



1st August, 2023

The Listing Department, The Calcutta Stock Exchange Ltd. 7, Lyons Range, Kolkata – 700001	The Manager The Department of Corporate Services, BSE Limited, P. J. Towers, Dalal Street, Mumbai - 400001	The Manager, The Listing Department, National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400051
Scrip Code- 022035	Script Code- 531241	Symbol- LINC

Dear Sir,

Re: Notice of 29th Annual General Meeting

Please note that the 29th Annual General Meeting of the Company will be held on Monday, 28th August, 2023 at 11.00 A.M.

In terms of Regulation 30 and 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith a copy of Annual Report 2022-23 and a copy of the notice dated 12th May, 2023 convening the 29th Annual General Meeting of the Company.

This is for your information and record.

Thanking You

Yours faithfully

For LINC LIMITED

KAUSHIK RAHA  
Company Secretary



**STORIES IN  
SCRIBBLES**

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LINC LIMITED  
(FORMERLY KNOWN AS LINC PEN & PLASTICS LIMITED)  
ANNUAL REPORT 2022-23

## Forward-looking statement

In this Annual Report, we have disclosed forward-looking information to enable investors to comprehend our prospects and take informed investment decisions. This report and other statements - written and oral - that we periodically make, contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipates', 'estimates', 'expects', 'projects', 'intends', 'plans', 'believes' and words of similar substance in connection with any discussion of future performance. We cannot guarantee that these forward-looking statements will be realised, although we believe we have been prudent in our assumptions. The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. Readers should bear this in mind. We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.

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A need to write something in a hurry to a friend.

A book needing to be inscribed.

An examination needing to be written.

An interview needing to be written.

A dictation needing to be written.



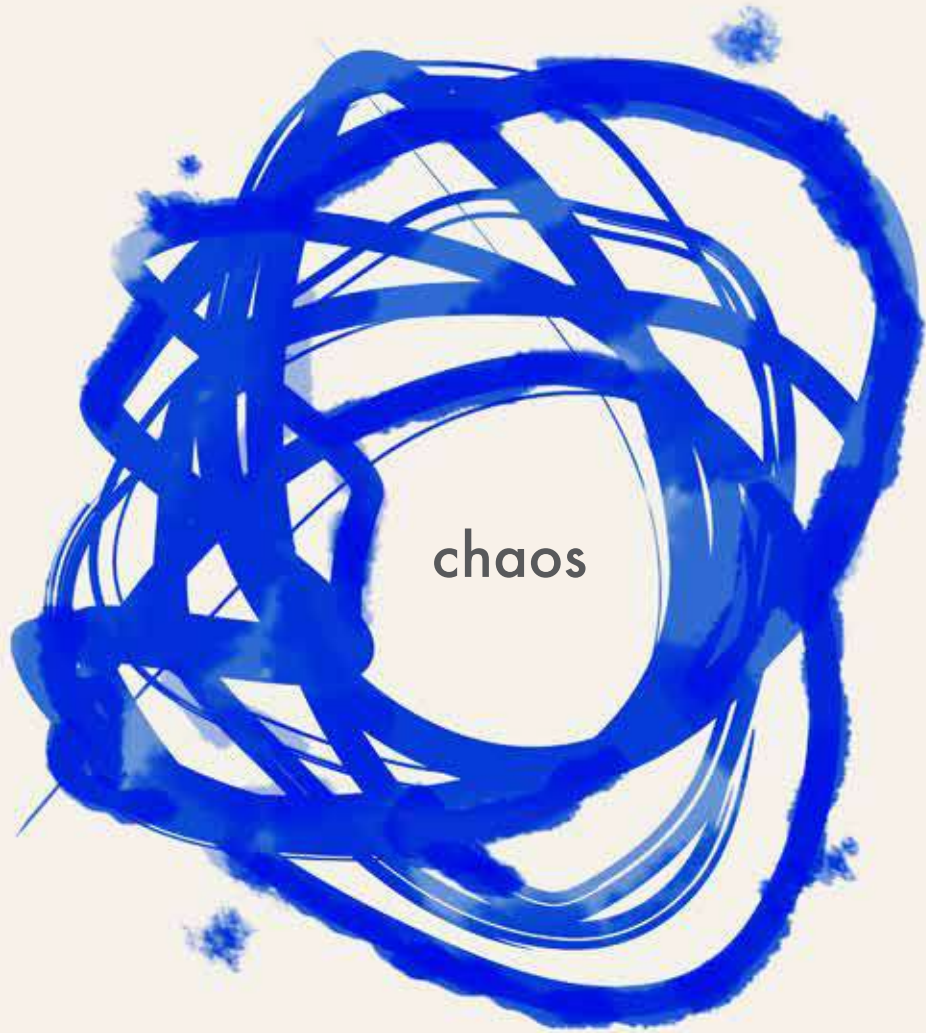
These - and more - activities need a snug curl of the fingers around a familiar writing instrument.

Something one has been used to. Something that facilitates a smooth ink flow. Something that enhances user pride.

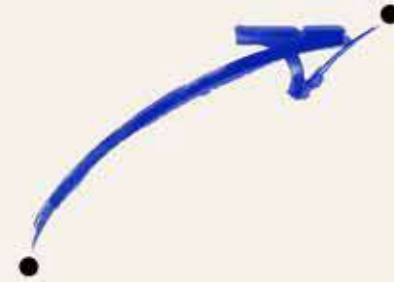
During the last few years, Linc's Pentonic has graduated from another writing instrument launched to a trusted accompanist.

This Annual Report describes how the story of scribbles has graduated this pen to a platform.

A platform of more products, financial growth and enhanced profitability.,



chaos

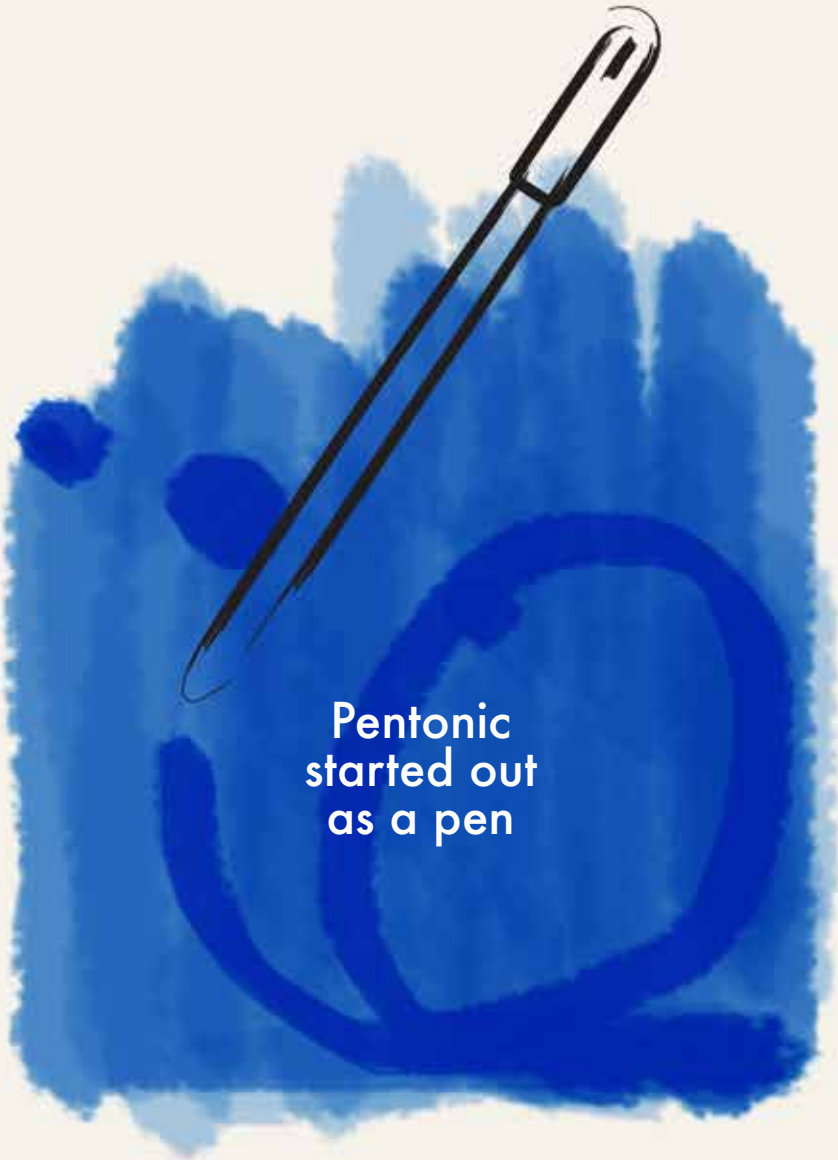


and then came  
Pentonic

Pentonic may  
have been  
boringly black  
at first glance

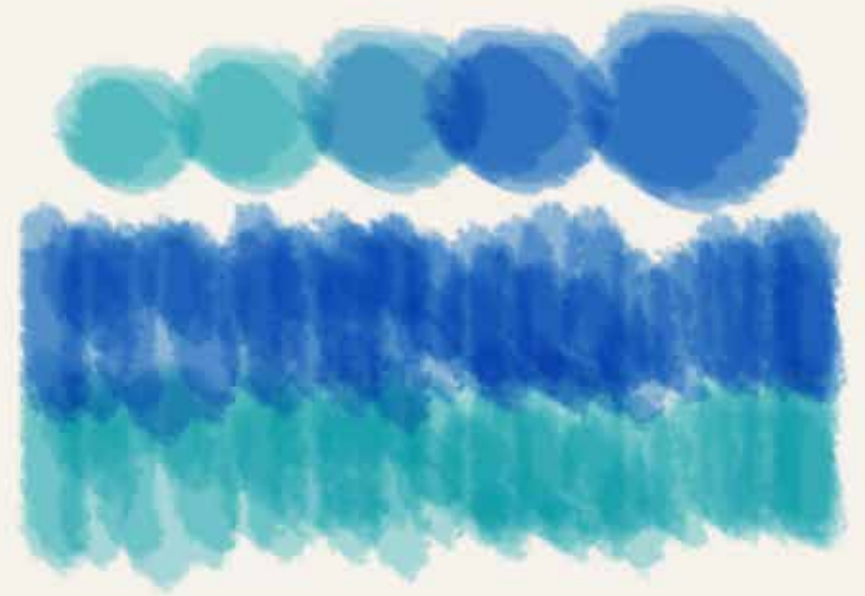


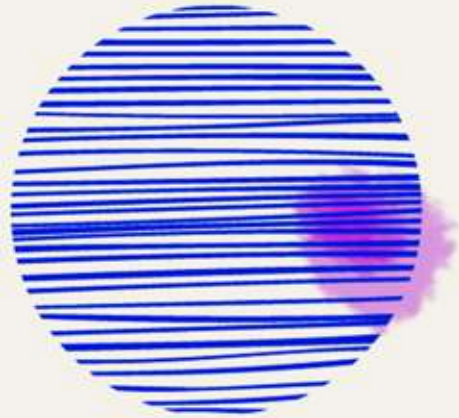
but it brought  
colour into  
Linc's  
existence



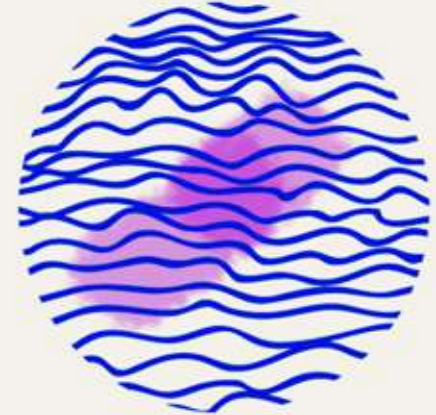
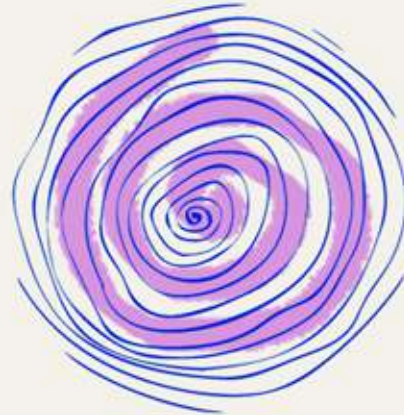
Pentonic  
started out  
as a pen

but over time it  
has transformed  
into a platform

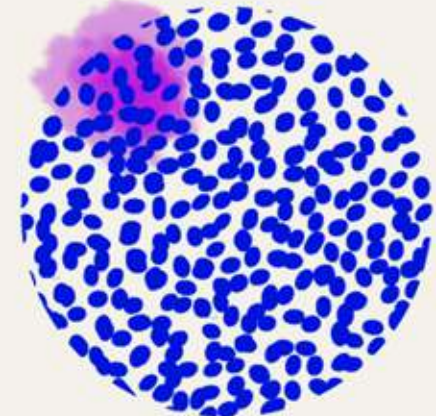
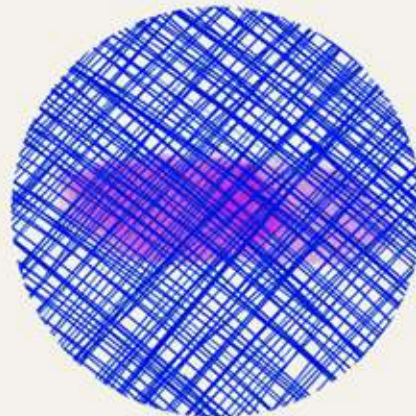
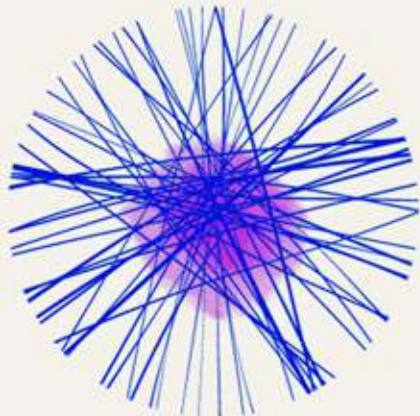




a platform of new products, enhanced revenues and superior margins



Pentonic hasn't been just a product. It has been a complete range





## 5 principal messages of this Annual Report

1

The company is changing orbits, graduating from its long-standing presence in the thin-margin segment

2

The company is committed to marketing more value-added writing instruments – and creating a larger market for premium writing instruments

3

The company is committed to enhancing the proportion of revenues from writing instruments priced above ₹10 each

4

The company will enhance its export profile, taking Linc deeper into geographies with similar demographics

5

The company possesses the strongest Balance Sheet in its existence empowering it to grow faster from this point than it has done in its existence





## from product to platform

A few years ago, we launched Pentonic in the face of scepticism.

There were a number of reasons people said that the launch of this writing instrument would not work.

The product was too black.

The product did not have a clip.

The product did not comprise stainless steel.

The product was too un-Indian.

Within three years, this product has transformed our fundamentals.

More importantly, it has transformed the way India's writing instruments industry has begun to think.

at Linc, this is  
what we mean by  
'platform'



At Linc, we have graduated from the creation of writing instruments to the creation of platforms.

This is how we have transformed in the last three years.

We have graduated from the creation of standalone products to 'product families'

We have extended from a focus on generating profits for the moment to profit sustainability

We have extended from an insource manufacturing focus to a multi-product solution

We have graduated from 'This is what we make' to 'We will deliver what the consumer wants'

We have extended from a singular volume-driven approach to one reconciling volume and value

We have evolved from marketing products through stationery outlets to also selling through neighbourhood utility stores

at Linc, this is what  
we are doing to  
take our 'platform'  
positioning ahead



At Linc, we have transformed the way we are doing business.

The extent of changes that we have made in our business has been unprecedented.

One, we are shrinking the number of products being sold with the objective to enhance our marketing focus.

Two, we are widening and deepening our distribution footprint pan-India.

Three, we are blending our portfolio with a prudent mix of in-sourced and out-sourced products - a complete stationery solution.

Four, we are investing deeper in our manufacturing capacities, focusing on fast-moving products

Five, we are building proprietary capabilities in analytics to spot trends and respond quicker

Six, we are making prudent extensions of successful adjacent products, building product families

The result is that the Linc of today has evolved from a writing instruments company into an FMCG organization

at Linc, this is  
how our new  
positioning has  
been transforming  
our financials



The evolving financials at Linc represent a validation of its strategic ferment.

One, the company reported a sharp 89% FY2022-23 revenue recovery from the pandemic low of FY2020-21 and 38% over FY2021-22.

Two, the company deleveraged and turned zero debt (long-term) during the pandemic at a time when its principal revenue drivers (education institutions) were closed.

Three, the company is now reporting a superior capital efficiency: a 1270 bps increase in RoCE to 28% and a 810 bps improvement in RoE to 23% between FY2019-20 and FY2022-23

Four, an increase in EBITDA margins from 10.3% in FY2019-20 to 13.3% in FY2022-23.

Five, a transformation in liquidity – from Rs. 46 crore debt in the books in FY 20 to Rs 7.6 cr cash on 31 March 2023.

a 'platformised' Linc  
intends to replicate its  
growth of the decades  
into the next few years



At Linc, we grew revenues 38% in  
FY2022-23.

This was the highest percentage  
growth in revenues delivered by the  
company in 18 years.

During the fourth quarter of the last  
financial year, Linc revenues grew  
24% over the previous corresponding  
quarter and 10% over the  
immediately preceding quarter.

This sustained momentum indicates  
that the company is at an inflection  
point.

Linc intends to achieve ₹750 crores  
revenues across the next two years,  
riding this momentum.

CORPORATE SNAPSHOT

# Linc.

More than a corporate recall; it is a brand that stands for possessing the courage to innovate.

More than a company driven by profitability; it is a company that has endured across the decades.

More than a writing instruments company; a brand that markets a comprehensive stationery solution.

More than a company engaged in the manufacture of conventional products; a brand that is digitalising processes to deliver futuristic outcomes.

WHAT DRIVES US

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## Vision

To empower people to express themselves better and create a happier world by providing innovative, quality and affordable solutions, conveniently.

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## Mission

To become the top superbrand in the country, recognised worldwide and to be an attractive proposition for stakeholders and business partners to align with Linc.

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## Core values

We take pride in our strong ethical principles and integrity and strive to consistently exceed customer expectations.

We are fully committed to every task at hand and constantly pushing the boundaries of innovation in our products and solutions.

Our core values include Customer Delight, Integrity, Dedication and Innovation (CIDI).



### Background

Founded in 1976 by Mr. Soorajmal Jalan, Linc Pen has been grown into its present scale and status by Mr. Deepak Jalan. Linc Pen is acknowledged among the leading branded writing instrument companies in India by manufacturing capacity, trade partner engagement and revenues.

### Products

Linc provides one of the widest product portfolios in the industry - gel pens, ball pens, fountain pens, markers, mechanical pencils, files and folders. The result is that the company is a one-stop provider of most stationery requirements addressing students and adults. The company has been certified for ISO 9001:2008.

### Locations

Linc's state-of-the-art integrated manufacturing facilities are located in Umbergaon (Gujarat) and Serakole (West Bengal). The company possess an aggregate manufacturing capacity of 25 lakhs units a day. Linc's pan-India distribution network comprises 44 channel partners, 2862 distributors and a sales team of 394 professionals who serve more than 2.41 lakhs retailers.

### Global

Linc enjoys a global presence in more than 40 countries where its product is sold under the 'Linc' brand. The company enjoys a distribution network in South East Asia, Middle East, USA, UK, Europe, South America, Africa, Russia and CIS countries.

### Partners

Linc outsources world-class products from marquee international brands.

**Uni:** Global brand from Mitsubishi Pencil Co. Ltd, Japan. Uni enjoys a presence across all categories of writing instruments like roller pen, gel pen and ball pen.

**Deli:** Asia's largest stationery giant. Presence across all stationery categories with over 2,000 products

### Listing

The Company was listed on the National Stock Exchange (NSE) and the Bombay Stock Exchange (BSE) with a market capitalisation of ₹786 crores as on 31st March, 2023.

### Certifications

Linc has been accredited with the ISO 9001:2008 certification, validating the Company's compliance with stringent quality management norms.



■ India 79.2%    ■ Exports 20.8%



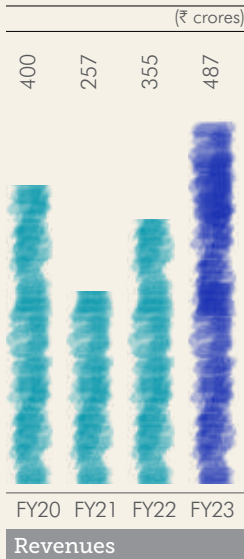
■ Promoters 59.25%    ■ Mitsubishi Pencil Co Ltd 13.45%  
■ IEPF 0.22%    ■ NRI, FII etc. 0.29%    ■ Other Public 26.79%

As on 31 March 2023

How we performed across the four quarters of 2022-23

Year, 2022-23	Quarter one	Quarter two	Quarter three	Quarter four
Revenues (₹ crores)	98	127	125	137
EBIDTA (₹ crores)	9.31	16.41	18.59	20.53
Profit after tax (₹ crores)	4.38	9.56	11.13	12.33
EBIDTA margin (%)	9.5	12.9	14.9	15.0

# Our performance across the years



**Definition**

Growth in sales, net of taxes

**Why this is measured?**

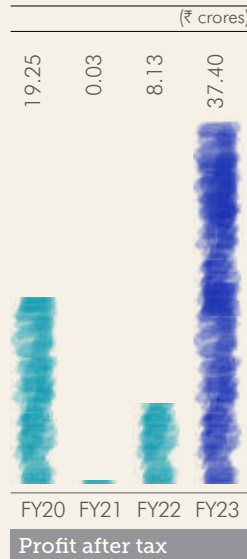
It highlights the acceptance of the Company's products by consumers, translating into revenues.

**Performance**

Aggregate sales increased by 38% to ₹487 crores in FY2022-23.

**Value impact**

The company experienced a significant increase in revenue in fiscal year 2022-23.



**Definition**

Profit earned during the year after deducting all expenses and provisions.

**Why this is measured?**

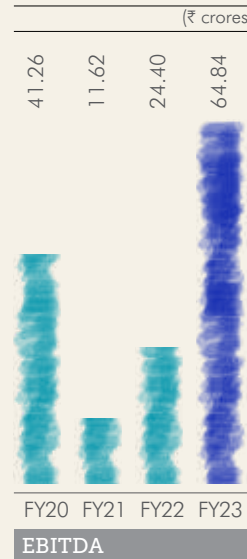
It highlights the strength of the business model in enhancing shareholder value.

**Performance**

The Company reported a 360% increase in profit after tax in FY2022-23

**Value impact**

The company experienced an increase in its profit after tax (PAT) due to superior cost management and growth in revenues.



**Definition**

Earnings before the deduction of interest, depreciation, extraordinary items and tax

**Why this is measured?**

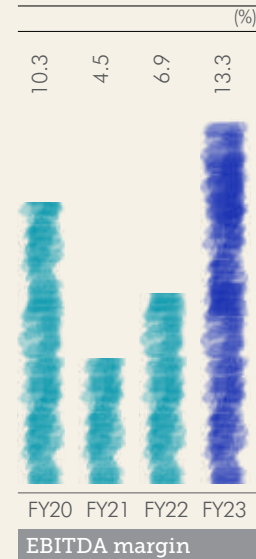
It showcases the Company's ability to optimise operating costs, an index of its competitiveness.

**Performance**

The Company's EBITDA for FY2022-23 was ₹64.84 crores, a 165.7 % increase over the previous financial year.

**Value impact**

The company reported a sharp increase in EBITDA, a validation of the robustness of its business model.



**Definition**

EBITDA margin is a profitability index used to measure the effectiveness of a Company's business model.

**Why is this measured?**

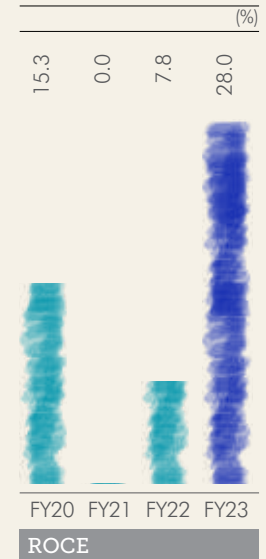
The EBIDTA margin gives an idea of how much a Company earns (before accounting for interest and taxes) on each rupee of sale (expressed as a percentage).

