9,975.31</b>	<b>10,825.51</b>	<b>7,934.36</b>	<b>7,940.22</b>

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

(₹ In Lakh)

Summarised statement of profit or loss	Urban Infrastructure Holdings Private Limited		Searock Developers FZC	
	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
Net Profit/(loss) for the year	(284.29)	2,333.75	(11.73)	(10.64)
Other comprehensive income	(13.83)	58.59	-	-
Other Adjustments	(2,357.74)	60.62	-	(5.58)
<b>Total Comprehensive income</b>	<b>(2,655.86)</b>	<b>2,452.96</b>	<b>(11.73)</b>	<b>(16.22)</b>
Group's Share of profit/ (loss)	(845.66)	763.87	(5.86)	(8.11)
Group's Share of OCI	(4.53)	21.08	-	-
<b>Share of total comprehensive income recognised</b>	<b>(850.19)</b>	<b>784.95</b>	<b>(5.86)</b>	<b>(8.11)</b>

**Note 56 Additional Information, as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as Subsidiary / Associates / Joint Ventures.**

(₹ In Lakh)

Name of The entity	Net Assets i.e. total assets minus total liabilities		Share in Profit or Loss		Share in Other Comprehensive Income	
	As % of Consolidated net Assets	Amount in Lakh	As % of Consolidated profit or loss	Amount in Lakh	As % of Consolidated profit or loss	Amount in Lakh
<b>Parent</b>						
Jai Corp Limited	92.28%	1,34,255.94	(25.60%)	348.30	(60.63%)	(224.74)
<b>Subsidiaries</b>						
<b>Indian</b>						
Ashoka Realty and Developers Limited	0.15%	219.62	(0.01%)	0.15	-	-
Ekdant Realty and Developers Limited	0.40%	586.38	(0.02%)	(0.28)	-	-
Hari Darshan Realty Limited	0.63%	916.27	0.08%	(1.12)	-	-
Hill Rock Construction Limited	0.75%	1,092.16	0.33%	(4.43)	-	-
Hind Agri Properties Limited	0.17%	243.16	0.03%	(0.47)	-	-
Iconic Realtors Limited	5.41%	7,870.85	0.62%	(8.41)	-	-
Jailaxmi Realty and Developers Limited	1.36%	1,983.00	0.19%	(2.57)	-	-
Krupa Land Limited	0.97%	1,409.12	(10.65%)	144.88	-	-
Krupa Realtors Limited	0.17%	250.51	0.03%	(0.44)	-	-
Multifaced Impex Limited	0.08%	117.14	0.07%	(0.93)	-	-
Novelty Realty and Developers Limited	0.56%	809.05	0.03%	(0.44)	-	-
Rainbow Infraprojects Limited	0.63%	911.62	0.03%	(0.43)	-	-
Swar Land Developers Limited	2.48%	3,605.05	(0.40%)	5.40	-	-
Swastik Land Developers Limited	0.18%	257.18	0.04%	(0.51)	-	-
Vasant Bahar Realty Limited	0.13%	194.68	0.12%	(1.64)	-	-
Welldone Real Estate Limited	0.34%	500.01	0.04%	(0.53)	-	-
Yug Developers Limited	0.78%	1,135.84	(0.06%)	0.82	-	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

Name of The entity	(₹ In Lakh)					
	Net Assets i.e. total assets minus total liabilities		Share in Profit or Loss		Share in Other Comprehensive Income	
	As % of Consolidated net Assets	Amount in Lakh	As % of Consolidated profit or loss	Amount in Lakh	As % of Consolidated profit or loss	Amount in Lakh
Urban Infrastructure Trustees Limited	0.00%	-	(0.01%)	0.13	-	-
Urban Infrastructure Venture Capital Limited	7.34%	10,681.44	69.03%	(939.28)	28.56%	105.86
UI Wealth Advisors Limited	0.39%	573.61	(1.44%)	19.58	(22.78%)	(84.44)
Jai Corp Welfare Foundation Trust	0.00%	2.83	0.03%	(0.40)	-	-
<b>Foreign</b>						
Oasis Holding FZC	0.28%	413.16	(1.07%)	14.50	-	-
Belle Terre Realty Limited	12.67%	18,436.59	1.53%	(20.86)	156.08%	578.51
<b>Non Controlling interest</b>	(0.07%)	(103.29)	0.27%	(3.63)	-	-
Oasis Holding FZC	1.98%	2,878.98	0.00%	-	-	-
<b>Associates Company</b>						
Searock Developers FZC	(0.04%)	(65.22)	0.43%	(5.86)	-	-
Urban Infrastructure Holdings Private Limited	(0.95%)	(1,376.14)	62.15%	(845.66)	(1.22%)	(4.53)
Eliminations	(29.09%)	(42,316.93)	4.16%	(56.50)	0.00%	-
<b>Total</b>	<b>100.00%</b>	<b>1,45,482.61</b>	<b>100.00%</b>	<b>(1,360.64)</b>	<b>100.00%</b>	<b>370.66</b>