**Performance**

The Company reported a 640 bps increase in EBIDTA margin in FY2022-23 following an improvement in revenues.

**Value impact**

The company reported improved margins, a validation of its competitiveness across market cycles.



**Definition**

It is a financial ratio that measures a Company's profitability and the efficiency with which its capital is employed in the business.

**Why is this measured?**

ROCE is a useful metric for comparing profitability across companies based on the amount of capital they use – especially in capital intensive sectors.

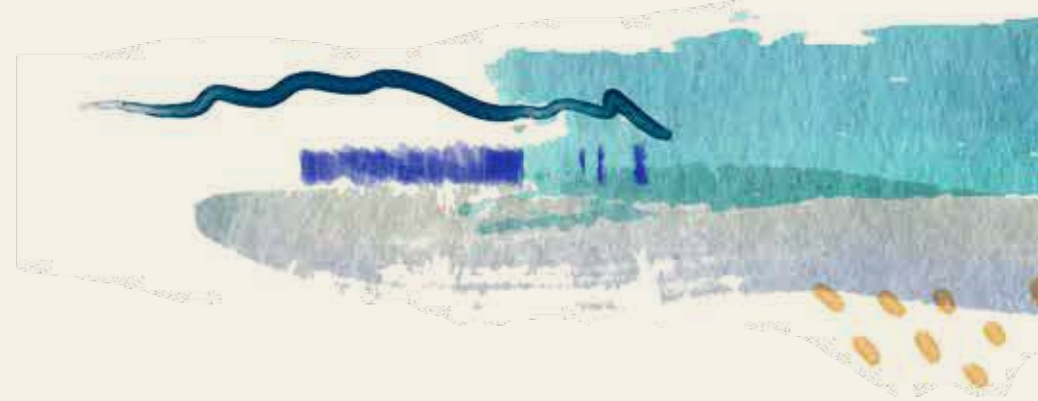
**Performance**

The Company generated a 2020 bps increase in ROCE in FY2022-23 followed improved offtake.

**Value impact**

The company expects to strengthen ROCE further through various strategies.





## The big picture of why India's writing instrument industry is at an inflection point

### Overview

The Indian writing instrument has been one of the most price-sensitive sectors for decades.

When resourced and overhead costs increased – it became imperative for writing instrument manufacturers to sell more than ever. What could not be made by margins was intended to be covered by volumes.

There was a perspective that the volume segment would need to be grown if companies needed to survive. There is now a rethink due to the following factors.

Since most general low-priced items have increased in value, the price-value proposition of the writing instrument has progressively increased. The product is now one of the most cost-effective branded products available.

General inflation has discounted the value of most things: most people consider products of around ₹10 or below as 'not worth thinking much about' when it comes to purchase.

There is a paucity of loose change within the Indian economy; the ₹10 currency note has become the lowest common urban denominator for most cash transactions.

There is a tendency to buy in a pack than buy standalone pens, making it easier for manufacturers to package and earn better as opposed to standalone pricing.

A complement of these realities has graduated the Indian pen consumer towards better value.

## Why the writing instruments market in India will keep growing into the long-term

### Overview

There is an underlying optimism about why the Indian writing instruments market will keep growing.

One, the country's population accretion – around 0.81% growth rate for 2023 – is the largest addition in the world.

Two, there is a sustained insistence that writing using pens enhances motor skills in students.

Three, even as digitalisation is growing within the Indian education system, the role of the writing instrument continues to be

protected in view of an enduring culture of written examinations.

Four, there is a growing perception that writing notes is more than environment friendly than the use of digital gadgets powered by electricity (derived from fossil fuels).

Five, around 65% of India is rural – the largest such population cluster anywhere – that is extensively dependent on the use of writing instruments for their documentation, education and communication needs.

# Why writing may never go out of fashion

“The experience of writing a handwritten letter has been shown to relieve stress and is a really calming process,”

Van Den Bergh



## Overview

Stephen King purportedly wrote *Dreamcatcher* in longhand – using a Waterman cartridge pen.

J. K. Rowling penned *The Tales of Beedle the Bard* – all 157 pages of it – in longhand, and the leather-bound tome sold for almost \$4M at an auction.

F. Scott Fitzgerald did it, as did Hemingway, Kafka and countless others, each of whom had access to either a typewriter or, later, a computer. They all chose to put pen to paper and see where it took them.

A pen transports us to unexpected places, on wings that require no more than a timely shot of ink to keep them aloft, destination unknown.

Short-term, focused writing can, according to Pennebaker, benefit anyone -- from persons who are dealing with terminal illness, victims of violent crime, or new college students struggling with the transition from high school. These brief expressive writing episodes have led participants of the survey to feel happier and less negative than prior to their writing experience, and having fewer symptoms of depression and anxiety.

A study of Japanese university students and recent graduates has revealed that writing on physical paper can lead to more brain activity when remembering the information an hour later. Researchers say that the unique, complex, spatial and tactile information associated with writing by hand on physical paper is likely to lead to improved memory. (Source: Science Daily)

Writing by hand really does have an effect on memory, according to multiple studies. The most widely cited is a 2014 study that examined note-taking via pen-and-paper versus on a laptop among 300 U.S. college students. Researchers found that students taking notes the old-fashioned way were

more able to correctly answer questions about the lecture they sat through. (Source: The Swaddle)

Conventional wisdom suggests that handwritten messages are certainly more heartfelt and thoughtful. Even with our seemingly increasing reliance on fast, convenient communication, close to nine in 10 millennials would discount it in favour of something a little slower and more thoughtful.

Millennials not only appreciate writing more but are more likely to keep hold of handwritten keepsakes than those in their fifties.

Words on paper bring something that one person has touched to the touch of another; they metonymically figure the human body by transporting its combination of persistence and perishability.

Previous studies have made clear how the brain learns - drawing letters and taking notes longhand is more effective than typing them out.

Taking notes longhand is more involved because it involves thinking about and producing the shape of each individual letter, retrieving memories of what the letters look like, controlling our hands when writing and watching the shape of each letter take form. When you type things out, you are simply hitting keys on a keyboard. Your brain is not forced to engage in the same way.

Researchers at the cognitive neuroscience laboratory at Aix-Marseille University, carried out a study of 76 children, aged three to five. The group that learned to write letters by hand were better at recognising them than the group that learned to type them on a computer. They repeated the experiment on adults, teaching them Bengali or Tamil characters. The results were much the same as with the children.

## PERFORMANCE REVIEW

# We are optimistic

that the year FY2022-23 was an inflection point for your company.

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Managing Director **Deepak Jalan** analyses the FY2022-23 performance of the company and looks ahead

## Principal message

Linc has created a robust foundation for multi-year revenue growth and business sustainability. During the last few years, the company encountered its biggest existential challenge during the pandemic when the country's education sector closed down for nearly a year. This resulted in Linc's biggest market not contributing much to its revenues and profits through FY2020-21. The following year was affected by an unprecedented increase in crude oil prices (hence raw material prices for Linc), affecting profitability. During the year under review, Linc enjoyed a reopening of markets, making it possible to return to a full year of normalised operations.

Linc capitalised on this return to normal by reporting a 38% growth in revenues, 166% increase in EBITDA and a 360% growth in profit after tax. Linc's revenues of ₹487 crores were the highest in its existence; correspondingly the company's PAT was the highest ever. The company's EBITDA margin strengthened from 6.9% to 13.3%. We believe that Linc now possesses a robust foundation for multi-year revenue and profit growth, which should enhance value for all its stakeholders.

## Performance drivers

The biggest driver of Linc's performance in the last financial year was the success of Pentonic. The brand was launched in FY2018-19; within four years, we believe that Pentonic is well on its way to graduate from a standalone writing instrument brand to a broadbased product platform. During the last few years, the runaway success of Pentonic emerged not just as a corporate phenomenon but as a dextral success story: the mass premium brand demonstrated that it is possible to build an Indian brand

around international design, that the colour black can sell, that a design-driven writing instrument can capture consumer fancy and that a writing instrument in the mass price segment, does not need a metal clip or stainless steel or packaging to catch the consumer's eye. The contrarian position and success of this brand sent out a message to the Indian writing instrument sector: 'Being different works.'

What is as relevant is that Pentonic was not just a flavour of the season, in most instances, the sharp success of the brand could have resulted in an overkill and corresponding fatigue, warranting the need to introduce an alternative. I am pleased to communicate that Pentonic continues to be outperforming the sectorial average even before following its launch. Its success inspired the Company to launch 2 additional products around the Pentonic positioning in the space of four years. The collective Pentonic family generated ₹143 crores in revenues during the last financial year or 30% of the company's FY2022-23 revenues.

What makes the Pentonic story even more creditable is that this is not just an Indian success story. During the year under review, Pentonic was responsible for 63% of the company's revenue growth; the brand accounted for 15% of the company's exports. There is growing recognition that Pentonic is not just an Indian success story, but is evolving into a global brand.

The sustained success of this brand lifted the overall realisation average of the company. The average realisation per writing instrument strengthened from ₹4.90 to ₹5.42 during the last financial year.

## Optimism

At Linc, the objective will be to build on the Pentonic platform.

During the first quarter of the current financial year, the company intends to launch the fourth Pentonic variant – Pentonic GRT – a Retractable Gel Pen at ₹40. We believe that a succession of Pentonic brands will help evolve the preference of the Indian writing instrument user towards better variants.

### At Linc, we are optimistic of our prospects for some good reasons.

One, the Indian consumer is less price-sensitive than he or she has ever been. In the context of the Indian writing instruments sector, this will not be difficult to explain: the average price of a writing instrument has remained around the same level for years even as disposable incomes and general prosperity has risen. As an extension of this reality, the number of branded consumer products being offered for ₹10 or lower has declined; there is an upward 'correction' in the prices of products still quoting in singular digits. The result is a decline in price-sensitivity; a consumer would rather write better than save petty paise.

Two, there is a distribution revolution transpiring within India today. The combination of data analytics and SAP is inspiring Indian consumer product brands to extend deeper and wider across the Indian land mass. Products that were only available in population clusters of 1,00,000 and above are probably now available anywhere in India in population clusters of 50,000 and above. There is a universalisation in product availability and the day is not far off when most Indian

consumer brands will be available in population clusters of 10,000 or more.

Three, thanks to digitalisation, there is a greater interplay of informed decision making among branded product-driven companies. Most product-driven companies are turning to data analytics; there is a greater digitalisation-empowered understanding of sales force efficiency. The introduction of distribution management system is making systemic working capital management more efficient. It is possible to drive a larger throughput of products across a wider market canvas in quicker time. The working capital management of such product-driven companies is getting increasingly efficient. The cash resources liberated by this increased efficiency is being reinvested in product and brand development, a virtuous cycle.

### Prepared

At Linc, we have been aligned with the evolving forces around us.

During the last few years, Linc widened its distribution coverage. For the first 40 years of existence, Linc products were retailed across 65,000 outlets; in the space of just three years, the number of outlets has increased to 2.41 lakhs. By getting past the door of trade partners across the vast Indian landmass, Linc is now attractively placed to build market share: on the strength of its brand and by the virtue of being able to offer trade partners a large basket of writing instruments and complementary stationery products. Relevantly, what used to be a singular focus on stationery outlets has now been complemented by the vast eco-system of non-stationery neighbourhood outlets. The

result is that each time someone seeks a writing instrument a retail outlet marketing Linc is round the corner.

In the past, the focus at Linc was to market as much of as many products. Within this portfolio, some products sold faster than the others. The company marketed both – fast moving and the not-so-fast moving – around the priority of not losing a sale. The result was that some pockets of its aggregated inventory it liquidated faster while the other pockets were required to be nursed across a longer period. At Linc, we are graduating from a revenue-driving company (at any cost) to one that is increasingly profitability-driven. In view of this, the company has taken a conscious call to moderate the number of SKUs and focus only on those marked by higher traction. This rationalisation will liberate management bandwidth, capital and warehouse space; in turn, it will help reallocate the liberated resources to be focused on the fast-moving items, accelerating their offtake.


The third example of the company's reinvention lies in its decision to manufacturing products on international soil. This confidence has been derived from the success of the Pentonic brand; the company is now being increasingly respected for its design contemporariness and cost leadership. The company signed a term sheet with an African manufacturer whereby the company will outsource the manufacture of writing instruments (based on proprietary design) to this company. This arrangement will enable Linc to manufacturer closer to the market, moderate logistics cost, reduce import tariff incidence and inspire the confidence

among African trade partners of quicker delivery.


### Value

I am pleased to communicate that the complement of these realities was validated by the investing community. During the last few months, the Linc stock touched a peak market cap of ₹1200 crores. The company reported a 90% increase in market cap during the last financial year.

We are optimistic that the initiatives indicated above represent an inflection point for your company. The company intends to sustain its revenue momentum, touching estimated revenues of ₹750 by FY2024-25. This growth is expected to enhance value for all those who associated with our company.



At Linc, we are graduating from a revenue-driving company (at any cost) to one that is increasingly profitability-driven. In view of this, the company has taken a conscious call to moderate the number of SKUs and focus only on those marked by higher traction.



# Our Brands report

FY2022-23



**Our brand stethoscope**  
Sustained brand building

Parameter	FY2019-20	FY2020-21	FY2021-22	FY2022-23
Brand spending (₹ crores)	12.4	4.1	6.0	13.8
Brand spending as a % of revenues (₹ crores)	3.1	1.6	1.7	2.8

**41.7**

₹ crores, Linc's brand investment in the five years ending FY2022-23

**13.8**

₹ crores, Linc's brand investment in FY2022-23

## Overview

Linc has been a catalyst in India's writing instruments sector, influencing new styles and standards.

Linc's contributions to India's writing instruments sector has comprised the following:

- The growth of its organised and branded writing instruments segment
- The launch of celebrity-driven endorsements
- The launch of premium writing instruments
- The creation of new price points, widening choice
- The launch of products in the international market
- The launch of direct fill pens for a fraction of the price of competing alternatives
- The launch of quality gel pens for around ₹10, widening the market
- The launch of Pentonic for ₹10 in 2019 going against the sectorial trend

## Pan-India revenues (%)

### NORTH

FY22

**29**

FY23

**30**

### EAST

FY22

**38**

FY23

**34**

### WEST

FY22

**17**

FY23

**20**

### SOUTH

FY22

**16**

FY23

**16**

## The Linc brand strategy

- Built the mother brand – Linc – around thought leadership
- Created sub-brands positioned around a superior price-value proposition
- Consistent focus on clutter-cutting products
- Sustained spending on creating new brands
- Marketing of outsourced brands, positioning Linc as a complete solution provider
- Deepened recall of 'If it is Linc, it must be different'
- Conscious shrinkage of the portfolio to enhance a focus on select brands
- Focus on progressive value-addition and premiumisation
- Building a successful brand (Pentonic) into a multi-product platform

# Linc's product champions

**TipTop**  
Introduced in 2000. Pioneering retractable ball pen. Price: ₹2.50

**Hi School Gel**  
Launched in 2001. First Indian manufactured gel pen. Price: ₹10

**Smart OBG**  
Launched in 2002. First refillable oil-based gel pen. Sales of 60 million writing instruments each year during its prime

**Ocean Gel**  
Launched in 2003. The highest selling gel pen. Pioneering packaging of three pens for ₹20 (helped price pens beyond ₹5 each, a new industry price point).

**Glycer**  
Introduced in 2005. The highest selling pen in Linc's existence until then. Among the highest selling pens across countries.

**Executive Gel**  
Launched in 2010, is with steady flow Ink Technology helps in smooth - smudge free long writing and has a comfortable textured grip

**Signetta**  
Introduced in 2012, is stylishly designed ball pen with comfortable grip and elongated writing.

**Twinn**  
Introduced in 2013. First of its kind writing instrument in India. Super smooth ball pen cum lead pencil in the same writing instrument body.

**Linc Touch**  
Introduced in 2015. A pen with a stylus at the back.

**Pentonic**  
Introduced in 2019. Game changing product. Minimalistic design. Price: ₹10 each. Kickstarted brand extensions. Transformed industry perception



## The Linc brand. Generating a range of positive recalls

### Solution

Linc provides a range of branded products marketed under the following brands - Linc, Lincplus, Pentonic, Uni-ball, Deli and Markline – prompting the recall that *'Linc ke ek me anek'*

### Accessibility

Linc is accessible across more than 2.41 lakhs retail points (31st March, 2023), prompting the recall that *'Kisi bhi dukaan pe milega'*

### Affordable

Linc has established respect for a superior price-value proposition across brands and writing instruments, prompting the recall *'Sabse badhiya chalega'*

### Availability

Linc's phygital approach (apps, tele-callers and field force) ensure anytime accessibility, prompting the recall of *'Linc me sunvaayi is easiest'*

### Consumer delight

Linc has established the expectation that *'If it's Linc, it must be something new'*, helping transform a writing instrument into a generic name.

### Ethical practices

Linc represents fair treatment, regulatory compliance, ethical business practises and people respect, prompting the recall that *'Linc hai to sab theek hai'*

### Relationships

Linc enhances stakeholder value - career development for employees, superior writing instruments for customers, multi-year engagement for vendors and enhanced value for shareholders, prompting the respect that *'Linc se saajhdaari me hai samajhdaari'*

### Price point creator

Linc has helped create new price points in India's writing instruments sector, generating the recall that *'Linc customer ke faayde ke liye sochta hai'*

### Aesthetic designs

Linc has launched stylishly designed writing instruments that have enhanced owner's pride, prompting the recall that *'Linc positive impression create karta hai'*

## Our inspiring journey across the years

### 1976

Linc was registered on 9th February

### 1978

India's first plastic ball point pen. Linc Supreme was launched

### 1984

In Serakole, near Kolkata, Linc's first manufacturing facility was set up

### 1992

Uniball ball and roller pens were introduced in collaboration with Mitsubishi (Japan).

### 1994

The company was listed on the Indian Stock Exchange.

### 2003

Commenced exports to Wal-Mart, USA.

### 2005

Linc Glycer, the company's highest-selling pen, was launched.

### 2006

Office Linc, India's first branded retail stationery shop, was founded.

### 2008

Engaged prominent Indian actor Shah Rukh Khan as brand ambassador

### 2009

Commenced production in Falta SEZ unit

### 2012

Mitsubishi of Japan acquired a 13% stake in Linc

### 2013

Linc Twinn, a revolutionary pen and pencil combo, was launched.

### 2015

Listed as a Two Star Export House.

### 2017

Commenced production in Umbergaon, Gujarat

### 2019

Launched Pentonic Ball Pen @ ₹10

### 2020

Launched Pentonic BRT @ ₹20

### 2021

The company's name was changed to Linc Ltd.

### 2022

Registered office was relocated to Sector V, Salt Lake, Kolkata.

### 2023

Launch planned for Pentonic GRT@ ₹40, (a retractable gel pen)

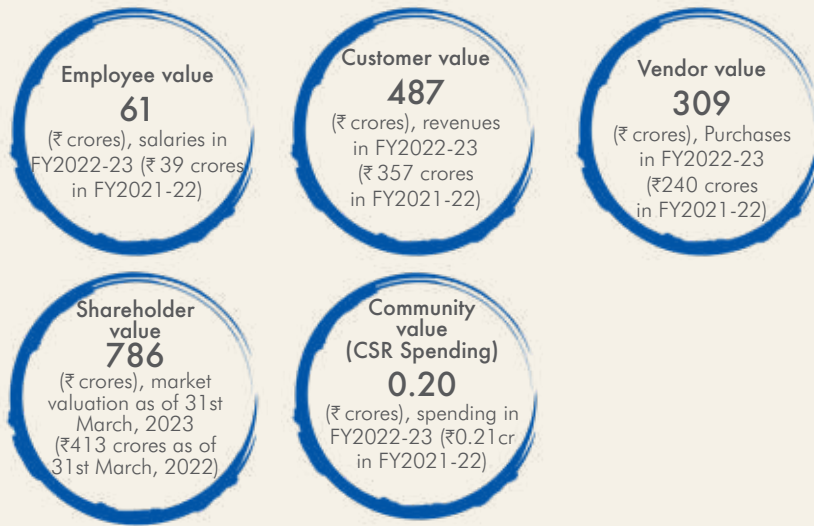


# Integrated value creation and Linc

## Our institutionalised value-creation process

Focus on enhanced stakeholder value

### THE SCORECARD



### Exchequer value



### Overview

In the modern world, it is no longer enough to enhance shareholder value. The operative term that is being increasingly used is 'stakeholder value'. By the very nature of the term, 'stakeholder' does not merely refer to the interest group that owns shares in the Company. It refers to every single individual or sentiment that is likely to be influenced by the Company's brand, product or operations. In short, it refers to everyone and everything, living or not.

This represents an understanding of how the value sought to be created needs to be integrated across all stakeholders, the measure by which all companies are appraised. This Integrated Value-Creation

Report is being increasingly respected for its appraisal of 'hard' and 'soft' initiatives in its reporting format.

The report draws on diverse strands (financial, management commentary, governance, remuneration and sustainability reporting) in explaining an organisation's ability to create, enhance and sustain value. Interestingly, the influence of an Integrated Report enhances an understanding across diverse stakeholders (employees, customers, suppliers, business partners, local communities, legislators, regulators and policy makers), underlining the need for an organisation to enhance value in a sustainable manner.

### Drivers of our value

**Our employees** represent the aggregate knowledge of how to grow the business across a range of functions (polymer procurement, manufacturing, quality, finance etc.). We provide an exciting workplace, generate stable employment and help enhance productivity

**Our shareholders** provided capital when we went into business. Our focus is to generate free cash, enhancing RoCE and, in doing so, increase value of their holdings

**Our vendors** provide credible and a continuously supply of resources (polymer, equipment and services). We maximise quality resource procurement that is remunerated with speed, incentivising additional planting

**Our customers** keep us in business through a consistent purchase of products, generating the financial resources to sustain our operations. Our focus is to sell to a larger number of customers and retain them, strengthening relationships

**Our communities** provide precious social capital (education, culture, security etc.). We support and grow communities through consistent engagement

**Our governments** provides a stable structural framework that ensures law, order, policies etc. Our focus is to play the role of a responsible citizen

At Linc, the prudent interplay of the value generated by each stakeholder ensures business sustainability and enhanced organisational value.



# Our sustainability framework

## Strategy

- Enhance the aesthetic standards of consumers (through writing instruments)
- Extend the market beyond low-cost writing instruments
- Provide a complement of writing instruments

## Procurement economies

- Procure abundant polymer through enduring relationships
- Procure economically through proximate sources
- Procure superior polymer quality

## Products basket

- Provide a complement of stationery materials
- Provide a range of writing instruments (gel pens, non-gel pens etc.)
- Provide retail access through Linc stores

## Manufacturing excellence

- Invest in cutting-edge technologies
- Dedicate plants for respective markets (exports or Indian)
- Maximise asset utilisation

## Financial structure

- Stay debt-free
- Strengthen working capital efficiency
- Maximise Balance Sheet capital efficiency

## Environment integrity

- Moderate resource consumption per writing instrument
- Protect the environment balance around manufacturing locations
- Benchmark as per compliance standards

## People competence

- Enhance talent productivity
- Invest in knowledge, experience, passion and empathy
- Build subject matter experts from within

## Community support

- Provide community support
- Focus on integrated community development
- Engage in a sustainable way for extended impact

# The resources of value creation

## Natural capital

We derive all our resources - polymer, water, fossil fuels and the world's carbon sinks — from this capital. Our engagement is influenced by the degree of dependence on natural resources, environmental impact we need on the environment and what to do to operate within environment limits.

## Human capital

This refers to the skills and know-how of an organisation. The success of an organisation is tied to the competent management of teams. Excessive employee turnover or inadequate remuneration can affect the brand and our ability to enhance value

## Social and relationship capital

This represents the relationships between our Company and stakeholders (community, governments, customers and supply chain partners). These could also comprise operating licenses, dependence on the public sector or the supply chain.

## Intellectual capital

This includes resources such as patents, copyrights, intellectual property and organisational systems, procedures and protocols, which can provide competitive advantages. Conversely, companies that pollute could attract censure or closure.

## Financial capital

This includes funds obtained through financing or generated through our accruals - the funds pool available in the production of goods or the provision of services, including debt and equity

## Manufactured capital

This comprises physical infrastructure like buildings or technology equipment and tools that contribute to organisational productivity.

# Our value creation strategy

Strategic focus	Key enablers	Material issues addressed	Capitals impacted
 <b>Innovate and excel</b>	<p>Nurturing a culture of process excellence, reflected in higher plant availability and higher manufacturing efficiency</p> <p>This makes it possible for the Company to generate higher throughput from existing capacities</p>	<p>Access to superior technologies leading to production efficiency and quality</p>	<p>Manufactured, Intellectual, Financial</p>
 <b>Cost leadership</b>	<p>Linc focuses on operational excellence and cost leadership</p> <p>The Company is one of the lowest cost writing instrument producers on account of economies of scale, resource proximity and under-borrowed Balance Sheet</p> <p>The Company's capital cost per tonne of installed capacity is among the lowest in India's writing instruments industry</p>	<p>Creating the basis of long-term viability through an any-market cycle competitiveness</p>	<p>Financial, Intellectual, Natural, Social and Relationship</p>
 <b>Supplier of choice</b>	<p>Linc reinforced customer engagements through adequate capacity, timely product delivery and high product quality</p> <p>Linc products enhance respect for users</p> <p>Linc is a reliable provider of material to international buyers</p> <p>Linc employs fair business practices across all stakeholders</p>	<p>Enhancing revenue visibility through product criticality, enduring customer relationships, PPAs and national policy alignment</p>	<p>Intellectual, Manufactured, Social and Relationship</p>
 <b>Robust people practices</b>	<p>Linc was an employer of 1026 people as on 31st March, 2023</p> <p>The Company's people engagement has been marked by a culture of urgency, delegation, empowerment, responsibility and accountability.</p> <p>The Company's invigorating workplace is marked by training, engagement, fair appraisal and attractive reward</p>	<p>Creating a professional culture with authority, responsibility and accountability, seeking overarching excellence in everything the Company does</p>	<p>Intellectual, Human</p>
 <b>Responsible corporate citizen</b>	<p>Linc is a responsible corporate citizen</p> <p>The Company is engaged in community development activities in the hinterland of its manufacturing facilities</p> <p>The Company spent ₹20.20 lakhs across CSR activities in 2022-23</p>	<p>Community engagement; widening the prosperity circle</p>	<p>Social and Relationship, Natural</p>
 <b>Value-creation</b>	<p>Linc enhances value for all stakeholders</p> <p>It manufactures products that enhance lifestyle and well-being.</p> <p>Superior writing instrument enhance writing pleasure</p>	<p>Stakeholders' need for enhanced value creation</p>	<p>Intellectual, Manufactured, Social and Relationship</p>

# Our shareholder value creation focus

## Objectives

- Increase free cash flows
- Consistent dividend pay-out track record
- Absence of debt; growth through cash flows

## Financial outcomes

- PAT / Total Sales increased to 7.7% in FY2022-23 from 2.0% in FY2021-22
- Increase in RoCE from 7.8% in FY2021-22 to 28.0% in FY2022-23
- Increase in RoE from 5.9% in FY2021-22 to 23.0% in FY2022-23

## Target

- Targeted revenues of ₹750 crores by FY2024-25
- EBITDA margin of about 15% by FY2024-25
- Pentonic share in total revenue of 40% by FY2024-25.

## Distribution

- Extension from stationery stores and large format outlets to kiranas
- Addressed a non-stationery outlet universe of 10 million+ non-stationery outlets
- Grow from 2.41 lakhs retail outlets (31st March, 2023) to 5 lakhs outlets in 2 years

## Value-addition

- Increased share of value-added Pentonic portfolio to 29% in FY2022-23
- Pentonic generated a gross margin of around 42% (average company margin ~31%)
- Launch more products around the Pentonic platform

## Widening the portfolio

- Entered an exclusive tie-up with Deli for a range of stationery products
- Launch stationery products complementary to Linc's writing instruments; increase cross-sale possibilities
- Deli business likely to add about ₹75 crores to the turnover in three years

## Capacity

- Proposed manufacturing capacity expansion at Gujarat from 10 lakhs pens per day to 15 lakhs pens per day in FY2024-25
- Project cost - ₹35 crores ( ₹17 crores in FY2023-24 and ₹18 in FY2024-25) to be funded through internal accruals
- New plant expected to be commissioned in the last quarter of FY2024-25
- Revenue potential of the new facility at ₹150 crores (full capacity)

## ACHIEVED OUTCOMES

**62**

₹ crores, net debt in FY2017-18

**(8)**

₹ crores, net debt in FY2022-23

**9**

%, ROCE, FY2017-18

**28**

%, ROCE, FY2022-23

**₹3.65**

Average realisation per pen, FY2017-18

**₹5.42**

Average realisation per pen, FY2022-23

# Digitalisation and Linc



## Overview

The reinvention of Linc has extended beyond the launch of clutter-cutting writing instruments to a digital transformation.

This validates the company’s makeover has not been limited to a successful launch but indicative that it has extended to a fundamental shift in its mindset.

The reinvention was on account of a growing recognition that as competition increased, it would be progressively more difficult to pass cost increases to consumers but absorb them without impairing the Balance Sheet.

The result was that the company invested in digitalisation with the perspective of replacing the manual with the automated, and the legacy with the digital. During the last few years, the biggest outcome of this initiative is that what was once a conventional focus on cost moderation has yielded to waste elimination – of effort, duplication and cost.

This digitalisation initiative has helped create a platform with sustainable implications for the company’s sustainability.

## Demand planning

At the reinvented Linc, the demand planning engine was prioritised for waste identification. There was a perception that sales and production would be best estimated by gut feel. This system had worked for years without extensive productivity losses. The only time when this distinctive decision making proved vulnerable was during volatile markets, marked by unpredictable demand and increased logistics costs.

Linc embarked on foolproofing its demand planning function. The company implemented a robust system driven by algorithms, mapping market sales and manufacturing corresponding quantities. Over time, this approach yielded

positive outcomes, generating upsides and progressively drawing the buy-in of department heads and senior executives. The shift from intuition to data-backed decision making had begun.

This seminal transformation generated an awareness of deviations from the norm, prompting informed troubleshooting. The result is that after a couple of years, there is a better understanding of the relationship between inventory management, working capital outlay and profitability.

Linc’s digitalisation efforts have also encompassed raw material availability, production prioritisation and dispatch optimisation, moderating excess inventory and enhancing working capital efficiency.

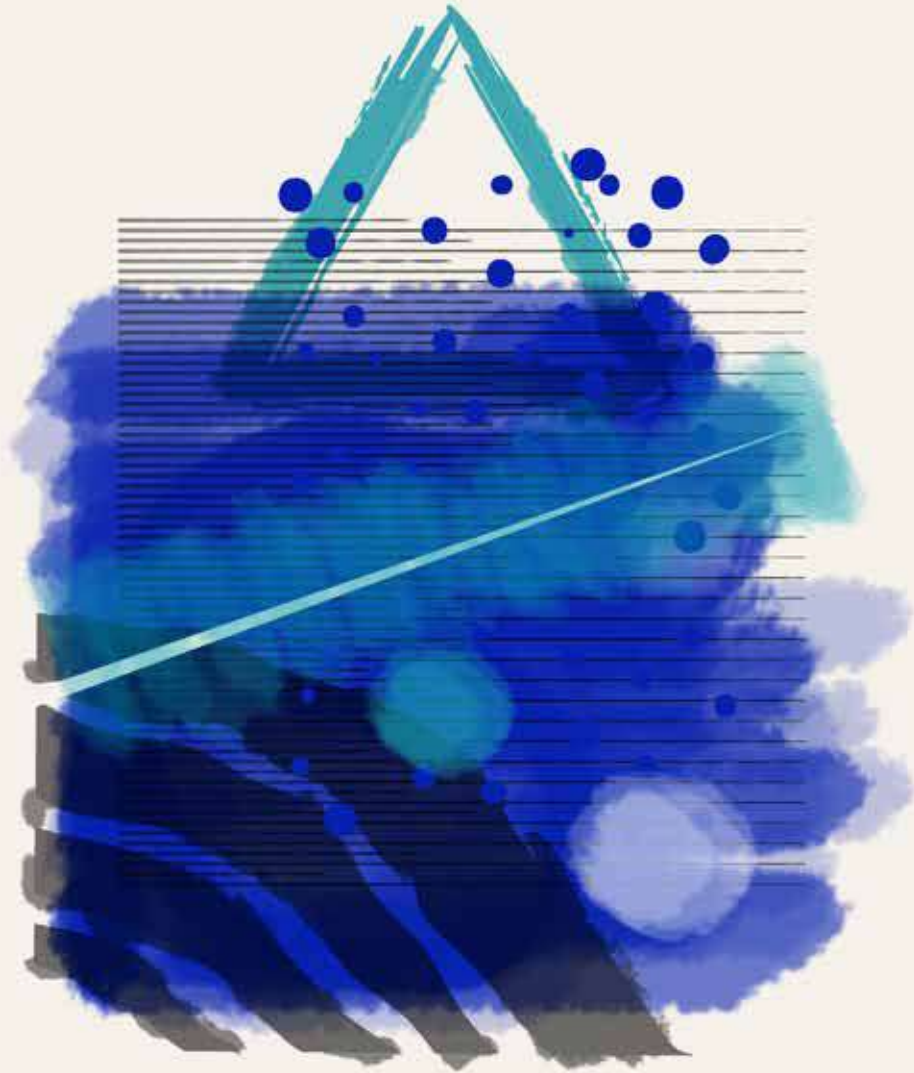
Linc also implemented an inventory management system based on the Theory of Constraints. The implementation of this principle has resulted in employees proactively suggesting operational streamlining. The software is being used by Linc primary customers, warehouse staff and production team.

The inventory management system impacts three levels: production, raw materials procurement and customer orders. It helps Linc optimise production and guides warehouse supply with right products dispatch based on customer demand. The result is that Linc’s inventory turnover has improved.

Following the use of SAP, Linc can identify slow-moving inventory and take prompt action. In 2022-23, the company optimised working capital by liquidating stagnant finished goods inventory.

Moving forward, the company plans to establish standard operating protocols for all functions, emphasise data integrity, allocate professionals to the right roles and create a key result area-driven environment. The digital platform is expected to enhance sales without additional costs, widening margins.

# Sales and marketing review



## How we are evolving our perception, positioning and performance

At Linc, we believe that we possess the product strength and brand visibility to sell a considerably larger throughput of writing instruments and associated products. For this to become a reality, the company needs to overcome the last frontier – distribution and marketing.

Over the years, the company enhanced affordability; the time has come to enhance accessibility and availability with the objective to graduate into the next revenue orbit.

In the past, the company’s products were largely marketed through stationery stores across the country. This presence is driven by the conviction that its products, largely addressing students, would be purchased largely from stationery stores. However, something sweeping has transpired since. Given the inflation in the Indian economy, the real cost of a writing instrument has declined. Besides, the widening sweep of literacy has enhanced the relevance of a writing instrument across a larger population spread. This increasing relevance of a writing instrument warranted the overcoming of the last frontier – distribution.

At Linc, we recognised that even as the company had been in the writing instruments sector for more than three decades, the product was still largely niche by the virtue of a relatively limited distribution window. In view of this, the company embarked on democratising product distribution with the objective to make Linc’s brand of writing instruments available wherever consumers would need them. Considering that the real cost of a writing instrument had declined, the purchase of a writing instrument had evolved from the pre-meditated to the impulsive; there was increasing evidence of consumers buying more writing instruments

than they needed on account of the affordability ‘We brought because they were placed on the cash counter of the store’, after all, we will need more pens sometime in the coming months so why not buy when it is the most convenient.’

The result of these realities prompted a change in the way Linc has marketed and distributed writing instruments .

## Changed approach

Linc reconfigured its go-to-market approach related to writing instruments in the last few years – and that is making a significant difference.

One, the company embarked on an aggressive appointment of new trade representatives. The result is that the company increased touchpoints from around 65,000 in FY2019-20 to 2.18 lakhs in FY2021-22 to 2.41 lakhs in FY2022-23. This indicates that the company has appointed more trade partners in the last three years than it did across the last 30 years. The result is that the company has extended beyond its conventional presence in stationery stores to now being accessible through pharmacies, kirana stores and modern trade as well. The company has come a long way in being accessible and available in addition to being affordable, strengthening its well-rounded consumer proposition.

Two, the Company re-appraised its product mix. We recognised the need to enhance sales and marketing effectiveness by not having the largest number of products addressing the largest number of customers; it rationalised the portfolio and began to focus on the fastest-moving products for a large audience.

Three, the company began to focus on writing instruments that represented a balance of affordability and speed of sale with cascading implications on working

capital efficiency. It was now not enough to market products that moved the fastest; it was increasingly relevant to market products that reconciled speed of offtake with superior value.

**Four**, the company extended from the sale of writing instruments. It identified the fastest-selling brand (Pentonic), which was graduated from a product into a platform; this platform became the launch pad for writing instruments branded around Pentonic (brand extensions), leveraging the power of a successful brand and the freshness of a new offering.

**Five**, the company extended to adjacent product spaces like glue sticks, coloured writing instruments, scissors and stationery accessories. In doing so, the company was expanding from the sale of a standalone products category (writing instruments) and graduating to an entire complement. The result was those who come to buy a writing instrument left after buying a wider range of products; those who came for a product eventually brought into our solution.

**Six**, the company graduated into a platform of brand-enhancing products (as opposed to the conventional focus on marketing more writing instruments). The result was that the company entered into alliances to market the international Deli and Uniball brands; the association with prominent global brands enhanced the Linc brand sheen; besides, those who came to buy Linc ended up buying the other complementary brands as well, empowering the company to widen its share of the customer wallet.

**Seven**, the company has enhanced its positioning of youthfulness. The company has extended beyond the marketing of products from the conventional print media to the social media, digital channels and OTT; this repositioning is widening the company's reach across audiences of different ages. Besides, the adapted slant of the communication is enhancing recall, translating into increased offtake.

**Eight**, the company is focusing on enhanced capital efficiency of its trade partners. This efficiency is being enhanced through a quicker replenishment of products that makes it possible for trade partners to generate a larger revenue throughput with a given capital outlay dedicated to Linc products. Besides, the company's conveniently designed tumblers (containing more writing instruments but consuming less space) has helped move our products from distant shelves to the cash counter, catalysing impulsive offtake.

**Nine**, Linc is capitalising on the modern trade-isatin within the country's retail sector. The company is not only marketing to a larger number of modern trade outlets - 1,600 a couple of years ago to a projected 4,000 in the current financial year - but is also addressing the transformation of standalone retail stores to a modern trade-like presentability. The result is that the share of the company's revenues from these outlets is increasing.

**Ten**, the company is responding to the evolving nature of consumer footfalls in these stores through a reconfigured product mix. By the virtue of an analytics-led understanding of the paying capacity of the consumer, the company is rightsizing its products to compete for each store, ensuring that it optimises the sales quantum and optimises the product mix. This is ensuring that Linc's approach is beginning to increase customers in line with the size and scope of the trade partner (as opposed to one approach addressing all trade partners).

**Eleven**, the company has created a unified and digitalised sales system. The result is that the company possesses a comprehensive platform that is enhancing operational efficiency, data access and people productivity. This platform provides the company with the optimism that the profitability curve could be sharper than revenue growth, enhancing value for the company.

## THIS IS HOW WE HAVE TRANSFORMED



## Our international business

# How Linc is building a global personality



### Overview

In the past, there were apprehensions about the Company's international strategy: Were the selected geographies right to venture into? Would those markets grow attractively? Would returns justify the spending? Would the Company's managerial bandwidth be stretched? Would the Company be able to negotiate the cultural complexity of those terrains?

When we entered those terrains, we cautioned our stakeholders. The returns from our international investments would not be linear; they would be derived indirectly (more) and directly (less) – like a football team when someone passes and another scores - strengthening the ecosystem. Besides, these investments would need to be patient.

We are pleased to report that the wait is over. Our international investments reported a breakout (in the language of the technical analyst).

This positive breakout is important for our business. As cross-border communication becomes stronger following the increased use of social media, the company foresees domestic brands becoming global. It sees a large number of global brands consolidate.

### Encouraging landscape

The writing instruments industry offers attractive global opportunities. The market is expected to expand by US\$ 9,424.32 million between 2022 and 2027, with a compound annual growth rate (CAGR) of 6.4%. (Source: technavio.com)

This substantial market size provides access to a range of global buyers, presenting a favourable landscape for business expansion. One advantage of our presence in over 40 countries is the ability to mitigate risks and diversify presence. By possessing a strong international presence, the company can reduce the potential impact of any unfavourable temporary realities in business loss in the Indian market.

### Business transformation

**Shifting focus to premium models:** The company prioritised higher end writing instruments, incorporating advanced features, innovative design and superior materials. This shift aims to provide improved returns for the business and customers, enhancing the company's value proposition among discerning buyers.

**Expanding into untapped markets:** Recognising growth opportunities and the need for diversification, the business entered untapped markets in Africa and Latin America. This expansion allowed the company to broaden customer base, diversify revenue streams and establish a strong presence in promising markets. By reducing dependence on a single market or region, the company has positioned itself for long-term success.

**Supporting non-traditional channels:** The company extended beyond traditional sales channels to help customers capitalise on modern trade and e-commerce, widening their reach.



## OUR PRODUCT CHAMPIONS

### Pentonic range

Ball pen, gel pen and other variants of the Pentonic range (15% of revenues)

### Glycer

Accounted for around 10% of revenues

### Offix

Accounted for around 10% of revenues

### Product extensions

In the Pentonic range, a pastel body variant ('Frost') was launched  
A packaging variant featuring Glycer and Pentonic pens was introduced for a prominent export market  
Blister/consumer packs were introduced to address modern trade needs

### Performance highlights, FY2022-23

**Export growth:** Exports surged from ₹75.6 crores to ₹101.4 crores, reflecting a widening international presence.

**Widened base:** New clients were acquired in Argentina, Saudi Arabia, Kuwait, Bhutan and Sri Lanka

**Latin American market:** Robust growth was reported in Latin America following market penetration

### Outlook, FY2023-24

**Export sales target:** The company aims to achieve approximately US\$ 16 million in exports.

**Expansion:** Recognising the wider stationery potential, the company intends to extend beyond writing instruments.

**Partnership:** The company has entered into an agreement with a pen manufacturing company in Kenya to address the African market.

**Tapping new markets:** The company aims to explore untapped markets through partner collaborations

### Portfolio standardisation:

By implementing standardisation practices and optimising the product portfolio, the company aims to reduce lead times in responding to customers

### Business process reengineering (BPR):

The proposed BPR will comprise availability of stock, timely dispatch, optimised logistics and enhanced operational effectiveness.

### Our global challenges

#### Impact of political situations and trade restrictions:

Political situations and trade restrictions posed challenges, impacting business operations in specific regions and countries. Volatility and uncertainty surrounding political environments and trade policies enhanced challenges.

#### Supply chain bottlenecks:

Supply chain bottlenecks disrupted access to materials, components and finished products. Transportation issues, production delays and logistical challenges hindered the timely delivery and availability of goods.

**Currency fluctuations:** Currency fluctuations, especially where buyer currencies depreciated against the US\$, affected performance.

**Inflation:** Inflation in destination countries presented challenges. Rising inflation rates affected pricing, cost management and profitability. Input costs increased, affecting costs and profitability.

### Our counter-initiatives

**Expedited product supply:** The business prioritised faster products delivery, reducing lead times for customers and improving supply chain efficiency.

**Customised pricing policies:** The business tailored pricing strategies to meet the specific needs of individual customers,

ensuring competitive pricing while addressing their specific requirements.

### Customer-centric marketing investment:

The business made significant investments in marketing support initiatives aimed at enhancing customer relationships and empowering them to effectively promote and sell the business's products.

### Contract manufacturing in Kenya:

The business engaged in the contract manufacture of the Pentonic product line in Kenya

## Case study

**Reality:** In financial year 22-23, the company successfully increased Pentonic sales in exports, with over 34% growth in both value and volume.

**Challenges:** The company faced challenges in competition, pricing pressures, logistics bottlenecks and evolving customer preferences.

**Activity:** The company deepened market

research, strengthened product positioning, launched targeted marketing campaigns, strengthened distribution channels and explored new segments.

**Outcome:** These strategic activities positioned Pentonic as a preferred choice in the export market. Sales volume and value increased over 34%.

# Our widening global footprint



Note: All percentages are expressed as a proportion of exports in FY2024-25



## What our users around the globe have to say?

### Uniball

#### *A doodling artist in Vancouver*

'Uni Pin liner is my go-to pen for all my writing, drawing and doodling. The 0.1 mm nib is perfect for capturing intricate details. Its continuous ink flow ensures smooth and precise lines without interruption.'

#### *An autograph collector from Dubai*

**When it comes to signing tickets, the Uni-ball Signo Broad UM-153 gel pen is my top choice. Its smooth-flowing gel ink creates vibrant and consistent lines that stand out on various ticket materials. The fade and water-resistant pigment-based ink ensures long-lasting, legible autographs.'**

#### *A college student in Cape Town*

'In my quest for the perfect pen, gel pens made me smile, but ball-point pens repeatedly disappointed. Finally, I found these gems—smooth, leak-free and comfortable. Now a secret obsession shared with my pen-loving friends as well.'

#### *A scriptwriter from Perth*

'Working with the Gel Impact pen brings me joy, thanks to its ultra-smooth gel ink and sturdy rubber grip that offer comfort and reliability. With Uni Super Ink, my script remains fade-free, water-resistant and tamper-proof, ensuring its freshness for a lifetime.'

#### *An aspiring writer from Chicago*

'As a left-handed writer, finding a pen that dries quickly is crucial. These pens excel at that, with no smearing issues. Unlike other pens, they maintain consistent ink flow until the very end, even though the last few words may appear lighter. Uniball is my new favourite! I only wish it offered a wider range of colours.'

#### *An event manager in Marseilles*

'When it comes to writing heartfelt messages, the Jetstream pen surpasses expectations. It combines the smooth, fast-flowing qualities of a rollerball with the quick-drying properties of a ballpoint, resulting in minimal smudging—perfect for left-handed writers like me.'

### Offix

#### *A tele caller in Philadelphia*

'These pens are phenomenal; they glide effortlessly over the notepad, keeping up with my phone conversations. I am amazed that some people manage to break them while writing, as they require no pressure or resistance.'

#### *An intern in a hospital in Abu Dhabi*

'I never expected a ball pen to impress me so much, but this one blew me away. With its sharp and smooth writing experience and a consistent flow of blue ink, it has truly exceeded my expectations. It is worth every dirham I spent.'

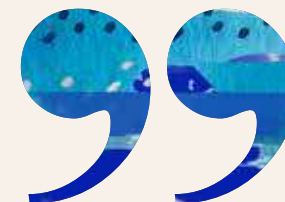
### Pentonic range

#### *An amateur writer from Sydney*

'I have never been happier with a pen! The smooth and skip-free writing experience, combined with vibrant ink, has won me over. Best of all, it is budget-friendly, making it the perfect choice for anyone.'

#### *A student from Nairobi*

'These pens fulfill all my needs with their narrow, readable lines in various colors, no smearing or bleeding and the convenience of being retractable. No more lost pen caps! With just one purchase, all my pen requirements are met, making writing an enjoyable experience'



At Linc, a framework of environment-social-governance (ESG) represents the heart of our business.



### Overview

The first article of faith in the appraisal of companies is how they fare on the environment-social-governance commitment. This priority is the result of an increasingly volatile world where economic realities transform overnight. There is a growing conviction that a robust ESG fabric enhances stability, increases counter-cyclicality and establishes the basis for long-term stakeholder value.

**The environment component** addresses the priority for businesses to utilise environmentally responsible resources, consume an optimal quantum, recycle waste, moderate the use of finite fossil

fuels, build resistance to climate change and moderate the carbon footprint.

**The social component** invests in people, organisational culture, customer relationships and social responsibility.

**The governance component** enunciates how we will conduct business. It enunciates strategic clarity, ethical values, codes, Board composition and alignment with UNGC principles, evoking a responsible expectation across stakeholders.

The coming together of environment, social and governance priorities represents a platform for Linc’s sustainable long-term growth

### Our Environment commitment

At Linc, we prioritise investing in processes that are environmentally friendly. We recognise the importance of minimising material and resource consumption, strengthening our environment responsibility. The company’s business is aligned with the UN’s Sustainable Development Goals that reconcile community and environment efforts with the goal of creating a better and sustainable future for all.