**Note 57**

The Board of Directors at its meeting held on 29<sup>th</sup> June, 2020 has approved discontinuation of the operations of the Spinning Division of the Company in a phased manner. Management does not envisage any material financial impact on the Company's operations due to discontinuation of the Spinning division. The same has been considered as discontinuing operations, as prescribed under Indian Accounting Standards (Ind As) 105 "Non-current Assets Held for Sale and Discontinued Operations".

**(i) Financial performance and cash flow information:**

S. No.	Particulars	(₹ in Lakh)	
		For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
<b>Financial performance related to discontinuing operations:</b>			
<b>1</b>	<b>Revenue:</b>		
	Revenue From Operations	<b>45.88</b>	68.88
	Other Income	<b>11.35</b>	261.04
	<b>Total Revenue</b>	<b>57.23</b>	<b>329.92</b>
<b>2</b>	<b>Expenses:</b>		
	Cost of Materials Consumed	-	2.77
	Changes in Inventories of Finished Goods, Work-in-progress and Stock-in-Trade	<b>24.06</b>	103.37
	Employee Benefits Expense	<b>1.62</b>	3.45
	Finance Costs	-	-
	Depreciation and Amortization Expense	<b>7.15</b>	7.15
	Other Expenses	<b>26.92</b>	81.80
	<b>Total Expenses</b>	<b>59.75</b>	<b>198.55</b>

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

(₹ in Lakh)

S. No.	Particulars	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
3	<b>Profit/(Loss) Before Exceptional Items (1-2)</b>	(2.52)	131.38
4	Exceptional Items	-	-
5	<b>Profit/(Loss) Before Tax (3-4)</b>	(2.52)	131.38
6	Tax Expenses	(1.18)	32.32
7	<b>Profit/(Loss) from Discontinuing Operations (5-6)</b>	(1.34)	99.06
8	<b>Cash flow disclosure with respect to discontinued operations</b>		
	Net cash flow from operating activities	(11.00)	(338.14)
	Net cash flow / (used in) investing activities	11.00	337.02
	Net cash flow from financing activities	-	-

(ii) Major class of assets and liabilities of disposal group classified as held for sale:

(₹ in Lakh)

Particulars	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Property, plant and equipment	124.38	131.53
Other Non-current financial assets	3.21	3.21
Other Non-current assets	-	-
Inventories	6.16	30.22
Trade Receivable	-	-
Cash and Cash Equivalents	-	-
Loans	-	-
Other Current assets	1.42	1.74
Assets classified as held for sale	105.28	106.72
<b>Total Assets</b>	<b>240.45</b>	<b>273.42</b>
Trade payables	0.28	0.46
Other Current financial liabilities	2.19	2.04
Other Current liabilities	4.52	18.13
Provisions	0.16	0.14
<b>Total Liabilities</b>	<b>7.15</b>	<b>20.77</b>

### 58 Leases

As per Ind AS 116 'Leases', the disclosures of lease are given below:

(i) Following are the amounts recognised in Statement of Profit & Loss:

(₹ In Lakh)

Particulars	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
Depreciation expense for right-of-use assets	30.48	-
Interest expense on lease liabilities	12.89	-
<b>Total amount recognised in the statement of Profit &amp; loss</b>	<b>43.37</b>	<b>-</b>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

(ii) The following is the movement in lease liabilities during the year :

Particulars	(₹ In Lakh)	
	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
Opening Balance	-	-
Addition during the year	175.77	-
Finance cost accrued during the year	12.89	-
Payment of lease liabilities	(30.76)	-
<b>Closing Balance</b>	<b>157.90</b>	<b>-</b>

(iii) The following is the contractual maturity profile of lease liabilities:

Particulars	(₹ In Lakh)	
	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
Less than one year	33.20	-
One year to five years	124.70	-
More than five years	-	-
<b>Closing Balance</b>	<b>157.90</b>	<b>-</b>

(iv) Lease liabilities carry an effective interest rates of 9.05% p.a. The lease term is 5 years.