The company’s environment compliance and strategy teams collaborate with the development, manufacturing and operations departments. The company established a Core Sustainability Committee that assesses and evaluates practices.

Linc implemented comprehensive risk mitigation, coupled with aggressive target setting, performance monitoring, compliance discipline and continuous improvement. The company’s environment initiative focused on reduced freshwater consumption in manufacturing processes.

Linc’s Sustainability and Corporate Social Responsibility Committees reported directly to the Board of Directors. The management provided periodic updates on its environmental performance and highlighted initiatives undertaken during quarterly Board meetings.

Linc ensured that waste generated during manufacturing processes was reused, recycled or repurposed.

The Company increased the consumption of environment friendly packaging materials. The Pentonic individual plastic wrapper packaging was substituted with paper box packaging, comprising 10/20 pieces. This initiative has prevented approximately 90 metric tons of plastic waste during 2023 and moderated cost by approximately ₹ 300 lakhs.

The Company engaged in precautionary measures (sprinkling water to moderate dust emission), operating high noise equipment in isolated areas and preventing effluents from entering external water bodies. The Company monitored water, electricity and fuel consumption actively with the objective to moderate consumption.

## Our Social commitment

At Linc, our business is driven by the power of relationships. The strength and stability of these relationships makes our business stable. Passionate employees (youth and experience) drive outperformance. Dedicated vendors enhance throughput and efficiency. Primary customers relate our end products with quality and attractive pricing

**Employees:** The company has made investments in talent acquisition, retention and training to maximise efficiency and effectiveness. Linc also upholds workforce diversity by employing a team of trained specially-abled workers and over 1,200 women at its manufacturing facilities. With an unwavering dedication to excellence, Linc has deepened its culture around quality, process excellence and resource productivity.

**Customers and vendors:** The company strengthened its partnerships with vendors supplying capital equipment and raw materials, as well as with primary customers (trade partners). The company collaborated with resource providers for predictable material availability, stable pricing and customised material.

**Community:** In line with the United Nations' Sustainable Development Goals, Linc engages with communities surrounding its manufacturing locations, widening the circle of prosperity. As a longstanding partner of the Friends of Tribal Society, the company extends support for education and welfare initiatives, contributing to community well-being.

## Big numbers

### Employees

**61**

₹ crores., investment in talent in FY2021-22

**39**

₹ crores, investment in talent in FY2022-23

### Customers

**355**

₹ crores, revenues from sales to customers in FY2021-22

**487**

₹ crores, revenues from sales to customers in FY2022-23

### Vendors

**240**

₹ crores, quantum of procurement from vendors in FY2021-22

**309**

₹ crores, quantum of procurement from vendors in FY2022-23

### Community

**0.21**

₹ crores, investment in CSR in FY2021-22

**0.20**

₹ crores, investment in CSR in FY2022-23

## Our Governance commitment

At Linc, governance enhances organisational predictability, attracting like-minded stakeholders who also believe in doing business our way. Some principles of our governance commitment have been described in this section

### Brand-driven

At Linc, we focus on building a positive recall across all our stakeholders. We desire to be spoken of with respect and the highest ethical standard. Across our customers, we are seen as a company that helps take their businesses ahead through superior product quality; our employees see us as a progressive company that provides an invigorating workplace; across the communities of our presence we are seen as a company that utilises safe processes and enhances their prosperity through sensitive interventions; to our shareholders, we are seen as a niche player that enhances value

### Controlled growth

At Linc, sustainability is derived from controlled growth. The company repaid all its long-term debt during the last couple of years. The Company has consciously allocated accruals into business growth without stretching the Balance Sheet. This is expected to enhance the company's liquidity across market cycles.

### Integrity

At Linc, we will do the right things the right way, whether it comprises equitable treatment of talent, gender respect, zero tolerance for sexual harassment and

ethical transgressions, recruitment without prejudice, appraisal without partialness, respect for the dignity of people or environment integrity

### Board of Directors

At Linc, we believe that the success of our strategic direction is largely influenced by our Board of Directors. These individuals are achievers of standing and comprised 4 Independent Directors in FY2022-23. These individuals have enriched our values, experience, multi-sectorial understanding and strategic orientation.

### Process-driven

At Linc, we have deepened investments in processes and systems. As an extension, a framework of checks and balances provide effective de-risking. We strengthened an audit-driven and compliance-driven approach, enhancing the credibility of our reported numbers.

### Conservative approach

When faced with an accounting treatment that requires interpretation, the Company would rather take a conservative view so that its accounting books are a faithful indication of what exists.

### Sustainability

Over the years, Linc invested in equipment, protocols and training to run operations in an environmentally responsible manner. The company moderated the use of plastic packaging with paper alternatives.

## What trade partners have to say about working with Linc

'Our association with Linc for 35 years has transformed us from a small distributor to a valued Uttar Pradesh channel partner. Linc's distributor policies, discounts and marketing strategies have taken our business ahead. The company addresses issues promptly and ensures next day delivery for orders. Best of all, Pentonic has taken our revenues ahead 50%.'

**Ajit Khandelwal**, Channel partner, Kanpur

'Five years ago, channel partners were sceptical about Pentonic. The writing instrument did not have steel clip or a fancy transparent design. Pentonic proved to be a game changer. During the pandemic, when sales team visits became challenging, Linc introduced the auto order system that encouraged trade partners to stock minimal inventory, generating fresh stock as soon as inventory dropped to 40%, eliminating waiting time.'

**Mahesh Ghadge**, Channel partner, Pune

'Since our Linc association in 2010, our annual turnover has 12-folded. Digitalisation has played a vital role in efficient data management. Tele-calling has made working with Linc easier. The company is now only a phone call away.'

**P.V. Rajendra Kumar**, Channel partner, Hyderabad

'Our Linc revenue has six-folded in about a decade, largely because its products have generated a walk-in traction. We no longer encounter supply-related issues; we are always well-stocked; the company delivers orders within a day.'

**Pankaj Kumar**, Distributor, Kolkata

'Whenever we have excess or old Linc stock, the company announces attractive offers and schemes to help moderate inventory. Immediate replacements are provided for defective products. Linc's monthly schemes, where claims are returned within a month, sets it apart from competitors.'

**Bhawar Singh**, Distributor, Jaipur

## Management discussion and analysis

### Global writing instruments industry overview

Writing instruments account for a 25-30% share of the global stationery market. Between 2017 and 2021, the demand for writing instruments increased at a modest CAGR of 2.8%, with the United States, China, Japan and India being key players in the market. Despite the prevalence of digital technologies, writing instruments, remain popular worldwide. The driving factor behind the sales volume of writing instruments across different regions is product innovation. The market is expected to report steady growth, catalysed by an increasing demand for quality pens.

The ballpoint and gel pens market is expected to exhibit a significant growth rate, with a projected compound annual growth rate (CAGR) of 12.5% in 2022. It is estimated to reach a value of US\$ 15.7 billion by 2030. The global writing instruments market is expected to grow at a compound annual growth rate (CAGR) of 3.9%, reaching a value of US\$ 32.9 billion by 2032, compared to US\$ 22.5 billion in 2022.

Considering the ongoing recovery from the pandemic, the growth forecast for the roller pens segment has been adjusted. The segment is now expected to achieve a revised CAGR of 9.3% over the next eight years. The global school stationery supplies market was valued at US\$ 88.8 billion in 2021 and is expected to reach a value of US\$ 111.1 billion by 2027, growing at a CAGR of 3.8% during 2021-2027. The global school stationery supplies market is experiencing growth due to increased brand consciousness, a wide range of customisation options and effective bridging of the gap between manufacturers

and consumers through personalised designing and printing.

Key drivers of market growth include increasing global literacy rates, higher educational spending capacity, aggressive promotional activities and design innovations.

The writing instruments market size in USA is estimated at US\$ 4.7 billion in 2022 and China's writing instrument market size is expected to reach US\$ 8.7 billion by 2030, growing at a CAGR of 14.7 %, over the estimated period from 2022 to 2029, Japan and Canada are among the other significant markets growing at a CAGR rate of 4.6 % and 7.7 % respectively.

The global luxury writing instruments and stationery market reached US\$ 4.61 billion in 2023, growing at a CAGR of 9.3% from US\$ 4.22 billion in 2022. The Russia-Ukraine war has disrupted global economic recovery post-COVID-19, leading to economic sanctions, higher commodity prices, supply chain disruptions, inflation and market impact worldwide. The market is expected to reach to US\$ 6.5 billion by 2027, with a CAGR of 9.0%.

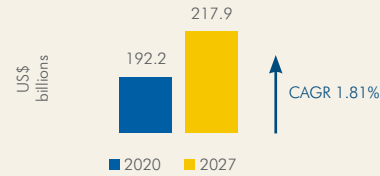
North America dominated the market in 2022 and the regions covered include Asia-Pacific, Western Europe, Eastern Europe, North America, South America, Middle East and Africa. Luxury writing instruments and stationery encompass pens, pencils, coloring instruments, highlighters and markers, diaries and notepads and other related products. Luxury pens, in particular, enhance writing experiences and add a touch of charm to desks. These products are sold through online and offline channels and cater to students, professionals, institutions and other users.

The global stationery products market size stood at US\$ 26.06 billion in 2023 and is estimated to reach US\$ 39.32 billion by 2033 year end at a CAGR of 4.2% during 2023-2033.

The stationery products market in US is projected to be US\$ 6.6 billion in the year 2022 and China's market is estimated to

reach US\$ 7.2 billion by 2030 at a CAGR of 7.4% during 2022-2030. Japan and Canada are among the other significant markets growing at a CAGR rate of 3.1 % and 4.1 % respectively during 2022-2030. (Source: Globenewswire, prnewswire, Technavio, researchandmarkets, marketwatch.com, factmr.com, persistencemarketresearch.com)

**Global Stationery Products Industry**

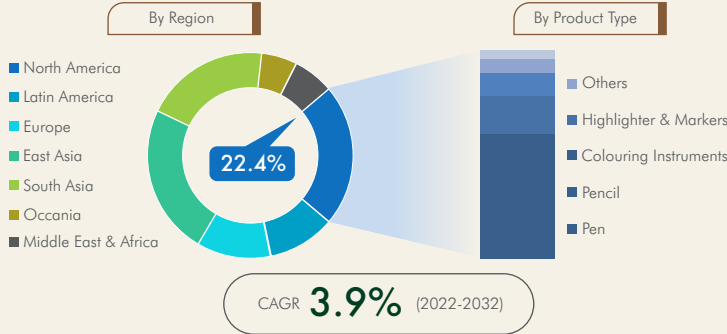


**Big numbers**

**57%**  
Global growth contribution estimated by the APAC region, 2023-2027

**3.9%**  
Growth of the global writing instruments industry for 2023

**Global Writing Instruments Market Share (%)**  
By Product Type, 2022-2032



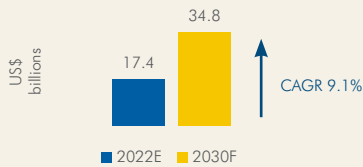
**Indian writing instruments industry overview**

The writing instruments market in India witnessed a value of US\$ 656.92 million in 2021 and is estimated to reach US\$ 1862.95 million by 2030, with a CAGR of 7.64% from 2023 to 2030. Writing holds significance from childhood to formal education, making writing instruments crucial for communication. The market has gained momentum due to the role of handwriting in expressing personality, emotions and attitudes. The government's focus on education as a fundamental right has expanded the consumer base for writing instruments in India.

In India the stationery industry is collapsed into paper and non-paper stationery with the latter comprising the larger share in the market. In the Asia-Pacific region, India is one of the biggest stationery markets. Based on distribution channels, the stationery shops are projected to acquire a fair portion of market share, with the demand rising on account of wide availability of products like glitter pens, colour pencils and cartoon rubbers that have become the perfect choice for children and are expected to secure growth of the segment.

tremendous growth potential. School stationery is an essential set of equipment used by students and staff for various tasks such as studying, note-taking, drawing and assignments. It includes items like papers, pens, cases, files, notebooks, pencils, erasers and sharpeners, made from materials such as wood, metal, plastic and paper. As per a survey by the Ministry of Education, India has a total of 1,072 universities. During the academic year 2022-23, India had a total of 8,902 institutes approved by the All India Council for Technical Education (AICTE). Among these institutes, there were 3,577 offering undergraduate programs, 4,786 offering postgraduate programs and 3,957 offering diploma programs Under the Union Budget 2022-23, the government of India has allocated ₹1.12 lakh crores (US\$ 13.5 billion) crores in the coming fiscal year on education. The highest ever increase of around 8.2%.

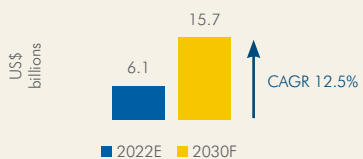
**Global Writing Instrument Industry**



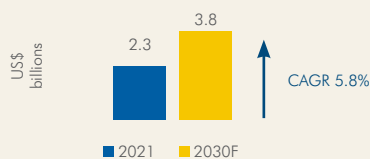
**Share of Relevant Market**

	2020	2027
Ball & Gel Pen	36%	41%
Roller	9%	9%
<b>Total</b>	<b>45%</b>	<b>50%</b>

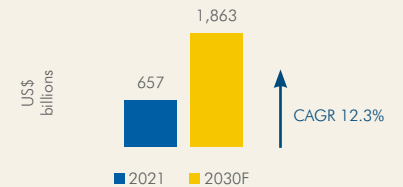
**Global Ball Point and Gel Pen Industry**



**Global Luxury Pen Industry**



**Indian Writing Instrument Market**



The market size of school stationery supplies in India reached US\$ 2,240.1 million in 2022 and is projected to reach US\$ 3,204.9 million by 2028, growing at a CAGR of 6.06% from 2023 to 2028. With over 288 million school and college students, India's stationery sector has

(Source: Globenewswire.com, ibef.org, Business Insider, business-standard, LinkedIn)

## Growth drivers

**Rising population:** Based on the estimates by the United Nations, as of mid-2023, India's population is projected to be 1.428 billion, slightly exceeding the estimated population of mainland China, which is 1.425 billion. The largest Indian population of 580 million in the age bracket of 5-24 years. India proudly holds the title of having the largest population in this demographic worldwide. The country's median age stands at approximately 28.4 years.

The rise in population is expected to have a positive effect on the writing instruments and Indian stationery market.

**Urbanisation:** India's urban regions are witnessing a population shift from the rural areas. The shift in population will be enhanced by an increase in demand for education and, in turn, for writing instruments and stationery.

**Demographic dividend:** The younger population will have a higher preference for education, a boost for the writing instruments sector. The median age of India is 28.9 years as against 30 years of global average.

**Rising literacy:** The Government initiatives like Sarva Shiksha Abhiyaan and mid-day meal programmes have been strengthening India's literacy from 65% in 2001 to 77.7% in 2022. By 2025, the objective of attaining 100% literacy levels could have a positive impact on the writing instruments sector.

**Education spending:** The budget estimates for 2023-24 show that the Central government could spend ₹1.12 lakh crores in the coming fiscal year on education.

(Sources: Business Today, Statista, NDTV, Hindustan Times, business-standard, indiaindian.com, cncb.com, india-briefing.com, ibef.org)

## Financial review, FY2022-23 and outlook

• Revenues for the year increased to ₹487 crores compared to ₹355 crores in the previous fiscal year.

• PAT for the year was ₹37.4 crores compared to ₹8.13 crores in the previous fiscal year.

The Company is projected to generate profitable and sustainable growth in foreseeable future.

## Internal control systems and adequacy

The internal control and risk management system is structured and applied in accordance with the principles and criteria established in the corporate governance code of the organisation. It is an integral part of the general organisational structure of the Company and involves a range of personnel who act in a coordinated manner while executing their respective responsibilities. The Board of Directors offers its guidance and strategic supervision to the Executive Directors and management, monitoring and support committees. The control and risk committee and the head of the audit department work under the supervision of the Board-appointed Statutory Auditors.

## Human resources

Linc strongly believes that its competitive advantage lies within its people. The Company's people bring to the stage a multi-sectoral experience, technological expertise and domain knowledge. The Company's HR culture is rooted in its ability to subvert age-old norms in a bid to enhance competitiveness. The Company always takes decisions in alignment with the professional and personal goals of employees, achieving an ideal work-life balance to enhance pride for association. There were 1026 people employed with the Company as on 31st March, 2023 (FY2021-22 – 881 people)

## Key financial ratios for the Company

	FY23	FY22
Operating profit margin (%)	10.4	3.3
Net profit margin (%)	7.7	2.3
Debtors turnover (days)	29	35
Inventory turnover (days)	59	66

	FY23	FY22
Current ratio	2.6	2.1
Debt equity ratio	–	0.02
Return on net worth (%)	23.0	5.9
Interest coverage ratio	79.8	15.8

Change in operating profit / Net profit margin and return on net worth as compared to the preceding year was due to higher earnings from operations and reduction in finance cost.

Change in debtors and inventory turnover as compared to the preceding year was due to an increase in revenue.

Change in interest coverage ratio as compared to the preceding year was due to higher earnings from operations and reduction in finance cost.

## Cautionary statement

This statement made in this section describes the Company's objectives, projections, expectation and estimations which may be 'forward looking statements' within the meaning of applicable securities laws and regulations. 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 by the Company. Actual result could differ materially from those expressed in the statement or implied due to the influence of external factors which are beyond the control of the Company. The Company assumes no responsibility to publicly amend, modify or revise any forward-looking statements on the basis of any subsequent developments

## Risk management

**Economic risk:** Economic growth has the potential to impact the growth of the Company.

**Mitigation:** Linc aims to achieve growth by increasing its market penetration

both domestically and globally. It seeks to expand its presence in a manner that mitigates the impact of any weaknesses in individual markets, ensuring overall performance remains strong.

**Competition risk:** Competitive pressures may lead to a decline or limited growth in the Company's market share.

**Mitigation:** Linc has set itself apart from competitors by offering design-led products, which contribute to a compelling price-value proposition.

**Quality risk:** The Company's brand could be impacted by its inability to deliver high-quality products.

**Mitigation:** Linc is a prominent writing instrument brand in India and has established a strong reputation for superior quality and positive customer perception. The Company's dedication to maintaining quality standards is upheld through various measures, including integration, ISO 9001-2008 certification, the use of high-quality polymers and the implementation of compatible designs.

**Raw material risk:** A significant portion, exceeding 50%, of the Company's raw materials are derived from crude oil. So, an increase in crude oil prices can result in higher production costs for the Company.

**Mitigation:** The potential cost increases driven by crude oil, Linc is prioritising the development of value-added products that offer a greater margin for absorbing such increases.

**Digitalisation risk:** Rapid digitisation is a risk to the industry as the consumption of pens/ink would reduce

**Mitigation:** At Linc, we diversify our product lines and invest in R&D to introduce innovative features, enhancing the writing experience and setting our products apart from digital alternatives. By adapting to market needs and offering unique value propositions, we thrive alongside electronic devices.



## DIRECTORS' REPORT

Dear Shareholders,

Your Directors have pleasure in presenting their 29th Annual Report together with the audited accounts of the Company for the year ended 31st March, 2023.

### Financial Highlights

(₹ in Lakhs)

Particulars	2022-23	2021-22
Revenue from Operations	48675.52	35495.67
Other Income	348.09	287.86
Profit before depreciation, interest and taxation	6483.94	2440.67
Finance Cost	63.58	73.29
Depreciation	1411.44	1282.11
Profit before Tax	5008.92	1085.27
Provision for Taxation – Current	1308.00	311.00
- Income Tax for earlier years	-	0.60
- Deferred	(38.76)	(39.64)
Profit after Tax	3739.68	813.31
Total Other comprehensive Income	(35.13)	1.43
Total Comprehensive Income of the Year	3704.55	814.74
<b>Statement of Retained Earnings</b>		
Balance at the beginning of the year	1523.22	1258.48
Add: Total Comprehensive Income of the Year	3704.55	814.74
Less: Dividend of the previous year paid during the year	267.70	-
Transfer to General Reserve	3000.00	550.00
Balance at the end of the year	1960.07	1523.22

### Dividend

Your Directors recommend a Dividend of ₹5/- per equity share (previous year ₹1.80/- per equity share) for the year ended 31st March, 2023. The Dividend Distribution Policy is available on weblink -

<https://s3.amazonaws.com/lincpen/documents/145/original/Dividend-Distribution-Policy.pdf>

### Financial Performance

During the year under review, the Company's Revenue from Operations increased by 37.1% to ₹48,675 Lakhs as

compared to ₹35,496 Lakhs during the preceding year. The Profit after Tax during the year was ₹3,740 Lakhs as compared to ₹813 Lakhs in the previous year, a huge jump of 360%.

The year-end debtors were 29 days of sales for the year as compared to 35 days in the previous year. The inventory holding as at year end was for 59 days of sales as compared to 66 days as at the end of previous year.

A full analysis and discussion on the performance of the Company as well business outlook is included in this Annual

Report under the heading 'Management Discussion and Analysis' as Annexure to this Report as well as other sections of the Annual Report.

### Acquisition Outside India

The Company entered into an agreement with Gelx Industries Limited, Kenya to acquire 60% of its shareholding to enable the Company to grow in African market. Gelx is engaged in the business of manufacturing and selling of writing instruments and contract manufacture of plastic products for select customers. The completion of acquisition is subject to necessary approval of appropriate authority.

### Directors' Responsibility Statement

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

- in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- the directors had prepared the annual accounts on a going concern basis;
- the directors had laid down internal financial controls to be followed by

the company and that such internal financial controls are adequate and were operating effectively; and

- the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### Corporate Governance

The Company had complied with the requirements of Corporate Governance in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. A separate report each on Corporate Governance (Annexure-B, along with Auditors' Certificate on its due compliance) and Management Discussion and Analysis is attached to this report.

### Secretarial Standards

The Directors state that applicable Secretarial Standards, i.e. SS-1, SS-2 and SS-3, relating to 'Meetings of the Board of Directors', 'General Meetings' and 'Dividend', respectively, have been duly followed by the Company.

### Listing

The equity shares of the Company are listed on National Stock Exchange of India Limited (NSE), BSE Limited (BSE) and The Calcutta Stock Exchange Limited (CSE).

### Directors and Key Managerial Personnel

In accordance with the Articles of Association of the Company, Shri Aloke Jalan, Whole Time Director of the Company, retire by rotation at the ensuing Annual General Meeting and being eligible, offer himself for re-appointment.

The following persons continued as Key Managerial Personnel of the Company in compliance with the provisions of section 203 of the Companies Act, 2013:

Shri Deepak Jalan - Managing Director

Shri Aloke Jalan - Whole Time Director

Shri Rohit Deepak Jalan - Whole Time Director

Shri N. K. Dujari - Director - Finance & CFO

Shri Kaushik Raha - Company Secretary

Shri Dipankar De, Company Secretary has resigned from the Company w.e.f. 4th June, 2022.

### Conservation of Energy, Technology Absorption and Foreign Exchange Earnings & Outgo

A statement pursuant to section 134 of the Companies Act, 2013, giving details of measures taken towards conservation of energy, technology absorption, foreign exchange earnings and outgo in accordance with the Companies (Accounts) Rules, 2014 is annexed as Annexure - C.

### Particulars of Employees and related disclosures

Disclosure as required Section 197(12) of the Companies Act, 2013 read with Rule 5(1), 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 is annexed as Annexure - D.

### Policy on Directors' Appointment and Remuneration

Policy on Directors' Appointment is to follow the criteria as laid down under the Companies Act, 2013 and the Listing Regulations, 2015 and good corporate practices. Emphasis is given to persons from diverse fields or professions.

Policy on Remuneration - Guiding Policy on remuneration of Directors, Key Managerial Personnel and employees of the Company is -

- Remuneration to unionised workmen is based on the periodical settlement with

the workmen union.

- Remuneration to Key Managerial Personnel, Senior Executives, Managers, Staff and Workmen (non Unionised) is industry driven in which it is operating taking into account the performance leverage and factors such as to attract and retain quality talent.

For Directors, it is based on the shareholders resolutions, provisions of the Companies Act, 2013 and Rules framed therein, circulars and guidelines issued by Central Government and other authorities from time to time.