## 59 Other Statutory Information

- i) As per section 248 of the Companies Act, 2013, there are no balances outstanding with struck off companies.
- 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 does not have 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.
- v) There are no charges or satisfaction thereof which are yet to be registered with ROC beyond the statutory period.
- vi) The Group have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- vii) The Group is in compliance with the number of layers prescribed under clause (87) of section 2 of the Companies Act read with the Companies ( Restriction on number of Layers) Rules, 2017.
- viii) The Group has not been declared a willful defaulter by any bank or financial institution or other lender (as defined under the Companies Act, 2013) or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

- 60** SEBI vide its Order dated 31<sup>st</sup> October, 2022 (the Order) had *inter alia* directed Urban Infrastructure Venture Capital Limited (UIVCL), sponsor and investment manager of Urban Infrastructure Opportunities Fund (UIOF), a scheme of Urban Infrastructure Venture Capital Fund (UIVCF), and Urban Infrastructure Trustees Limited (UITL), Trustee of UIVCF and other individual Noticees to ensure the exit of investors of UIOF in a manner specified in the Order and has also put restrictions on the directors of the Subsidiary to access Securities Market for raising money from public for a period of one year and also put restrictions on the Subsidiary Company and its directors to associate themselves directly or indirectly with any SEBI registered intermediaries which deal with the investor money in any manner. UIVCL and UITL and their Directors have challenged the said Order of SEBI. The Noticees have successfully ensured the exit of the Investors of UIOF as per said Order.
- 61** The Board of Directors of the Urban Infrastructure Venture Capital Limited a Subsidiary Company had approved scheme of merger with UI Wealth Advisors Private Limited, wholly owned subsidiary company at its meeting held on 22<sup>nd</sup> May, 2018. The Scheme was also approved by the shareholders of the Subsidiary Company at annual general meeting held on 27<sup>th</sup> September, 2018. The Subsidiary Company had filed the Scheme jointly with UI Wealth Advisors Private Limited before The National Company Law Tribunal, Mumbai Bench, at Mumbai on 25<sup>th</sup> March, 2019. During the Financial Year 2020-21, the NCLT has allowed the application and dispensed to convey meeting of shareholders of UI Wealth Advisory Private Limited by an order dated 04<sup>th</sup> December, 2020 and the Subsidiary Company has filed the petition jointly with UI Wealth Advisors Private Limited on 22<sup>nd</sup> February, 2021 for approval of Scheme of Merger, subject to other requisite statutory and regulatory approvals. Further during the year, the Official Liquidator (OL) and Regional Director (RD) has submitted its report to NCLT.
- 62** The Board of Directors at its meeting held on 13<sup>th</sup> August, 2018 has decided to initiate closure of the above subsidiary by adopting suitable procedure under the Companies Act, 2013 and the rules made thereunder. The Regional Director, Western Region, Ministry of Corporate Affairs (MCA) has passed the order dated 6<sup>th</sup> October, 2021 for cancellation of license. Now the matter is pending with the Registrar of Companies, Mumbai - Maharashtra, MCA.
- 63** Previous period figures have been regrouped / rearranged / reclassify wherever necessary to make them comparable.

For and on behalf of the Board of Directors

**For Chaturvedi & Shah LLP**

Chartered Accountants

(Firm Registration No. 101720W/W100355)

**Gaurav Jain**  
Managing Director  
(DIN 00077770)

**Dinesh Paliwal**  
Director (Works)  
(DIN 00524064)

**Lalit R Mhalsekar**  
Partner  
Membership No. 103418

**Deepak Ojha**  
Chief Financial Officer

**A. Datta**  
Company Secretary

**Place :** Mumbai

**Date :** 25<sup>th</sup> May, 2023













Corporate Office:

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Tel: +91-22-3521 5146

Registered Office:

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