### Declaration by Independent Directors

Pursuant to Section 149(6) of the Companies Act, 2013, Independent Directors of the Company have made a declaration confirming the compliance of the conditions of the independence stipulated in the aforesaid section.

### Related Party Transactions

All related party transactions that were entered into during the year under report were on an arm's length basis and in the ordinary course of business. There are no materially significant related party transactions made by the Company during the year. Thus, provisions of section 134(3) (h) and 188(1) of the Companies Act, 2013 are not applicable and therefore, Form No. AOC-2 has not been attached.

Related Party Transactions Policy is available on weblink - <https://s3.amazonaws.com/lincpen/documents/148/original/Policy-on-Related-Party-Transaction.pdf>

### Risk Management

The Company has a structured risk management policy. The Risk management process is designed to safeguard the organisation from various risks through adequate and timely actions. It is designed

to anticipate, evaluate and mitigate risks in order to minimize its impact on the business. The potential risks are inventorised and integrated with the management process such that they receive the necessary consideration during decision making. It is dealt with in greater details in the management discussion and analysis section.

### Credit Rating

The Company's credit ratings ascribed by CRISIL are - Long Term - CRISIL A/Stable; and Short Term - CRISIL A1.

### Annual Evaluation by Board

The Board of Directors of the Company has initiated and put in place evaluation of its own performance, its committees and individual directors. The result of the evaluation is satisfactory and adequate and meets the requirement of the Company.

### Whistle Blower Mechanism

Your Company has put in place Whistle Blower Mechanism. The detailed mechanism is given in Corporate Governance Report forming part of this report.

### Annual Return

The Annual Return of the Company as on March 31, 2023 is available on the Company's website and can be accessed at [www.lincpen.com](http://www.lincpen.com)

### Meeting of the Board of Directors

Six (6) meeting of the Board of Directors, including a meeting of independent Directors, without the attendance of the Non-Independent Directors and members of management, were held during the year. The details of the same are provided in the Corporate Governance Report.

### Auditors

M/s Singhi & Co. (FRN: 302049E), Chartered Accountants were re-appointed as the Statutory Auditors of the Company

in 28th Annual General Meeting held on 5th September, 2022 for a period of 5 consecutive years commencing from the conclusion of the 28th Annual General Meeting till the conclusion of the 33rd Annual General Meeting of the Company to be held in year 2027.

In accordance with the Companies Amendment Act, 2017 enforced on 7th May, 2018 by the Ministry of Corporate Affairs, the appointment of Statutory Auditors is not required to be ratified at every Annual General Meeting.

The Report given by the Auditors on the financial statement of the Company is part of this Report. There has been no qualification, reservation, adverse remark or disclaimer given by the Auditors in their Report.

### Secretarial Audit

The Company had appointed M/s D. C. Sahoo & Co., Practising Company Secretaries as the Secretarial Auditor of the Company for the financial year 2022-23. The report of the Secretarial Auditor is annexed as Annexure - E.

### Internal Finance Control

The Company has put in place adequate system of internal finance controls, commensurate with its size and nature of its operations. During the year no material weakness in its operating effectiveness was observed.

### Corporate Social Responsibility

With the enactment of the Companies Act, 2013 and the Companies (Corporate Social Responsibility) Rules, 2014 read with various clarifications issued by Ministry of Corporate Affairs, the Company has undertaken activities as per the CSR Policy and the details are contained in the Annual Report on CSR activities given in Annexure - F forming part of this report.

## CORPORATE GOVERNANCE REPORT

The amount required to be spent on CSR activities during the year under review in accordance with the provisions of Section 135 of the Companies Act, 2013 is ₹20.20 Lakhs and the company has spent ₹20.20 Lakhs during the current financial year.

Further as a responsible corporate citizen, the Company had been involved in CSR activities since its inception. Some of these activities will not fall under 2% CSR spend as per Schedule VII read with Section 135 of the Companies Act, 2013. But the Company decided to continue with them, since those activities are integral to the business of the Company.

### Prevention of Sexual Harassment at workplace

The Company has in place a Policy against Sexual Harassment of Women at Workplace in line with the requirement of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal Complain Committee (ICC) has been setup to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary and trainees) are covered under this policy.

Number of complaints received by the Committee during the financial year: Nil

### General

Your Directors state that no disclosure or reporting is required in respect of the following matters as there were no transactions on these items during the year under review:

- There have been no material changes and commitments affecting the financial position of the Company between the end of the financial year and date of this report. There has been no change in the nature of business of the Company.
- Details relating to deposits covered under Chapter V of the Act.
- Details relating to loans, guarantees or investments under Section 186 of the Act.
- The Company does not have any scheme of provision of money for the purchase of its own shares by employees or by trustees for the benefit of employees.
- No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
- No fraud has been reported by the Auditors to the Audit Committee or the Board.

### Acknowledgement

Your Directors express their appreciation to all the employees for their valuable contribution. Your directors also wish to express their gratitude for the continued co-operation, support and assistance provided by all the valued Channel Partners, Distributors, Suppliers, Bankers, Shareholders, the Central and State Governments.

For and on behalf of the Board



**Deepak Jalan**  
Managing Director  
DIN: 00758600



**Rohit Deepak Jalan**  
Director- Sales & Marketing  
DIN: 06883731

Place : Kolkata  
Dated : 12th May, 2023

### 1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

The Company firmly believes in and has consistently endeavoured to practice good Corporate Governance. A good corporate governance consists of a combination of business practices which result in enhancement of the value of the Company to shareholders and simultaneously enable the Company to fulfill its obligations to other stakeholders such as customers, employees and financiers, and to the society in general. The Company further believes that such practices are founded upon the core values of transparency, empowerment, accountability, independent monitoring and environmental consciousness. The Company makes its best endeavours to uphold and nurture these core values in all aspects of its operations.

### 2. BOARD OF DIRECTORS: COMPOSITION AND CATEGORY

The present strength of the Board of Directors is eight, whose composition is given below:

- 3 Promoter, Executive Directors
- 1 Executive Director
- 4 Independent, Non-Executive Directors including one Woman Director

The composition of the Board of Directors and also the number of other Board of Directors or Board Committees of which he/she is a member/Chairperson are as under:

Name of the Director	DIN	Category	No. of Other Directorship <sup>5</sup>	No. of Membership/ Chairmanship of other Board Committee (+) <sup>(5)</sup>
Shri Deepak Jalan	00758600	Promoter, Executive	1	Nil
Shri Alok Jalan	00758762	Promoter, Executive	Nil	Nil
Shri Rohit Deepak Jalan	06883731	Promoter, Executive	Nil	Nil
Shri N. K. Dujari	03160828	Executive	Nil	Nil
Shri Naresh Pachisia	00233768	Independent, Non-Executive	4	4 (as Member)
Shri Anil Kochar	00943161	Independent, Non-Executive	2	1 (as Chairman)
Ms. Supriya Newar	07144076	Independent, Non-Executive	Nil	Nil
Shri Sanjay Jhunjunwalla	00233225	Independent, Non-Executive	1	Nil

<sup>5</sup>Excludes membership of the managing committee of various chambers/bodies and directorship in private limited Companies, foreign companies, companies under Section 8 of the Companies Act, 2013 and alternate directorship.

<sup>+</sup> Only covers membership / chairmanship of Audit Committee and Stakeholders' Relationship Committee of Indian public limited companies have been considered.

<sup>5</sup>Excludes Linc Limited.

There is no permanent Chairman of the Board. None of the Independent Directors of the Company serve as an Independent Director in more than seven listed companies and where any Independent Director is serving as whole time director in any listed company, such director is not serving as Independent Director in more than three listed companies. None of the Directors is a member of more than ten Committees or Chairman of more than five Committees across all Companies.

#### Details of Directorship in Listed Companies as on 31st March, 2023

Name of the Director	Name of Listed Company	Category
Shri Deepak Jalan	Linc Limited	Promoter, Executive
Shri Alope Jalan	Linc Limited	Promoter, Executive
Shri Rohit Deepak Jalan	Linc Limited	Promoter, Executive
Shri Naresh Pachisia	Linc Limited	Independent, Non- Executive
	Gillanders Arbuthnot & Co. Ltd.	Independent, Non- Executive
	SKP Securities Limited	Executive
	Century Plyboards (India) Ltd.	Independent, Non- Executive
Shri Anil Kochar	Linc Limited	Independent, Non- Executive
	Mysore Petro Chemicals Ltd.	Independent, Non- Executive
Ms. Supriya Newar	Linc Limited	Independent, Non- Executive
Shri Sanjay Jhunjhunwalla	Linc Limited	Independent, Non- Executive
Shri N. K. Dujari	Linc Limited	Executive

#### Skill/expertise/competence of the Board of Directors:

##### Executive Directors:

Shri Deepak Jalan	a commerce graduate with 37 years of experience in the business with a specialisation in international operations, is Managing Director.
Shri Alope Jalan	a commerce graduate with 32 years of experience in the business
Shri Rohit Deepak Jalan	BA Hons. in Management studies from University of Nottingham, UK and completed his PG diploma in Business Management with specialisation in Marketing. He is heading the International Business Department of the Company.
Shri N. K. Dujari	a Fellow Member of Institute of Chartered Accountants of India (ICAI) and Institute of Company Secretaries of India (ICSI). He has more than 35 years of professional experience.

##### Independent, Non-Executive Directors

Shri Naresh Pachisia	have 41 years of rich experience in Wealth Management and Capital Market.
Shri Anil Kochar	a postgraduate in commerce and LLB, is an eminent advisor on income tax matters.
Ms. Supriya Newar	Master's degree in International Relations, keenly involved with the world of Brand and Communications for the last two decades.
Shri Sanjay Jhunjhunwalla	is a commerce graduate and having more than 36 years of rich experience in diverse fields.

The Company has a familiarization programme for Independent Directors with regard to their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, the business models of the Company etc. and the same has been posted on the website at [www.lincpen.com](http://www.lincpen.com).

The Board has devised proper system to ensure compliance with the provisions of all applicable laws and periodically reviewed the compliance reports of all laws applicable to the Company and necessary steps were taken to ensure the compliance in law and spirit.

#### Performance Evaluation and Criteria

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17 of the Listing Regulations, the Board has carried out the performance evaluation of its own performance and that of its Committees as well as evaluation of performance of the Directors individually.

Structured questionnaires were prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board Culture, execution and performance of specific duties, obligations, corporate governance practices and stakeholders' interests. A separate exercise was carried out to evaluate

the performance of individual Directors who were evaluated on parameters such as level of engagement and contribution, independence of judgement, meeting risk management & competition challenges, compliance & due diligence, financial control, safeguarding the interest of the Company and its minority shareholders etc.

The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of Non-Independent Directors were carried out by the Independent Directors. The Nomination & Remuneration Committee also carried out evaluation of every director's performance. The Directors expressed their satisfaction with the evaluation process.

#### ATTENDANCE OF EACH DIRECTOR AT THE BOARD MEETINGS AND THE LAST ANNUAL GENERAL MEETING

During the financial year ended March 31, 2023, six Board Meetings were held on 30th May, 2022, 11th August, 2022, 09th November, 2022, 21st December, 2022, 03rd February, 2023 and 30th March, 2023. The meeting held on 30th March, 2023 was for the Independent Directors, without the attendance of the Non-Independent Directors and members of management. The attendance of each Director at Board Meetings and the last Annual General Meeting (AGM) is as under:

Name of the Directors	No. of Board meetings attended	Attendance at last AGM held on 05.09.2022
Shri Naresh Pachisia	6	Present
Shri Deepak Jalan	5	Present
Shri Alope Jalan	4	Present
Shri Rohit Deepak Jalan	3	Present
Shri N. K. Dujari	5	Present
Shri Anil Kochar	6	Present
Ms. Supriya Newar	6	Present
Shri Sanjay Jhunjhunwalla	6	Present

### 3. CODE OF CONDUCT :

The Code of Conduct and ethics as adopted by the Board of Directors of the Company is applicable to its Directors and Senior Executives. All the Board Members and Senior Management personnel have affirmed compliance with the code of conduct. A declaration to this effect signed by the Managing Director is attached and forms part of the Annual Report of the Company. The Code of Conduct of the Company has been posted on the website at [www.lincpen.com](http://www.lincpen.com) for general viewing.

### 4. AUDIT COMMITTEE :

The Audit Committee presently comprises of Four Directors, three of whom are Independent and Non-Executive. All these Directors possess knowledge of corporate finance, accounts and law. During the financial year ended 31st March, 2023, five Audit Committee Meetings were held on 30th May, 2022, 11th August, 2022, 09th November, 2022, 21st December, 2022 and 3rd February, 2023. The attendance of the Members were as under-

Members	No. of Meetings Attended
Shri Anil Kochar, Chairman	5
Shri Naresh Pachisia	5
Shri Sanjay Jhunjhunwalla*	4
Shri Deepak Jalan	4

\* Shri Sanjay Jhunjhunwalla, Independent, Non-Executive Director was appointed as Member of Audit Committee on 30th May, 2022.

The role, powers, duties and terms of reference of the Audit Committee cover the matter specified under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 177 of the Companies Act, 2013, besides other terms as may be referred by the Board of Directors. The Company Secretary acts

as the Secretary to the Committee. The Statutory Auditor and the Internal Auditor of the Company is permanent invitee at the meetings of the Committee.

### 5. NOMINATION AND REMUNERATION COMMITTEE:

The Nomination and Remuneration Committee comprises of Shri Naresh Pachisia, Chairman, Shri Anil Kochar, Shri Sanjay Jhunjhunwalla and Ms. Supriya Newar all of whom are Independent and Non-Executive Directors. The Company Secretary acts as the Secretary to the Committee. During the year, the Nomination and Remuneration Committee met on 30th May, 2022, 11th August, 2022 and 03rd February, 2023. The attendance of the Members were as under-

Members	No. of Meetings Attended
Shri Naresh Pachisia, Chairman	3
Shri Anil Kochar	3
Shri Sanjay Jhunjhunwalla*	2
Ms. Supriya Newar	3

\* Shri Sanjay Jhunjhunwalla, Independent, Non-Executive Director was appointed as Member of Nomination and Remuneration Committee on 30th May, 2022.

The role, power and term of reference of the Nomination and Remuneration Committee covers the area as contemplated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and section 178 of the Companies Act, 2013, besides other terms as may be referred by the Board of Directors. The role include 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; formulation of criteria for evaluation of Independent Directors and the Board; devising a policy on Board diversity and identification of 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.

Remuneration Policy: Non-executive directors are remunerated by way of sitting

fees and are also entitled to a commission (to divided among them in such proportion as the Board may determine from time to time) not exceeding 1% of the net profits only. The Company pays remuneration by way of Salary, Perquisites, Allowances and Commission to Managing Director and Whole Time Director, as approved by the members and as permitted under Schedule V to the Companies Act, 2013. The Details of Remuneration paid to Directors are as under:

Name of the Director	Relation with other Directors	Salary ₹	Benefits ₹	Sitting Fees ₹	Commission ₹	Total ₹	Service contract/ Notice period/ Severance fees
Shri Deepak Jalan	Brother of Whole Time Director	1,12,50,000	13,50,000	-	60,00,000	1,86,00,000	Terms of office valid upto 30.09.2025. No notice period & severance fee.
Shri Alope Jalan	Brother of Managing Director	90,00,000	10,80,000	-	30,00,000	1,30,80,000	-do-
Shri Rohit Deepak Jalan	Son of Managing Director	45,00,000	5,40,000	-	-	50,40,000	-do-
Shri N. K. Dujari	None	19,95,000	4,38,900	-	-	24,33,900	Terms of office valid upto 13.02.2025. No notice period & severance fee.
Shri Naresh Pachisia	None	-	-	5,35,000	5,00,000	10,35,000	Appointed for a period of 5 years w.e.f. 29.08.19
Shri Anil Kochar	None	-	-	5,30,000	5,00,000	10,30,000	-do-
Ms. Supriya Newar	None	-	-	4,70,000	5,00,000	9,70,000	Appointed for a period of 5 years w.e.f. 03.09.20.
Shri Sanjay Jhunjhunwalla	None	-	-	3,75,000	5,00,000	8,75,000	Appointed for a period of 5 years w.e.f. 12.11.21.

**6. SHAREHOLDERS' COMMITTEE :**

**i) Share Transfer Committee:**

The Share Transfer Committee comprises of Shri Deepak Jalan, Shri Naresh Pachisia and Shri N. K. Dujari . The Committee deal with various matters relating to share transmission, issue of duplicate share certificates, approving the split and consolidation requests and other matters relating to transfer and registration of shares. During the financial year ended 31st March, 2023, 3 (Three) Share Transfer Committee Meetings were held. Number of Shares pending for transfers as on 31st March, 2023 were Nil.

**ii) Stakeholders' Relationship Committee:**

The Stakeholders' Relationship Committee comprises of Shri Anil Kochar, Chairman, Shri Deepak Jalan and Shri Alope Jalan. The Committee is to oversee the redressal of the Shareholders' and Investors' grievances in relation to transfer of shares, non-receipt of Annual Report, non-receipt of dividend etc. The total number of complaints received and replied, to the satisfaction of the shareholders during the year were NIL. There were no outstanding complaints as on 31st March, 2023. During the year, the Stakeholders' Relationship Committee met on 3rd February, 2023. The attendance of the Members were as under-

Members	No. of Meetings Attended
Shri Anil Kochar, Chairman	1
Shri Deepak Jalan	1
Shri Alope Jalan	1

**iii) Compliance Officer:**

The Board has designated Shri Kaushik

Raha, Company Secretary as the compliance officer w.e.f 11th august, 2022 in place of Shri N. K. Dujari, Director-Finance & CFO.

**7. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE :**

The Corporate Social Responsibility Committee comprises of Shri Deepak Jalan as the Chairman, Shri Alope Jalan and Ms. Supriya Newar. The Company Secretary acts as the Secretary to the Committee.

The terms of reference of this Committee is to comply with the requirement of section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 which includes formulating and recommending to the Board, a Corporate Social Responsibility(CSR) Policy indicating the activities to be undertaken by the Company as per Schedule VII to the Companies Act, 2013; recommending the amount of expenditure to be incurred and monitoring the CSR policy of the Company.

**8. WHISTLE BLOWER POLICY :**

With the rapid expansion of business in terms of volume, value and geography, various risk associated with the business have also increased considerably. One such risk identified is the risk of fraud and misconduct. The Audit Committee is committed to ensure risk/fraud free work environment and to this end the Committee has laid down a policy providing a platform to all the employee, vendors and customers to report any suspected or confirmed incident of fraud / risk / misconduct. The policy has been posted on the website at www.lincpen.com.

**9. GENERAL BODY MEETING :**

Location and time, where last three Annual General Meetings were held is given below :

Financial Year	Date	Location of the Meeting	Time
2019 – 2020	25.09.20	Through Video Conferencing (“VC”) or other Audio Visual Means (“OAVM”)	11.00 a.m.
2020 – 2021	15.09.21	Through Video Conferencing (“VC”) or other Audio Visual Means (“OAVM”)	11.00 a.m.
2021 – 2022	05.09.22	Through Video Conferencing (“VC”) or other Audio Visual Means (“OAVM”)	11.00 a.m.

One special resolution was passed at each Annual General Meeting held on 25.09.2020 and 15.09.2021 respectively and three special resolutions were passed at the AGM held on 05.09.2022. No special resolution is proposed to be conducted through postal ballot at the forthcoming AGM to be held on 28th August, 2023.

**10. DISCLOSURES :**

- i) Details of related party transactions during the year have been set out under Note No. 37 of Notes on Accounts of the Annual Accounts. However, the Company does not have any materially significant related party transactions, which may have potential conflict with the interests of the Company at large. The transactions with related parties are at prices which are reasonable having regard to the prevailing market prices for such goods / services. The policy on dealing with related party transactions has been uploaded on the Company's website: www.lincpen.com .
- ii) NSE and BSE have refunded of fine of ₹10,000/- which was imposed under Regulation 44 of the Listing Regulations during the financial year ended 31st March, 2020. Apart from this, there were no other instances of non-compliance by the Company nor have any penalties or strictures been imposed on the company by the Stock Exchange(s) or SEBI or any Statutory Authority, on any matter related to capital markets, during the last three years.
- iii) The Company has established

Vigil Mechanism to provide for the safeguards against victimisation of Directors and employees who follow such mechanism. The policy on the same has been uploaded on the Company's website: www.lincpen.com. As per policy, no person has been denied access to the Chairperson of the Audit Committee.

- iv) The Company is regularly complying with all the mandatory requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding Board Composition, Code of conduct, Audit Committee, quarterly and annual disclosures etc.
- v) The Non – executive Directors does not hold any shares of the Company as on 31st March, 2023.
- vi) None of the Directors of the Company has been debarred or disqualified from being appointed or continuing as a Director by SEBI / Ministry of Corporate Affairs / Statutory Authorities, which has also been confirmed by M/s D. C. Sahoo & Co., Practicing Company Secretaries (Annexure-G).
- vii) Confirmation by the Board with respect to the Independent Directors is provided

in the 'Directors' Report', forming part of the Annual Report.

- viii) The Company had no subsidiary as on 31st March, 2023.
- ix) The Company has laid down risk assessment and minimisation procedures and the same is periodically reviewed by the Board. Further, the Company has adequate internal control systems to identify the risk at appropriate time and to ensure that the executive management controls the risk in a properly defined framework.
- x) The total fees paid by the Company to M/s Singhi & Co., Statutory Auditors of the Company, and all other entities forming part of the same network, aggregate ₹15.94 Lakhs.
- xi) Under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, number of complaints received by the Committee during the financial year: Nil

## 11. MEANS OF COMMUNICATION:

Timely disclosure of relevant and reliable information on corporate financial performance is at the core of good governance. The Company informs to the Stock Exchanges in a prompt manner, all price sensitive information as well as all such other matters which in its opinion, are material and relevant for the shareholders.

**Financial Results:** Quarterly, half-yearly and annual financial results of the Company are communicated to the Stock Exchanges immediately after they are considered by the Board and are published in prominent English and Bengali newspapers usually in Business Standard and Sukhabar. These

results are also made available on the website of the Company www.lincpen.com.

**Press Release on Results:** Press release on results are sent to Stock Exchanges and are displayed on its website.

**Presentations to institutional investors/ analysts:** Time to time the Company interacts with institutional investors and financial analysts on the Company's financial performance. Information of such interaction are uploaded on the Company's website as well as sent to the Stock Exchanges. No unpublished price sensitive information is discussed in presentation made to institutional investors and financial analysts.

**Company Website:** The Company's website (www.lincpen.com) contains a separate dedicated section 'Investors Relation' where information for the shareholders is available.

**NSE Electronic Application Processing System (NEAPS):** The NEAPS is a web-based application designed by NSE for corporates. All periodical compliance filings like shareholding pattern, corporate governance report, statement of investor complaints, etc are filed electronically on NEAPS.

**BSE Corporate Compliance & Listing Centre (the 'Listing Centre'):** BSE's Listing Centre is a web-based application designed for corporates. All periodical compliance filings like shareholding pattern, corporate governance report, statement of investor complaints, etc are also filed electronically on the Listing Centre.

**Designated Email ID:** The Company has designated the following Email- ID for investor servicing: investors@linclimited.com

## 12. GENERAL SHAREHOLDER INFORMATION :

Detailed information in this regard provided in the shareholder information section forms part of this Annual Report.

### i) Annual General Meeting

Date and Time	28th August, 2023 at 11.00 a.m.
Venue	AGM will be held through Video Conference or Other Audio Visual Means

### ii) Financial Calendar

Financial Year	1st April to 31st March
Results	1st Qtr – 1st week of August, 2023
	2nd Qtr – 1st week of November, 2023
	3rd Qtr – 1st week of February, 2024
	4th Qtr – 3rd Week of May, 2024

### iii) Book closure date

22nd August.2023 to 28th August, 2023 on account of AGM.

### iv) Dividend payment date

After 28th August, 2023

### v) Listing of Equity Shares on Stock Exchanges at

- i) The Calcutta Stock Exchange Ltd  
7, Lyons Range, Kolkata – 700 001
- ii) B S E Limited,  
P J Towers,  
Dalal Street, Fort, Mumbai – 400 001
- iii) National Stock Exchange of India Ltd.  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (E), Mumbai – 400 051

### vi) Listing Fees

Listing fee for the year 2022 – 2023 has been paid to the above Stock Exchanges.

### vii) Stock Code

Bombay Stock Exchange: 531241  
Calcutta Stock Exchange : 10022035  
National Stock Exchange : LINC  
Demat ISIN No. : INE 802B01019

**viii) Market Price Data – High /Low during each month of the year ended 31st March, 2023, at the Bombay Stock Exchange and National Stock Exchange.**

Month	BSE			NSE		
	High (₹)	Low (₹)	Volume	High (₹)	Low (₹)	Volume
April, 2022	303.00	275.70	8,294	303.90	273.35	1,70,016
May, 2022	307.65	230.00	17,943	309.70	230.00	1,37,404
June, 2022	277.75	231.00	14,731	284.90	230.20	50,173
July, 2022	273.90	235.10	9,547	273.90	238.00	57,595
August, 2022	323.95	245.00	21,733	325.00	244.00	4,22,064
September, 2022	319.00	267.45	29,754	319.90	268.70	3,63,709
October, 2022	297.90	261.00	9,041	289.90	243.60	69,587
November, 2022	399.00	261.35	1,26,320	399.95	262.00	13,72,493
December, 2022	445.45	350.05	57,147	446.95	350.35	9,56,958
January, 2023	473.60	406.70	55,514	482.70	408.80	7,87,791
February, 2023	551.70	438.90	1,29,382	552.50	438.60	11,71,567
March, 2023	545.30	456.00	54,435	549.00	452.55	4,02,725

**ix) Share Price performance in 2022-23 in comparison to broad based indices – BSE Sensex and NSE Nifty**

% Change in Linc's Share Price: 88.60%	% Change in BSE Sensex: 0.72%
% Change in Linc's Share Price: 90.47%	% Change in NSE Nifty: -0.60%

**x) Share Transfer System:**

In terms of the Listing Regulations, securities of listed companies can only be transferred in dematerialized form except where the claim is lodged for transmission or transposition of shares and Demat are confirmed within a maximum period of 14 days by:

**Registrar and Share Transfer Agent**

M/s. Maheswari Datamatics Pvt. Ltd.  
 23, R. N. Mukherjee Road, 5th Floor, Kolkata – 700 001  
 Phone – 2243 5029/2248 2248, Fax – 2248 4787,  
 e-mail - info@mdpl.in; mdpldc@yahoo.com

**xi) Distribution of Shareholding:**
**Distribution of Shareholding by Ownership:**

	Holding Pattern	No. of Shares	Shareholding %
1	Promoters & Associates	88,11,566	59.25
2	IEPF	33,519	0.23
3	NRI, FII, etc.	20,78,969	13.98
4	Private Corporate Bodies	8,50,548	5.72
5	Indian Public	30,97,689	20.83
	<b>Total</b>	<b>1,48,72,291</b>	<b>100.00</b>

**Distribution of Shareholding by Size:**

Range of Shares	Shareholders		Shares	
	Number	%	Nos.	%
1 to 500	5,495	90.99	3,75,268	2.52
501 to 1000	206	3.41	1,61,395	1.09
1001 to 5000	223	3.69	4,95,436	3.33
5001 to 10000	49	0.81	3,41,118	2.29
10001 & above	66	1.09	1,34,99,074	90.77
<b>Total</b>	<b>6,039</b>	<b>100.00</b>	<b>1,48,72,291</b>	<b>100.00</b>

**xii) Dematerialisation of Shares:**

Holding	No. of Holder	%	No. of Shares	%
Physical	266	4.40	1,01,259	0.68
Demat	5,773	95.60	1,47,71,032	99.32
<b>Total</b>	<b>6,039</b>	<b>100.00</b>	<b>1,48,72,291</b>	<b>100.00</b>

**xiii) Outstanding GDR/ADR or any convertible Instruments :** Not Applicable

**xiv) The manufacturing facilities of the Company are located at:**

- Linc Estate, Usthi Road, Serakole, 24 Paragans (South), West Bengal; and
- OHM Industrial Infrastructure Park, Plot No.: 7/8/11/12, Umbergaon, Gujarat

**xv) Address for Correspondence :**

For Share Transfer and related queries	For General Assistance
M/s. Maheswari Datamatics Pvt. Ltd. 23, R. N. Mukherjee Road, 5th Floor, Kolkata – 700 001 Phone – 2243 5029/2248 2248, Fax – 2248 4787 e-mail – info@mdpl.in; mdpldc@yahoo.com	Mr. Kaushik Raha, Company Secretary Linc Limited Aurora Water Front, 18th Floor GN 34/1, Sector-V, Salt Lake, Kolkata – 700 091 Phone – 6826 2100 e-mail – investors@linclimited.com

**xvi) Credit Rating :**

During the year, the Company has sustained its long term bank facility credit rating of CRISIL A/Stable and short term bank facility credit rating of CRISIL A1 which has been reaffirmed by CRISIL Limited.

**Declaration**

As provided under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all the Directors and Senior Management Personnel have affirmed compliance with the Companies Code of Conduct during the financial year ended 31st March, 2023.

For and on behalf of the Board



Deepak Jalan  
 Managing Director  
 DIN: 00758600

Place : Kolkata  
 Dated : 12th May, 2023



## CEO / CFO CERTIFICATION

The Board of Directors  
Linc Limited  
Kolkata

### Re: Financial Statements for the financial year 2022 –23 - Certification by MD and CFO

We, Deepak Jalan, Managing Director and N. K. Dujari, Director – Finance & Chief Financial Officer of Linc Limited, on the review of financial statements and cash flow statement for the year ended 31st March, 2023 and to the best of our knowledge and belief, hereby certify that:-

1. These statements do not contain any materially untrue statements or omit any material fact or contain statements that might be misleading;
2. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
3. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year ended 31st March, 2023 which are fraudulent illegal or violative of Company's Code of Conduct.
4. We accept responsibility for establishing and maintaining internal controls, for financial reporting, we have evaluated the effectiveness of the internal control systems of the company pertaining the financial reporting and we have disclosed to the auditors and the Audit Committee those deficiencies in the design or operation of such internal controls of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
5. We have indicated to the Auditors & the Audit Committee: -
  - (i) there have been no significant changes in internal control over financial reporting during the period.
  - (ii) there have been no significant changes in accounting policies during the period.
  - (iii) there have been no instances of significant fraud of which we have become aware and the involvement therein, of management or an employee having significant role in the Company's internal control systems over financial reporting.



**N. K. Dujari**  
Director – Finance &  
Chief Financial Officer  
DIN: 03160828



**Deepak Jalan**  
Managing Director  
DIN: 00758600

Place : Kolkata  
Dated : 12th May, 2023

## INDEPENDENT AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

To  
The Members of  
**Linc Limited** (formerly known as Linc Pen & Plastics Limited)

1. We have examined the compliance of conditions of Corporate Governance by Linc Limited (formerly known as Linc Pen & Plastics Limited) ("the Company"), for the year ended on March 31, 2023, as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and para C, D and E of Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations").

### Managements' Responsibility

2. The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure compliance with the conditions of the Corporate Governance stipulated in the Listing Regulations.

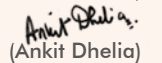
### Auditor's Responsibility

3. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
4. We have examined the books of account and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.
5. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India (the "ICAI"), the Standards on Auditing specified under Section 143(10) of the Companies Act 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purposes issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the 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.

### Opinion

7. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and para C, D and E of Schedule V to the Listing Regulations during the year ended March 31, 2023.
8. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

**For Singhi & Co.**  
Chartered Accountants  
(Firm's Registration No. 302049E)

  
**Ankit Dhelia**  
Partner

Membership No. 069178  
UDIN: 23069178BGYIGH4122

Place: Kolkata  
Date: May 12, 2023

**Annexure - C**
**CONSERVATION OF ENERGY**
**A. CONSERVATION OF ENERGY**

- a) The following energy conservation measures are taken on continuing basis :-
- Scheduled preventive maintenance of machines and equipment for better efficiency.
  - Systematic Study or power consummation of certain machines.
  - Improvement of electrical power load factor.
  - Optimise the use of energy through improved operational method.
- b) Additional investments and proposals being implemented for reduction of consumption of energy.
- The Company is however, carrying on continuous education and awareness programs for its employees for energy conservation. But no major specific investment proposals are envisaged.
- c) Impact of measures undertaken under (a) and (b) above for reduction of energy consumption and its consequent impact on cost of production.
- The Company is not a major user of energy. However, the measures taken by the company will result in saving of energy.

**B. TECHNOLOGY ABSORPTION**

The Company has no separate R & D section. The Company is however, developing new products and upgrading existing products and also their packaging to meet the changing market taste / profile.

**C. FOREIGN EXCHANGE EARNINGS AND OUTGO**

- a) Activities relating to exports; initiatives taken to increase exports:-
- Development of Innovative packaging and products for export markets along with improvement in quality, cost and lead time. Special emphasis on marketing Company's product in Africa and Central Asia.
- b) Total Foreign Exchange used and earned:-
- The foreign exchange used and earned during the year by the Company are as under:-
- Foreign Exchange Used – ₹9,273.14 Lakhs
- Foreign Exchange Earned – ₹9,928.68 Lakhs

For and on behalf of the Board



**Deepak Jalan**  
 Managing Director  
 DIN: 00758600



**Rohit Deepak Jalan**  
 Director- Sales & Marketing  
 DIN: 06883731

Place : Kolkata  
 Dated : 12th May, 2023

**Annexure - D**
**Information pursuant to Section 197(12) of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**
**A. Under Rule 5(1)**

Name of the Director / KMP and Designation	Designation	Ratio of remuneration of each Director/ to median remuneration of employees	% increase in Remuneration over Last Year
Shri Deepak Jalan	Managing Director	59.5:1	46.10
Shri Aloke Jalan	Whole Time Director	47.6:1	45.88
Shri Rohit Deepak Jalan	Whole Time Director	23.8:1	44.70
Shri Naresh Pachisia	Independent, Non-Executive	2.5:1	28.92
Shri Anil Kochar	Independent, Non-Executive	2.5:1	27.71
Shri Sanjay Jhunjhunwalla	Independent, Non-Executive	1.8:1	275.00
Ms. Supriya Newar	Independent, Non-Executive	2.2:1	62.07
Shri N. K. Dujari	Director- Finance and Chief Financial Officer	10.5:1	18.14
Dipankar De*	Company Secretary	1:1	(1.73)
Kaushik Raha**	Company Secretary	2.7:1	na

\* Shri Dipankar De, Company Secretary was resigned w.e.f. 4th June, 2022

\*\* Shri Kaushik Raha, Company Secretary was appointed w.e.f 11th August, 2022

- The number of permanent employees as on 31st March, 2023 was 1020
- Compared to the previous year 2021-22, the figures for the current year 2022-23 reflects that:
  - Median remuneration of all employees have increased by 7.92%
  - Remuneration of Key Managerial Personnel has increased by 45.26%
- The remuneration of the Directors, Key Managerial Personnel and other employees is in accordance with the Remuneration Policy of the Company.

Annexure - E

**SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED 31st March, 2023

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

**B. Under Rule 5(2)**

Name	Designation	Remuneration subject to tax (₹)	Qualification	Age / Experience (Years)	Date of Commencement of Employment	Details of last Employment
Shri Deepak Jalan	Managing Director	1,86,00,000	B.Com	61 / 37	01.04.1995	-
Shri Aloke Jalan	Whole Time Director	1,30,80,000	B.Com	54 / 32	01.05.2004	-
Shri Rohit Deepak Jalan	Whole Time Director	50,40,000	P G D in Business Economics (Mktg)	34 / 11	01.09.2012	-
Ankur Tewari	Deputy General Manager	40,82,659	BA(Hons), Economics, PGDBA (Mktg)	48/24	15.03.2022	Ferrero India Pvt Ltd
Divya Jalan	Manager	29,72,000	Graduate	36/14	16.06.2008	-
Ekta Jalan	Senior Manager	26,24,035	Graduate	32/4	01.05.2018	-
Shri N. K. Dujari	Director - Finance & CFO	24,33,900	B.Com(H), FCA, FCS	56 / 36	01.12.2000	Globsyn Webel Ltd.
Shri Prashant Pravin Vithalani	Senior Manager - GT Sales	23,91,120	MBA (Marketing)	40/17	07.06.2021	Intergrow Brand Pvt. Ltd
Shri G. N. Choudhury	Deputy General Manager - Production	20,32,997	ITI, DPMMT (CIPET),	43 / 25	01.08.2001	K S B Plastomec
Deepak Ramgaria	Deputy General Manager - Materials Management	19,99,929	B.Com (H)	52 / 23	06.01.2010	-

**Notes:**

- The nature of employment of Managing Director and Whole Time Director is contractual and other terms and conditions are as per Company's rules.
- Remuneration includes Company's contribution to provident fund, monetary value of perquisites calculated as per Income Tax Act / Rules, Commission and does not include provisions for leave encashment , premium for gratuity and group insurance.

For and on behalf of the Board



**Deepak Jalan**  
Managing Director  
DIN: 00758600



**Rohit Deepak Jalan**  
Director- Sales & Marketing  
DIN: 06883731

Place : Kolkata  
Dated : 12th May, 2023

To,  
The Members,  
**LINC LIMITED** (formerly Linc Pen & Plastics Limited)  
CIN: L36991WB1994PLC065583  
Registered Off: Aurora Water Front, 18th Floor,  
GN 34/1, Sector-V, Salt Lake, Kolkata- 700091

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s LINC LIMITED (hereinafter called the Company) for the financial year ended 31st March, 2023. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

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

We have examined the books, papers, minute books, forms and returns filed and other registers and records maintained by M/s. LINC LIMITED ("the Company") for the financial year ended on 31st March, 2023 according to the provisions of:

- The Companies Act, 2013 (the Act) and the rules made there under;
- The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- 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;
- The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 .

- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018,
  - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and the Securities and Exchange Board of India (Share Based Employee Benefits and sweat Equity) Regulations, 2021 (not applicable to the Company during the Audit Period);
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008, the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Redeemable Preference Shares) Regulations, 2013 and the Securities and Exchange Board of India (Issue and Listing of Non-convertible Securities) Regulations, 2021, (Not applicable to the Company during the Audit Period);
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (Not applicable to the Company during the Audit Period); and
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (Not applicable to the Company during the Audit Period);
- (vi) The management has identified and confirmed the following laws as specifically applicable to the Company:
- (i) The Legal Metrology Act, 2009 and Rules made there under;
  - (ii) Water (Prevention & Control of Pollution) Act, 1974;
  - (iii) The Air (Prevention & Control of Pollution) Act, 1981;
  - (iv) The Hazardous Wastes (Management and Handling) Rules, 1989 in compliance to the Environment (protection) Act, 1986;

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with National Stock Exchange of India Limited, BSE Limited and The Calcutta Stock Exchange Ltd. read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments made thereunder.

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

**We 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.

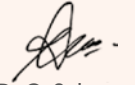
Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation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

All decisions at Board Meetings and Committee Meetings are carried out on majority basis, with dissenting member's views (if any) are captured and recorded in the minutes of the meetings of the Board of Directors or Committees of the Board as the case may be.

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

We further report that during the audit period the Company has not entered into or taken any major decisions which have influential financial impact on the entire affairs of the Company, however, the Company has changed its name and has changed its Registered office within the same postal and local limit.

**For D. C. Sahoo & Co.**  
Company Secretaries



**D. C. Sahoo**  
Proprietor

M. No.: ACS No: 14008  
C P No.: 5508

UDIN: A014008E000304287  
PRC No.:3491/2023

Place: Kolkata  
Date: 12.05. 2023

**Note:** This report is to be read with the letter of even date issued by the Secretarial Auditor(s) and forms an integral part of this report.

## ANNUAL REPORT ON CSR ACTIVITIES

To,  
The Members,  
**LINC LIMITED** (formerly Linc Pen & Plastics Limited)  
CIN: L36991WB1994PLC065583  
Registered Off: Aurora Water Front, 18th Floor,  
GN 34/1, Sector-V, Salt Lake, Kolkata- 700091

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

- Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- We have followed the audit practices and process as were appropriate to obtain reasonable assurances about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
- We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
- Where ever required, we have obtained the Management representation about the Compliance of Laws, rules and regulations and happening of events etc.
- The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
- The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **D. C. Sahoo & Co.**  
Company Secretaries



**D. C. Sahoo**  
Proprietor

M. No.: ACS No: 14008  
C P No.: 5508

UDIN: A014008E000304287  
PRC No.:3491/2023

Place: Kolkata  
Date: 12.05. 2023

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

The Company has adopted a CSR Policy in compliance with the Companies Act, 2013, which is placed on the website of the Company - [www.lincpen.com](http://www.lincpen.com). The Company directly contributed in the field of Education, Eradicating Hunger, Nationally Recognised Sports, etc.

### 2 Composition of CSR Committee:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Deepak Jalan	M D	-	-
2	Aloke Jalan	WTD	-	-
3	Supriya Newar	Independent Director	-	-

- |   |   |  |
|---|---|--|
| 3 | Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company. | <a href="http://www.lincpen.com">www.lincpen.com</a> |
|---|---|--|

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

- |   |  |             |
|---|--|-------------|
| 5 | (a) Average net profit of the company as per sub-section (5) of section 135.                             | 1010 Lakhs  |
|   | (b) Two percent of average net profit of the company as per sub-section (5) of Section 135               | 20.20 Lakhs |
|   | (c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years. | -           |
|   | (d) Amount required to be set-off for the financial year, if any.  | -           |
|   | (e) Total CSR obligation for the financial year (b+c- d).  | 20.20 Lakhs |

6	(a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project)	
	(i) Ongoing Project	-
	(ii) Other than Ongoing Project (Ref: Annexure F1)	20.20 Lakhs
	(b) Amount spent in Administrative Overheads.	-
	(c) Amount spent on Impact Assessment, if applicable.	-
	(d) Total amount spent for the Financial Year [(a)+(b)+(c)].	20.20 Lakhs

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

Total Amount Spent for the Financial Year. (in Lakhs ₹)	Amount Unspent (in ₹)			
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.	
	Amount	Date of transfer	Amount	Name of the Fund
20.20	Not Applicable		Not Applicable	

(f) Excess amount for set off, if any

Sl. No.	Particular	Amount (in ₹)
i	Two percent of average net profit of the company as per section 135(5)	20.20 Lakhs
ii	Total amount spent for the Financial Year	20.20 Lakhs
iii	Excess amount spent for the financial year [(ii)-(i)]	Nil
iv	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
v	"Amount available for set off in succeeding financial years [(iii)-(iv)]"	Nil

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

Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under subsection (6) of section 135 (in ₹)	Balance Amount in Unspent CSR Account under subsection (6) of section 135 (in ₹)	Amount spent in the Financial Year (in ₹)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to subsection (5) of section 135, if any		Deficiency, if any
					Amount (in ₹)	Date of Transfer	
1	2021-22	-	-	-	-	-	-
2	2020-21	-	-	-	-	-	-
3	2019-20	-	-	-	-	-	-

8 Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: Yes. No. ✓

If Yes, enter the number of Capital assets created/ acquired.

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of Creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address

Not Applicable



**Deepak Jalan**  
Managing Director  
DIN: 00758600



**Alok Jalan**  
Whole Time Director  
DIN: 00758762

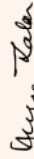
Place : Kolkata  
Dated : 12th May, 2023

## Details of CSR amount spent against other than ongoing projects for the financial year 2022-23:

Sl. 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 Lakh ₹ Lakhs)	Mode of implementation - Direct (Yes/No)	Mode of implementation - Through implementing agency	
				State	District			Name	CSR registration number
1	Suryodaya School	(ii)	Yes	West Bengal	Kolkata	5.00	No	Suryodaya Foundation	CSR00005921
2	Promoting Health Care	(i)	Yes	West Bengal	Kolkata	5.00	No	Manav Kalyan Charitable Trust	CSR00046405
3	Promoting Education	(ii)	Yes	West Bengal	Kolkata	3.00	No	Goodnews Children Education Mission	CSR00040825
4	Promoting Education	(ii)	Yes	West Bengal	Kolkata	3.00	No	Entally Shri Gandhi Education Welfare Society	CSR00014050
5	Annamrita Mid-Day Meals	(i)	Yes	West Bengal	Kolkata	2.05	No	Annamrita Foundation	CSR00001973
6	Eradicating Hunger	(i)	No	Tamil Nadu	Chennai	1.00	No	God's Gift Foundation	CSR00023310
7	Promoting Health Care	(i)	Yes	West Bengal	Kolkata	1.00	No	Welfare Society for Blind	CSR00027339
8	Promoting Health Care	(i)	No	West Bengal	Darjeeling and Kolkata	0.15	No	Help Care Society	CSR00008265



**Deepak Jalan**  
Managing Director  
DIN: 00758600



**Alok Jalan**  
Whole Time Director  
DIN: 00758762

Place : Kolkata  
Dated : 12th May, 2023

## Annexure - G

## 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,  
**LINC LIMITED** (formerly Linc Pen & Plastics Limited)  
**Registered Office:** Aurora Water Front, 18th Floor,  
GN 34/1, Sector-V, Salt Lake, Kolkata- 700091

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of LINC LIMITED (formerly Linc Pen & Plastics Limited) having CIN: L36991WB1994PLC065583 and having registered office at Aurora Water Front, 18th Floor, GN 34/1, Sector-V, Salt Lake, Kolkata-700091 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Sl. No.	Name of Director	DIN	Date of appointment in Company
1	Shri Deepak Jalan	00758600	24/10/1994
2	Shri Alok Jalan	00758762	01/05/2007
3	Shri Anil Kochar	00943161	30/05/2014
4	Shri Narayan Kumar Dujari	03160828	14/02/2022
5	Shri Rohit Deepak Jalan	06883731	28/05/2019
6	Ms. Supriya Newar	07144076	31/03/2015
7	Shri Naresh Pachisia	00233768	07/11/1994
8	Shri Sanjay Jhunjhunwalla	00233225	12/11/2021

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

For **D. C. Sahoo & Co.**  
Company Secretaries



**D. C. Sahoo**  
Proprietor

M. No.: ACS No: 14008  
C P No.: 5508

UDIN: A014008E000279075  
PRC No.:3491/2023

Place: Kolkata  
Date: 12.05. 2023

# INDEPENDENT AUDITOR'S REPORT

To the Members of

Linc Limited (Formerly known as Linc Pen & Plastics Limited)

## Report on the Audit of the Financial Statements

### Opinion

We have audited the accompanying financial statements of Linc Limited (Formerly known as Linc Pen & Plastics Limited) "the Company", which comprise the balance sheet as at March 31, 2023, the statement of profit and loss, including the statement of other comprehensive income, the cash flow statement and the statement of changes in equity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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 state of affairs of the Company as at March 31, 2023, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

### Basis for Opinion

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

### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the financial year ended March 31, 2023. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. 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 matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial statements.

Key audit matters	How our audit addressed the key audit matter
<b>Revenue from sale of goods (as described in Note 25 to the financial statements)</b> The Company recognizes revenues when control of the goods is transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods. In determining the sales price, the Company considers the effects of rebates and discounts (variable consideration). During F.Y. 2022-23, the Company's Statement of Profit and Loss included Sales of INR 48,219.82 lakhs. The terms of sales arrangements, including the timing of transfer of control, the nature of discount and rebates arrangements and delivery specifications, create complexity and judgment in determining sales revenues. The risk is, therefore, that revenue is not recognised in accordance with Ind AS 115 'Revenue from contracts with customers', and accordingly, it was determined to be a key audit matter in our audit of the financial statements.	Our audit procedures included the following: <ul style="list-style-type: none"> <li>➤ Considered the appropriateness of Company's revenue recognition policy and its compliance in terms of Ind AS 115 'Revenue from contracts with customers';</li> <li>➤ Assessed the design and tested the operating effectiveness of internal controls related to sales and related rebates and discounts;</li> <li>➤ Performed sample tests of individual sales transaction and traced to sales invoices, sales orders and other related documents. In respect of the samples selected, tested that the revenue has been recognized as per the sales agreements;</li> <li>➤ Selected sample of sales transactions made pre- and post-year end, agreed the period of revenue recognition to underlying documents; and,</li> <li>➤ Assessed the relevant disclosures made within the financial statements.</li> </ul>
<b>Valuation of Inventories (as described in Note 10 to the financial statements)</b> The company held inventories amounting to ₹7894.75 lakhs as at the Balance Sheet date, which represent 33.25 % of total assets. As described in the accounting policies in note 1.4.g to the financial statements, inventories are carried at the lower of cost and net realizable value. Inventories valuation is a significant audit risk as inventories may be held for long periods of time before being sold making it vulnerable to obsolescence. As a result, the management applies judgment in determining the appropriate provisions for obsolete stock based upon a detailed analysis of old inventory, net realizable value below cost based upon future plans for sale of inventory.	Our audit procedures included the following: <ul style="list-style-type: none"> <li>➤ Obtained a detailed understanding and evaluated the design and implementation of controls that the company has established in relation to inventory valuation.</li> <li>➤ Comparing the net realizable value to the cost price of inventories to check for completeness of the associated provision.</li> <li>➤ Recomputing provisions recorded to verify that they are in line with the Company policy.</li> </ul>

### Other Information

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

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.



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

In preparing the financial statements, 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 Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has 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 Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the

disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements for the financial year ended March 31, 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.

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
  - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
  - (e) On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164 (2) of the Act;
  - (f) With respect to the adequacy of the internal financial controls with reference to these financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
  - (g) In our opinion, the managerial remuneration for the year ended March 31, 2023 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;
  - (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the

best of our information and according to the explanations given to us:

- i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 34(b) to the financial statements;
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
- iii. There has been no delay in transferring amounts required to be transferred to the Investor Education and Protection Fund by the Company during the year ended March 31, 2023.
- iv. (a) The management has represented that, to the best of its knowledge and belief, as disclosed in the note 48(i) 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 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 Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (b) The management has represented that, to the best of its knowledge and belief, as disclosed in the note 48(i) 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; and
- (c) Based on such audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.
- v. (a) The final dividend paid by the Company during the year in respect of the same declared for the previous year is in accordance with section 123 of the Act to the extent it applies to payment of dividend.
- (b) As stated in note 16(f) to the financial statements, the Board of Directors of the Company have proposed dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend.
- vi. 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 period ended March 31, 2023.

For Singhi & Co.  
Chartered Accountants  
Firm Registration No.302049E

*Ankit Dhelia*

(Ankit Dhelia)

Partner

Membership No. 069178

UDIN: 23069178BGYIGF4522

Place: Kolkata

Date: May 12, 2023

## ANNEXURE 1 TO THE INDEPENDENT AUDITOR'S REPORT

ANNEXURE 1 REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING “REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS” OF OUR REPORT OF EVEN DATE TO THE MEMBERS OF LINC LIMITED (FORMERLY KNOWN AS LINC PEN & PLASTICS LIMITED ) AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
  - (B) The Company has maintained proper records showing full particulars of intangibles assets.
- (b) Property, Plant and Equipment were physically verified by the management during the year in accordance with a planned programme which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in note 2 to the financial statements included in property, plant and equipment are held in the name of the Company.
- (d) The Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets during the year.
- (e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (ii) (a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of verification by the management is reasonable and the coverage and procedure for such verification is appropriate. Discrepancies of 10% or more in aggregate for each class of inventory were not noticed.
- (b) As disclosed in note 20 to the financial statements, the Company has been sanctioned working capital limits in excess of Rupees five crores in aggregate from banks during the year on the basis of security of current assets of the Company. The quarterly returns/statements filed by the Company with such banks are not in agreement with the books of accounts of the Company and the details are as follows:

Quarter ending	Value per books of account (₹ in lakhs)	Value per quarterly return/ statement (₹ in lakhs)	Difference (₹ In lakhs)	Reason for discrepancies
<b>Inventory and Debtors</b>				As explained by the management, the quarterly statements submitted with banks were prepared on provisional basis and filed before the completion of all financial statement closure which led to these differences.
June 30, 2022	10,160.05	10,150.53	9.52	
September 30, 2022	10,458.96	10,755.55	(296.59)	
December 31, 2022	12,180.48	11,659.39	521.09	
March 31, 2023	11,758.92	11,418.27	340.65	

- (iii) During the year, the Company has not made any investment, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms,

Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(a) to (f) of the Order are not applicable to the Company.

- (iv) In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees and securities granted in respect of which provisions of section 185 and 186 of the Companies Act 2013 are applicable and accordingly, the requirement to report on clause 3(iv) of the Order is not applicable to the Company.
- (v) The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.
- (vi) The provisions regarding maintenance of the cost records under section 148(1) of the Companies Act, 2013 are not applicable to the Company.
- (vii) (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues applicable to it. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.
- (b) According to the records of the Company, the dues of goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of custom, duty of excise, value added tax, cess, and other statutory dues have not been deposited on account of any dispute, are as follows:

Name of Statute	Nature of dues	Amount (₹ in Lakhs)	Period to which amount relates	Forum where dispute is pending
West Bengal Entry Tax Act	Entry Tax	490.14	2012-13 to 2017-18	Hon'ble High Court, Kolkata
Customs Act, 1962	Custom duty	336.31	2012-13 to 2014-15	Appellate Tribunal, Kolkata

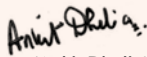
- (viii) According to the information and explanations given to us, the Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.
- (ix) (a) According to the information and explanations given to us and as per the books and records examined by us, in our opinion, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us and the records of the Company examined by us, the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company did not have any term loans outstanding during the year hence, the requirement to report on clause (ix)(c) of the Order is not applicable to the Company.
- (d) On an overall examination of the financial statements of the Company, no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) The Company does not have any subsidiary, associate or joint venture. Accordingly, the requirement to report on clause 3(ix)(e) of the Order is not applicable to the Company.

- (f) The Company does not have any subsidiary, associate or joint venture. Accordingly, the requirement to report on Clause 3(ix)(f) of the Order is not applicable to the Company.
- (x) (a) The Company has not raised any money during the year by way of initial public offer / further public offer (including debt instruments) hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.
- (b) The Company has not made any preferential allotment or private placement of shares /fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.
- (xi) (a) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the Company or no material fraud on the Company has been noticed or reported during the year.
- (b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by cost auditor/ secretarial auditor or by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
- (xii) In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xii) (a) to (c) of the order are not applicable to the Company.
- (xiii) According to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- (xiv) (a) The Company has an internal audit system commensurate with the size and nature of its business.
- (b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.
- (xv) According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of Companies Act, 2013.
- (xvi) (a) According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company. Accordingly, the requirement to report on clause (xvi) (a) & (b) of the order is not applicable to the Company.
- (b) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi) (c) of the Order is not applicable to the Company.
- (c) There is no Core Investment Company as a part of the Group, hence, the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company.
- (xvii) The Company has not incurred cash losses in the current financial year and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.
- (xix) On the basis of the financial ratios disclosed in note 45 to the financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the

date of the audit report that 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) (a) In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act (the Act), in compliance with second proviso to sub section 5 of section 135 of the Act. This matter has been disclosed in note 36 to the financial statements.
- (b) There are no ongoing projects as specified in sub section (6) of section 135 of Companies Act, 2013 and hence reporting under this clause is not applicable to the Company.
- (xxi) The Company does not have any subsidiary or joint venture or associate company. Accordingly, the requirement to report on clause 3(xii) of the Order is not applicable to the Company.

For Singhi & Co.  
Chartered Accountants  
Firm Registration No.302049E

  
(Ankit Dhelia)

Partner

Place: Kolkata  
Date: May 12, 2023

Membership No. 069178  
UDIN: 23069178BGYIGF4522

## ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF LINC LIMITED (FORMERLY KNOWN AS LINC PEN & PLASTICS LIMITED)

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

We have audited the internal financial controls with reference to financial statements of Linc Limited (Formerly known as Linc Pen & Plastics Limited) ("the Company") as of March 31, 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 over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to

an audit of internal financial controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of such internal financial controls, 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 internal financial controls system with reference to financial statements.

### Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statement is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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.

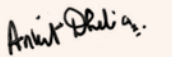
### Inherent Limitations of Internal Financial Controls with reference to financial statements

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

### Opinion

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

For Singhi & Co.  
Chartered Accountants  
Firm Registration No.302049E

  
(Ankit Dhelia)

Partner

Place: Kolkata  
Date: May 12, 2023

Membership No. 069178  
UDIN: 23069178BGYIGF4522

## Balance Sheet as at 31st March, 2023

(₹ in Lakhs)

Particulars	Note No.	As at 31st March, 2023	As at 31st March, 2022
<b>ASSETS</b>			
<b>1. Non-Current Assets</b>			
a) Property, plant and equipment	2	8,709.39	8,052.70
b) Capital Work - in - progress	3	98.13	23.98
c) Right-of-Use Assets	4	91.28	35.61
d) Intangible Assets	5	138.80	3.46
e) Intangible Assets Under Development	6	-	98.80
f) Financial Assets			
j) Other Financial Assets	7	115.09	121.09
g) Income Tax Assets (Net)	8 (a)	138.37	121.90
h) Other Non - Current Assets	9	499.62	333.67
<b>Total Non-Current Assets</b>		<b>9,790.68</b>	<b>8,791.21</b>
<b>2. Current Assets</b>			
a) Inventories	10	7,894.75	6,460.64
b) Financial Assets			
i) Trade Receivables	11	3,864.17	3,413.48
ii) Cash & Cash Equivalents	12	759.96	9.17
iii) Bank Balances other than (ii) above	13	480.53	10.45
iv) Other Financial Assets	14	37.97	11.92
c) Other Current Assets	15	917.71	1,464.81
<b>Total Current Assets</b>		<b>13,955.09</b>	<b>11,370.47</b>
<b>TOTAL ASSETS (1 + 2)</b>		<b>23,745.77</b>	<b>20,161.68</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
a) Equity Share Capital	16	1,487.23	1,487.23
b) Other Equity	17	16,235.05	12,798.20
<b>Total Equity</b>		<b>17,722.28</b>	<b>14,285.43</b>
<b>Liabilities</b>			
<b>1. Non-Current Liabilities</b>			
a) Financial Liabilities			
i) Lease Liabilities	44	25.63	12.99
b) Provisions	18	248.06	193.16
c) Deferred Tax Liabilities (Net)	19	302.36	352.95
<b>Total Non-Current Liabilities</b>		<b>576.05</b>	<b>559.10</b>
<b>2. Current Liabilities</b>			
a) Financial Liabilities			
i) Borrowings	20	-	299.03
ii) Lease Liabilities	44	71.41	33.98
iii) Trade Payables	21		
Total outstanding dues of micro enterprises and small enterprises		215.28	274.18
Total outstanding dues of creditors other than micro enterprises and small enterprises		3,720.46	3,749.76
iv) Other Financial Liabilities	22	527.32	394.87
b) Other Current Liabilities	23	879.84	560.80
c) Provisions	24	5.49	4.53
d) Income Tax Liabilities (Net)	8 (b)	27.64	-
<b>Total Current Liabilities</b>		<b>5,447.44</b>	<b>5,317.15</b>
<b>Total Liabilities (1 + 2)</b>		<b>6,023.49</b>	<b>5,876.25</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>23,745.77</b>	<b>20,161.68</b>
Significant Accounting Policies and Key Estimates and Judgements	1		

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

### For Singhi & Co.

Chartered Accountants  
F.R.No. 302049E  
  
(Ankit Dhelia)  
Partner  
Membership No. 069178  
Place of Signature: Kolkata  
Dated: 12th May, 2023

### For and on behalf of the Board

  
**Deepak Jalan**  
Managing Director  
DIN:00758600

  
**N. K. Dujari**  
Director (Finance) & CFO  
DIN:03160828

  
**Rohit Deepak Jalan**  
Whole Time Director  
DIN:06883731

  
**Kaushik Raha**  
Company Secretary  
FCS 12136

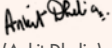
## Statement of Profit and Loss for the year ended 31st March, 2023

(₹ in Lakhs)

Particulars	Note No.	Year ended 31st March, 2023	Year ended 31st March, 2022
<b>Income</b>			
I. Revenue from operations	25	48,675.52	35,495.67
II. Other income	26	348.09	287.86
<b>III. Total Income (I + II)</b>		<b>49,023.61</b>	<b>35,783.53</b>
<b>IV. Expenses</b>			
Cost of materials consumed	27	13,314.22	12,041.88
Purchases of Stock-in-Trade	28	17,630.98	11,796.08
Change in inventories of Finished goods, Work-in-Progress and Stock-in-Trade	29	(1,485.69)	(89.69)
Employee benefits expense	30	6,072.94	3,924.77
Finance costs	31	63.58	73.29
Depreciation and amortization expense	32 (a)	1,411.44	1,282.11
Other expenses	32 (b)	7,007.22	5,669.82
<b>Total expenses</b>		<b>44,014.69</b>	<b>34,698.26</b>
<b>V. Profit/(Loss) before exceptional items and tax (III - IV)</b>		<b>5,008.92</b>	<b>1,085.27</b>
<b>VI. Exceptional items</b>			
<b>VII. Profit/(Loss) before tax (V - VI)</b>		<b>5,008.92</b>	<b>1,085.27</b>
<b>VIII. Tax expense:</b>			
a) Current tax		1,308.00	311.00
b) Income tax for earlier years		-	0.60
c) Deferred tax		(38.76)	(39.64)
<b>Total Tax expenses:</b>		<b>1,269.24</b>	<b>271.96</b>
<b>IX. Profit/(Loss) for the year (VII-VIII)</b>		<b>3,739.68</b>	<b>813.31</b>
<b>X. Other Comprehensive Income</b>			
A) Items that will not be reclassified to profit or loss			
(i) Re-Measurement gains/(losses) on defined benefit plans		(46.95)	1.91
(ii) Income Tax on above		11.82	(0.48)
		<b>(35.13)</b>	<b>1.43</b>
B) Items that will be reclassified to profit or loss		-	-
<b>Total Other Comprehensive Income of the year</b>		<b>(35.13)</b>	<b>1.43</b>
<b>XI. Total Comprehensive Income of the year ( IX + X )</b>		<b>3,704.55</b>	<b>814.74</b>
<b>XII. Earnings per equity share - Basic and diluted (₹)</b>	43	25.15	5.47
(Face value ₹10/- per equity share)			
Significant Accounting Policies and Key Estimates and Judgements	1		

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

### For Singhi & Co.

Chartered Accountants  
F.R.No. 302049E  
  
(Ankit Dhelia)  
Partner  
Membership No. 069178  
Place of Signature: Kolkata  
Dated: 12th May, 2023

### For and on behalf of the Board

  
**Deepak Jalan**  
Managing Director  
DIN:00758600

  
**N. K. Dujari**  
Director (Finance) & CFO  
DIN:03160828

  
**Rohit Deepak Jalan**  
Whole Time Director  
DIN:06883731

  
**Kaushik Raha**  
Company Secretary  
FCS 12136

**Statement of Cash Flows** for the year ended 31st March, 2023

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2023		For the year ended 31st March, 2022	
<b>A. Cash flow from operating activities :</b>				
Net profit/(Loss) before tax as per Statement of Profit and Loss		5,008.92		1,085.27
<b>Adjustments for:</b>				
Depreciation and amortization expense	1,411.44		1,282.11	
Bad Debts Written off	41.66		-	
(Profit) / Loss on sale of Property, Plant and Equipment	31.48		25.47	
Interest Income	(58.82)		(2.95)	
Unrealised loss/(gain) on foreign exchange fluctuation (Net)	(57.44)		(69.26)	
Liability no longer required, written back	-		(41.75)	
Provision for expected credit loss	7.41		61.32	
Finance cost	63.58		73.29	
Gain on Modification of Right of use assets	(11.36)	1,427.95	-	1,328.23
<b>Operating profit before working capital changes</b>		<b>6,436.87</b>		<b>2,413.50</b>
(Increase) / Decrease in Trade Receivables	(348.80)		141.63	
(Increase) / Decrease in Inventories	(1,434.11)		(199.36)	
(Increase) / Decrease in Other Non Current Assets	(28.21)		(2.63)	
(Increase) / Decrease in Other Financial Assets	(20.11)		(6.74)	
(Increase) / Decrease in Other Current Assets	574.59		(19.40)	
Increase / (Decrease) in Long Term Provisions	90.03		(49.54)	
Increase / (Decrease) in Trade Payables	(77.80)		260.41	
Increase / (Decrease) in Other Current Liabilities	319.05		(62.84)	
Increase / (Decrease) in Other Financial Liabilities	134.37		(145.55)	
Increase / (Decrease) in Short Term Provisions	0.96	(790.03)	(4.97)	(88.99)
Cash generated from operations		5,646.84		2,324.51
Less: Direct taxes paid/ (Refund)		1,309.20		280.26
<b>Net Cash Generated From Operating Activities</b>		<b>4,337.64</b>		<b>2,044.25</b>
<b>B. Cash flow from investing activities :</b>				
Purchase of Property, Plant and Equipment & Intangible Assets	(2,502.60)		(1,424.11)	
Sale of Property, Plant and Equipment	22.83		14.85	
Redemption of/Investment in Fixed Deposit (Net)	(472.00)		-	
Interest Received	48.49	(2,903.28)	2.23	(1,407.03)
<b>Net Cash Used in Investing Activities</b>		<b>(2,903.28)</b>		<b>(1,407.03)</b>
<b>C. Cash flow from financing activities :</b>				
Proceeds /(Repayment) of Long term borrowings (Net)	-		-	
Proceeds /(Repayment) of Short term borrowings (Net)	(299.03)		(513.72)	
Payment of Lease Liabilities	(85.84)		(62.54)	
Interest Paid	(31.00)		(66.17)	
Dividend Paid	(267.70)	(683.57)	-	(642.43)
<b>Net Cash Used in Financing Activities</b>		<b>(683.57)</b>		<b>(642.43)</b>
<b>Net increase in cash and cash equivalents (A+B+C)</b>		<b>750.79</b>		<b>(5.21)</b>
Cash and cash equivalents - Opening balance		9.17		14.38
Total Cash and cash equivalents - Opening balance		9.17		14.38
		<b>759.96</b>		<b>9.17</b>
<b>Cash and cash equivalents - Closing balance</b>		<b>759.96</b>		<b>9.17</b>

**Statement of Cash Flows** for the year ended 31st March, 2023

Notes :

- The above cash flow statement has been prepared under the "Indirect Method" as set out in the Ind AS 7 on 'Statement of Cash Flow'.
- Figures in bracket represent cash outflow from respective activities.
- Additions to Property, Plant and Equipment includes movement of Capital Work-in-Progress and Capital advances during the year.
- Cash and cash equivalent at the end of the year consist of : (Refer note no.12)

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
a) Cash in hand	6.96	9.06
b) Balances with Scheduled Banks in Current Accounts & Cash Credit Accounts	252.00	0.11
c) In Fixed Deposits (original maturity within 90 days)	501.00	-
	<b>759.96</b>	<b>9.17</b>

- Cash and cash equivalent do not include any amount which is not available to the company for its use.
- Change in Liability arising from financing activities

(₹ in Lakhs)

Particulars	As at 1st April, 2022	Cash Flow	Foreign Exchange Movement	As at 31st March, 2023
Short Term Borrowings (Note 20)	299.03	(299.03)	-	-

(₹ in Lakhs)

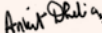
Particulars	As at 1st April, 2021	Cash Flow	Foreign Exchange Movement	As at 31st March, 2022
Short Term Borrowings (Note 20)	811.87	(513.72)	0.88	299.03

- Direct taxes paid are treated as arising from operating activities and are not bifurcated between investing and financing activities.
- Previous years figures have been regrouped/ reclassified wherever necessary.

As per our report of even date attached.

**For Singhi & Co.**

 Chartered Accountants  
 F.R No. 302049E


  
**(Ankit Dhelia)**

Partner

 Membership No. 069178  
 Place of Signature:Kolkata  
 Dated: 12th May, 2023

**For and on behalf of the Board**
  
**Deepak Jalan**  
 Managing Director  
 DIN:00758600

  
**Rohit Deepak Jalan**  
 Whole Time Director  
 DIN:06883731

  
**N. K. Dujari**  
 Director (Finance) & CFO  
 DIN:03160828

  
**Kaushik Raha**  
 Company Secretary  
 FCS 12136

**Statement of changes in equity** for the year ended 31st March, 2023

**A. Equity Share Capital**

Particulars	As at 31st March, 2023		As at 31st March, 2022	
	No. of Shares	₹ in Lakhs	No. of Shares	₹ in Lakhs
Balances at the beginning of the year	1,48,72,291	1,487.23	1,48,72,291	1,487.23
Allotment of equity shares during the year	-	-	-	-
Balance at the end of the year	1,48,72,291	1,487.23	1,48,72,291	1,487.23

**B. Reserves and Surplus**

(₹ in Lakhs)

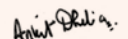
Particulars	Securities Premium Reserve	General Reserve	Capital Reserve	Retained Earnings	Total
Balance As on 1st April, 2021	2,096.94	9,256.59	(628.55)	1,258.48	11,983.46
Profit for the year	-	-	-	813.31	813.31
Other Comprehensive Income for the year, net of tax:					
- Remeasurement gain/(loss) on Defined Benefit Plans	-	-	-	1.43	1.43
<b>Total Comprehensive Income for the year</b>	-	-	-	<b>814.74</b>	<b>814.74</b>
Transfer to General Reserves from Retained Earnings	-	550.00	-	(550.00)	-
<b>Balance As at 31st March, 2022</b>	<b>2,096.94</b>	<b>9,806.59</b>	<b>(628.55)</b>	<b>1,523.22</b>	<b>12,798.20</b>
Balance As on 1st April, 2022	2,096.94	9,806.59	(628.55)	1,523.22	12,798.20
Profit for the year	-	-	-	3,739.68	3,739.68
Other Comprehensive Income for the year, net of tax:					
- Remeasurement gain/(loss) on Defined Benefit Plans	-	-	-	(35.13)	(35.13)
<b>Total Comprehensive Income for the year</b>	-	-	-	<b>3,704.55</b>	<b>3,704.55</b>
Transfer to General Reserves from Retained Earnings	-	3,000.00	-	(3,000.00)	-
Payment of Dividend	-	-	-	(267.70)	(267.70)
<b>Balance As at 31st March, 2023</b>	<b>2,096.94</b>	<b>12,806.59</b>	<b>(628.55)</b>	<b>1,960.07</b>	<b>16,235.05</b>

The accompanying notes are an integral part of the Financial Statements.

As per our report of even date attached.

**For Singhi & Co.**

 Chartered Accountants  
 F.R No. 302049E

  
**(Ankit Dhelia)**

Partner

 Membership No. 069178  
 Place of Signature: Kolkata  
 Dated: 12th May, 2023

**For and on behalf of the Board**
  
**Deepak Jalan**  
 Managing Director  
 DIN:00758600

  
**N. K. Dujari**  
 Director (Finance) & CFO  
 DIN:03160828

  
**Rohit Deepak Jalan**  
 Whole Time Director  
 DIN:06883731

  
**Kaushik Raha**  
 Company Secretary  
 FCS 12136

**Notes to the Financial Statements** as at and for the year ended 31st March, 2023

**Note No. 1. Significant Accounting Policies and Key Estimates and Judgements**
**1.1 Statement of Compliance**

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013 ('Act') and other relevant provisions of the Act.

The Company has consistently applied the accounting policies to all periods presented in these Standalone financial statements except in case of new accounting standard or amendment to accounting standard.

The financial statements are authorised for issue by the Board of Directors of the Company at their meeting held on 12th May 2023.

Details of the Company's accounting policies are included in Note 1.4

**1.2 Functional and Presentation currency**

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

**1.3 Basis of Measurement**

The financial statements have been prepared on historical cost convention on the accrual basis, except for the following items:

Items	Measurement basis
(i) Certain financial assets and financial liabilities	Fair value
(ii) Employee's defined benefit plan	As per actuarial valuation
(iii) Assets held for sale	Lower of its carrying amount and fair value costs to sale

Fair value is the price that would be received on the sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions, regardless of whether that price is directly observable or estimated using another valuation technique. In determining the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

**1.4 Summary of Significant Accounting Policies**
**a. Current versus Non-Current Classification**

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

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

All other assets are classified as non-current.

A liability is current when it is:

- expected to be settled in Company's normal operating cycle
- held primarily for the purpose of trading
- due to be settled within twelve months after the reporting period, or

## Notes to the Financial Statements as at and for the year ended 31st March, 2023

- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

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

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

### b. Revenue Recognition

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 to which the Company expects to be entitled in exchange for those goods or services.

Revenue is measured at the fair value of the consideration received / receivable taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the Government.

Sale of goods is recognised at the point in time when control of the goods is transferred to the customer. The revenue is measured on the basis of the consideration defined in the contract with a customer, including variable consideration, such as discounts, volume rebates, or other contractual reductions. As the period between the date on which the Company transfers the promised goods to the customer and the date on which the customer pays for these goods is generally one year or less, no financing components are taken into account.

### Interest Income

Interest income is recognized on time proportion basis taking into account the amount outstanding and rate applicable.

### Insurance Claims

Insurance and other claims are accounted for on the basis claims admitted/expected to be admitted and to the extent that there is no uncertainty in receiving the claims.

### c. Taxes

Tax expense is the aggregate amount included in determination of profit or loss for the period in respect of current tax & deferred tax.

### Current Tax

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

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

### Deferred Tax

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

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits (MAT Credit Entitlement) and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised. The carrying amount of deferred tax assets is reviewed at each reporting

## Notes to the Financial Statements as at and for the year ended 31st March, 2023

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

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

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

### d. Property, Plant and Equipment

Property, Plant and Equipment is stated at cost/deemed cost, net of accumulated depreciation and accumulated impairment losses, if any.

The cost of an asset includes the purchase cost of materials, including import duties and non-refundable taxes, and any directly attributable costs of bringing an asset to the location and condition of its intended use.

Interest and other financial charges on loans borrowed specifically for acquisition of capital assets are capitalized till the start of commercial production. Administrative, general overheads and other indirect expenditure incurred during the project period which are not related to the project nor are incidental thereto, are charged to Statement of Profit and Loss.

Depreciation is provided under the straight-line method at the rates determined based on useful lives of the respective assets and residual values which is in line with those indicated in Schedule II of The Companies Act, 2013. The estimated useful life of the Property Plant and Equipment is given below:-

Assets	Useful Life (in years)
Factory Building	30
Non-factory Building	60
Plant & Equipment	8 - 15
Electrical Installation	10
Furniture & Fixtures	10
Office Equipment	5
Vehicle	8-10
Computers	3

The cost and related accumulated depreciation are eliminated from the Financial Statements upon derecognition of the asset and the resultant gains or losses are recognized in the Statement of Profit & Loss.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at the end of each financial year end.

### e. Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment loss, if any. The Company has intangible assets with finite useful lives.

Intangible assets (Computer Software and Trade mark) are amortised on a Straight-Line Basis over a period of five years and three years respectively.



## Notes to the Financial Statements as at and for the year ended 31st March, 2023

### f. Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

### g. Inventories

i) Inventories (other than Scrap) are valued at lower of cost and net realisable value, after providing for obsolescence, if any. Cost of inventory comprises of purchase price, cost of conversion and other cost incurred in bringing the Inventories to their respective present location and condition. Additionally, in case of Finished goods and work in progress a proportion of manufacturing overheads based on the normal operating capacity is also added. The cost of Inventories is computed on weighted average basis except for Raw Materials and Components which is computed on Moving Weighted average basis.

ii) Scrap are valued at Net Realisable Value.

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

### h. 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 unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or class of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

### i. Employee Benefits

#### i) Short-term employee benefits

Short-term employee benefits in respect of salaries and wages, including non-monetary benefits are recognised as an expense at the undiscounted amount in the Statement of Profit and Loss for the year in which the related service is rendered.

#### ii) Defined Benefit plans

The Company operates a defined benefit gratuity plan in India, comprising of Gratuity fund with Life Insurance Corporation of India. The Company's liability is actuarially determined using the Projected Unit Credit method at the end of the year in accordance with the provision of Ind AS 19 – Employee Benefits. The Company recognizes the net obligation of a defined benefit plan in its balance sheet as an asset or liability. Gains and losses through re-measurements of the net defined benefit liability/(asset) are recognized in other comprehensive income and are not reclassified to profit or loss in subsequent periods. The actual return of the portfolio of plan assets, in excess of the yields computed by applying the discount rate used to measure the defined benefit obligation is recognized in other comprehensive income. The effect of any plan amendments are recognized in the Statement of Profit & Loss.

The Company has a policy on compensated absences which are both accumulating and non-accumulating in nature. The Company's liability is actuarially determined using the Projected Unit Credit method at the end of the year in accordance with the provision of Ind AS 19 - Employee Benefits. The Company recognizes the net obligation of a defined benefit plan in its balance sheet as an asset or liability. Gains and losses through re-measurements of the net defined benefit liability/(asset) are recognized in Statement of Profit & Loss.

## Notes to the Financial Statements as at and for the year ended 31st March, 2023

### j. Leases

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

#### As a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

#### (i) Right-of-use assets

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

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment.

#### (ii) Lease Liabilities

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

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

#### Short-term lease and lease of low-value assets

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

### k. Foreign Currency Translation

#### i) Functional and presentation currency

The items included in the financial statements are measured using the currency of the primary economic environment in which the Company operates ("the function currency"). The financial statements are presented in Indian Rupee (INR), which is the Company's functional as well as presentation currency.

#### ii) Transactions and balances

Transactions in foreign currencies are initially recorded in reporting currency by the

## Notes to the Financial Statements as at and for the year ended 31st March, 2023

Company at spot rate prevailing at the date the transaction first qualifies for recognition.

Monetary assets and liabilities related to foreign currency transactions remaining outstanding at the balance sheet date are translated at the functional currency spot rate of exchange prevailing at the balance sheet date. Any income or expense arising on account of foreign exchange difference either on settlement or on translation is recognised in the Statement of Profit and Loss.

Non-monetary items which are carried at historical cost denominated in a foreign currency are translated using the exchange rate at the date of the initial transaction.

### l. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

#### i) Initial Recognition and Measurement

The Company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, that are not at fair value through profit or loss, are added to the fair value on initial recognition. Regular way purchase and sale of financial assets are accounted for at trade date.

#### ii) Derecognition of financial instruments

The company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

#### iii) Offsetting of Financial Instruments

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

### m. Cash and Cash Equivalents

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

### n. Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit/loss before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing flows. The cash flows from operating, investing and financing activities of the Company are segregated.

### o. Dividend to Equity Holders

The Company recognises a liability to make cash distributions to equity holders of the Company when the distribution is authorised and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

### p. Earning Per Share

Earning per share is calculated by dividing the net profit or loss before OCI for the year attributable to equity shareholders by the weighted average number of equity shares outstanding

## Notes to the Financial Statements as at and for the year ended 31st March, 2023

during the period. For the purpose of calculating diluted earnings per share, the net profit or loss before OCI for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

### q. Provisions and Contingent Liabilities

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. When the company expects some or all of a provision to be reimbursed, the reimbursement is recognized as a separate asset, but only when the reimbursement is certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

Contingent liabilities are disclosed when the Company has a possible obligation or a present obligation and it is probable that an outflow of resources embodying economic benefits will not be required to settle the obligation. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

### 1.5 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.

#### Estimates and Assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the end of the reporting period that may 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.

#### a) Defined Benefit Plans

The cost of the employment benefits such as gratuity, leave and provident fund 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 and mortality rates. 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.

#### b) Estimated useful life of Property, plant and equipment

PPE represent a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual value of the asset are determined by the management when the asset is acquired and reviewed periodically including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their lives, such as change in technology.

#### c) Claims, Provisions and Contingent Liabilities

The Group has ongoing litigations with various regulatory authorities and third parties. Where an outflow of funds is believed to be probable and a reliable estimate of the outcome of the dispute can be made based on management's assessment of specific circumstances of each dispute and relevant external advice, management provides for its best estimate of the liability. Such accruals are by nature complex and can take number of years to resolve and can involve estimation uncertainty.



## Notes to the Financial Statements as at and for the year ended 31st March, 2023

### Note No. 3: Capital Work-in-Progress ageing schedule:

FY 2022-23 (₹ in Lakhs)

Particulars	Amount of CWIP for a period of			Total
	Less than 1 year	1 – 2 years	2 – 3 years	
Projects in progress	98.13	-	-	98.13
Projects temporarily suspended	-	-	-	-
<b>FY 2021-22</b>				
Particulars	Amount of CWIP for a period of			Total
	Less than 1 year	1 – 2 years	2 – 3 years	
Projects in progress	23.98	-	-	23.98
Projects temporarily suspended	-	-	-	-

#### Notes:

- (i) There are no projects as on each reporting date which have exceeded the cost as compared to its original plan or where completion is overdue.  
(ii) Capital Work-in-Progress As at 31.03.2023 mainly comprises of construction cost of building, plant & equipment of the Company. (As at 31.03.22 mainly comprises of plant & equipment of the Company)

### Note No. 4: Right of use - assets

(₹ in Lakhs)

Particulars	GROSS CARRYING VALUE		ACCUMULATED DEPRECIATION		NET CARRYING VALUE	
	1st April, 2022	31st March, 2023	1st April, 2022	For the year	31st March, 2023	31st March, 2022
Right of use - assets (Buildings)	215.68	182.88	180.07	91.60	180.07	91.60
<b>TOTAL</b>	<b>215.68</b>	<b>182.88</b>	<b>180.07</b>	<b>91.60</b>	<b>180.07</b>	<b>91.28</b>
						<b>35.61</b>
						<b>91.28</b>
						<b>35.61</b>

Note: The Company has not revalued its Right of Use Assets during the current and previous financial year.

## Notes to the Financial Statements as at and for the year ended 31st March, 2023

### Note No. 5: Intangible Assets

(₹ in Lakhs)

Particulars	GROSS CARRYING VALUE		AMORTISATION		NET CARRYING VALUE	
	1st April, 2022	31st March, 2023	1st April, 2022	For the year	31st March, 2023	31st March, 2022
Computer Software	8.95	158.91	5.72	23.52	29.24	138.62
Trade Mark	19.83	-	19.60	0.05	19.65	0.18
<b>TOTAL</b>	<b>28.78</b>	<b>158.91</b>	<b>25.32</b>	<b>23.57</b>	<b>48.89</b>	<b>138.80</b>
						<b>3.46</b>

Particulars	GROSS CARRYING VALUE		AMORTISATION		NET CARRYING VALUE	
	1st April, 2021	31st March, 2022	1st April, 2021	For the year	31st March, 2022	31st March, 2021
Computer Software	6.14	2.81	4.55	1.17	5.72	3.23
Trade Mark	19.83	-	13.87	5.73	19.60	0.23
<b>TOTAL</b>	<b>25.97</b>	<b>2.81</b>	<b>18.42</b>	<b>6.90</b>	<b>25.32</b>	<b>3.46</b>
						<b>7.55</b>

Note: The Company has not revalued its Intangible Assets during the current and previous financial year.

### Note No. 6: Intangible assets under development ageing schedule:

FY 2022-23 (₹ in Lakhs)

Particulars	Amount of Intangible assets under development for a period of			Total
	Less than 1 year	1 – 2 years	2 – 3 years	
Projects in progress	-	-	-	-
Projects temporarily suspended	-	-	-	-
<b>FY 2021-22</b>				
Particulars	Amount of Intangible assets under development for a period of			Total
	Less than 1 year	1 – 2 years	2 – 3 years	
Projects in progress	98.80	-	-	98.80
Projects temporarily suspended	-	-	-	-

Note: There are no projects as on reporting date which have exceeded the cost as compared to its original plan or where completion is overdue.

**Notes to the Financial Statements** as at and for the year ended 31st March, 2023

**Note No. 7: Financial Assets- Other Financial Assets** (₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
(Unsecured, considered good)		
-Security Deposits	114.62	120.62
-Fixed deposits with statutory authorities (Non current portion with original maturity period of more than 12 months)	0.46	0.46
Interest accrued but not due on fixed deposits	0.01	0.01
	0.47	0.47
	<b>115.09</b>	<b>121.09</b>

**Note No. 8(a): Income Tax Assets (Net)** (₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
- Advance Income Tax	2,681.33	2,664.85
Less: Provision for Taxation	2,542.96	2,542.95
	<b>138.37</b>	<b>121.90</b>

**Note No. 8(b): Income Tax Liabilities (Net)** (₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
- Provision for Taxation	1,329.00	-
Less: Advance Income Tax	1,301.36	27.64
	<b>27.64</b>	-

**Note No. 9: Other Non Current Assets** (₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
(Unsecured, considered good)		
Capital advances	468.34	303.11
Other advances		
- Deposit under Appeal	27.49	27.49
- Prepaid expenses	3.79	3.07
	<b>499.62</b>	<b>333.67</b>

**Notes to the Financial Statements** as at and for the year ended 31st March, 2023

**Note No. 10: Inventories \*** (₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
(At lower of cost and net realisable value)		
Raw materials (Includes Stock in transit of ₹92.40 Lacs, P.Y.- Nil)	3054.37	3,105.95
Work-in-progress	86.09	67.99
Finished goods	1558.33	968.08
Add: Goods in transit	30.35	54.12
Stock-in-trade (Includes Stock in transit of ₹114.01 Lacs, P.Y.- Nil)	3165.61	2,264.50
	<b>7,894.75</b>	<b>6,460.64</b>

\* Includes materials lying with other parties

**Note:**

- 1) Mode of valuation- Refer note no. 1.4 (g) of accounting policies.
- 2) Inventories are hypothecated/pledged against borrowings (refer note 20)

**Note No. 11: Trade Receivables** (₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Trade Receivables considered Goods - Secured	-	-
Trade Receivables considered Goods - Unsecured	3,960.70	3,502.60
Trade Receivables which have significant increase in credit risk	-	-
Trade Receivables - Credit Impaired	-	-
	<b>3,960.70</b>	<b>3,502.60</b>
Less: Allowance for expected Credit loss (Refer Note below)	96.53	89.12
	<b>3,864.17</b>	<b>3,413.48</b>

**Note:**

- 1) Trade Receivables are hypothecated against borrowings (refer note 20)
- 2) No Trade receivables due by the directors and officers of the Company.
- 3) Allowances for credit losses of trade receivables have been estimated based on ageing of receivables and customer related specific information on specific case basis.

**Note No. 11: Trade Receivables** (contd...)  
Trade Receivables ageing Schedule:  
As at 31st March 2023

Particulars	Outstanding for following periods from due dates of payment						Total
	Unbilled Due	Not Due	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	
i. Undisputed Trade Receivables considered Goods - Unsecured	-	2,018.11	1,258.66	385.85	129.35	9.77	3,960.70
ii. Undisputed Trade Receivables Credit impaired	-	-	-	-	-	-	-
iii. Disputed Trade Receivables considered good-Unsecured	-	-	-	-	-	-	-
iv. Disputed Trade Receivables Credit impaired	-	-	-	-	-	-	-
Less: Allowance for expected credit loss	-	-	-	-	-	-	96.53
<b>As at 31st March 2022</b>							<b>3,864.17</b>

Particulars	Outstanding for following periods from due dates of payment						Total
	Unbilled Due	Not Due	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	
i. Undisputed Trade Receivables considered Goods - Unsecured	-	736.46	2,229.77	135.09	153.24	64.61	3,502.60
ii. Undisputed Trade Receivables Credit impaired	-	-	-	-	-	-	-
iii. Disputed Trade Receivables considered good-Unsecured	-	-	-	-	-	-	-
iv. Disputed Trade Receivables Credit impaired	-	-	-	-	-	-	-
Less: Allowance for expected credit loss	-	-	-	-	-	-	89.12
<b>As at 31st March 2022</b>							<b>3,413.48</b>

Note: There are no unbilled revenue as on each reporting date.

Notes to the Financial Statements as at and for the year ended 31st March, 2023

**Note No. 11: Trade Receivables** (contd...)

Movement in Expected credit loss allowances

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Opening Balance	89.12	27.80
Add: Allowance during the year	7.41	61.32
Closing Balance	<b>96.53</b>	<b>89.12</b>

**Note No. 12: Cash and cash equivalents**

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Cash on hand	6.96	9.06
Balance with banks		
In current accounts	-	0.11
In cash credit accounts	252.00	-
Fixed Deposits with Bank (original maturity within 90 days)	501.00	-
	<b>759.96</b>	<b>9.17</b>

**Note No. 13: Other bank balances**

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Earmarked balances		
- Unpaid dividend accounts	8.53	10.45
Fixed Deposits with Bank (original maturity between 3 to 12 Months)	472.00	-
	<b>480.53</b>	<b>10.45</b>

**Note No. 14: Other Financial Assets**

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
(Unsecured, considered good)		
Security deposits	27.62	11.92
Interest accrued on Fixed Deposit	10.35	-
	<b>37.97</b>	<b>11.92</b>

**Note No. 15: Other Current Assets**

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
(Unsecured, considered good)		
- Advances to suppliers and others	223.85	242.24
- Prepaid expenses	50.76	34.94
- Export Benefits Receivable	77.44	175.94
- Balance with government authorities	565.66	1,011.69
	<b>917.71</b>	<b>1,464.81</b>

**Notes to the Financial Statements** as at and for the year ended 31st March, 2023

**Note No. 16: Share capital**

(₹ in Lakhs)

Particulars	As at 31st March, 2023		As at 31st March, 2022	
	No. of Shares	Amount ₹ in Lakhs	No. of Shares	Amount ₹ in Lakhs
<b>Authorised</b>				
Equity shares of ₹10/- each	1,55,00,000	1,550.00	1,55,00,000	1,550.00
<b>Issued, subscribed and fully paid up</b>				
Equity shares of ₹10/- each	1,48,72,291	1,487.23	1,48,72,291	1,487.23
		<b>1,487.23</b>		<b>1,487.23</b>

**a. Reconciliation of number and amount of equity shares outstanding:**

Particulars	As at 31st March, 2023		As at 31st March, 2022	
	No. of shares	(₹ in Lakhs)	No. of shares	(₹ in Lakhs)
At the beginning of the year	1,48,72,291	1,487.23	1,48,72,291	1,487.23
Add: Shares Issued	-	-	-	-
<b>At the end of the year</b>	<b>1,48,72,291</b>	<b>1,487.23</b>	<b>1,48,72,291</b>	<b>1,487.23</b>

**b. Terms & rights attached to equity shares:**

The Company has only one class of equity shares having a par value of ₹10 per share. Each holder of equity shares is entitled to one vote per share. The holders of Equity Shares are entitled to receive dividends as declared from time to time. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive 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 the shareholders.

**c. Shareholders holding more than 5% shares in the Company :**

Name of the Shareholders	As at 31st March, 2023		As at 31st March, 2022	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Mrs. Shobha Jalan	10,16,106	6.83	10,16,106	6.83
M/s. Mitsubishi Pencil Co. Ltd.	20,00,000	13.45	20,00,000	13.45
Mrs. Sarita Jalan	11,84,290	7.96	11,80,190	7.94
Mr. Alope Jalan	7,79,921	5.24	7,38,416	4.97
Mr. Suraj Mal Jalan	9,33,431	6.28	8,91,926	6.00

**Notes to the Financial Statements** as at and for the year ended 31st March, 2023

**Note No. 16: Share capital** (contd...)

**d. Share held by promoters at the end of the of March 2023**

(₹ in Lakhs)

Promoters Name	No. of shares at the beginning of the year	Change during year	No. of shares at the end of the year	% of Holding	% of change during the year
Deepak Jalan	3,27,455	1,03,847	4,31,302	2.90%	0.70
Deepak Jalan (HUF)	5,27,928	17,000	5,44,928	3.66%	0.11
Prakash Jalan	100	-	100	0.00%	-
Alope Jalan	7,38,416	41,505	7,79,921	5.24%	0.28
Alope Jalan (HUF)	20,800	-	20,800	0.14%	-
Suraj Mal Jalan	8,91,926	41,505	9,33,431	6.28%	0.28
Suraj Mal Jalan (HUF)	1,66,020	(1,66,020)	-	0.00%	(1.12)
Shobha Jalan	10,16,106	-	10,16,106	6.83%	-
Bimla Devi Jalan	5,70,976	41,505	6,12,481	4.12%	0.28
Rohit Deepak Jalan	4,06,450	-	4,06,450	2.73%	-
Rohit Deepak Jalan (HUF)	7,00,000	7,000	7,07,000	4.75%	0.05
Aakash Alope Jalan	6,57,300	-	6,57,300	4.42%	-
Utkarsh Alope Jalan	6,45,900	-	6,45,900	4.34%	-
Devanshi Jalan	3,84,057	12,000	3,96,057	2.66%	0.08
Sarita Jalan	11,80,190	4,100	11,84,290	7.96%	0.03
Ekta Jalan	4,42,500	15,000	4,57,500	3.08%	0.10
Divya Jalan	12,000	6,000	18,000	0.12%	0.04
Raghav Jalan	42,000	(42,000)	-	0.00%	(0.28)

**Share held by promoters at the end of the of March 2022**

Promoters Name	No. of shares at the beginning of the year	Change during year	No. of shares at the end of the year	% of Holding	% of change during the year
Deepak Jalan	3,27,455	-	3,27,455	2.20%	-
Deepak Jalan (HUF)	5,27,928	-	5,27,928	3.55%	-
Prakash Jalan	100	-	100	0.00%	-
Alope Jalan	7,38,416	-	7,38,416	4.97%	-
Alope Jalan (HUF)	20,800	-	20,800	0.14%	-
Suraj Mal Jalan	8,91,926	-	8,91,926	6.00%	-
Suraj Mal Jalan (HUF)	1,66,020	-	1,66,020	1.12%	-
Shobha Jalan	10,16,106	-	10,16,106	6.83%	-
Bimla Devi Jalan	5,70,976	-	5,70,976	3.84%	-
Rohit Deepak Jalan	4,06,450	-	4,06,450	2.73%	-
Rohit Deepak Jalan (HUF)	7,00,000	-	7,00,000	4.71%	-
Aakash Alope Jalan	6,57,300	-	6,57,300	4.42%	-
Utkarsh Alope Jalan	6,45,900	-	6,45,900	4.34%	-
Devanshi Jalan	3,84,057	-	3,84,057	2.58%	-
Sarita Jalan	11,80,190	-	11,80,190	7.94%	-
Ekta Jalan	4,32,500	10,000	4,42,500	2.98%	0.07
Divya Jalan	12,000	-	12,000	0.08%	-
Raghav Jalan	2,50,000	(2,08,000)	42,000	0.28%	(1.40)

**Notes to the Financial Statements** as at and for the year ended 31st March, 2023

**Note No. 16: Share capital** (contd...)

- e. Aggregate number of share issued for consideration other than cash:**  
 During the previous year 2019-20, 16,74,806 shares were issued pursuant to scheme of arrangement.
- f.** After the Reporting date, the Board of Directors has proposed a dividend of ₹5.00/- per equity share (31st March, 2022 - ₹1.80/- per equity share). The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting and if approved it will lead to cash outflow amounting to ₹743.61 Lakhs.
- g.** The Company has neither issued bonus shares nor has bought back any shares during last 5 years.
- h.** No ordinary shares have been reserved per issue under options and contract/ commitments for the sale of shares/ disinvestment as at the Balance Sheet date.
- i.** No securities convertible into Equity/ Preference shares have been issued by the Company during the year.
- j.** No calls are unpaid by any directors/ officers of the Company during the year.
- k.** The Company does not have any Holding Company or Ultimate Holding Company.

**Note No. 17: Other Equity**

(₹ in Lakhs)

Particulars	As at 31st March, 2023		As at 31st March, 2022	
<b>Securities premium account</b>				
Balance as per last account		2,096.94		2,096.94
<b>General Reserve</b>				
Balance as per last account	9,806.59		9,256.59	
Add: Transfer from Retained Earnings	3,000.00	12,806.59	550.00	9,806.59
<b>Capital Reserve</b>				
- Balance as per last record		(628.55)		(628.55)
<b>Retained Earnings</b>				
Balance as per last statement	1,523.22		1,258.48	
Add: Net profit for the year	3,739.68		813.31	
Add: Other Comprehensive Income for the Year	(35.13)		1.43	
Less: Dividend	267.70		-	
Less: Transfer to General Reserve	3,000.00		550.00	
Closing balance		1,960.07		1,523.22
		<b>16,235.05</b>		<b>12,798.20</b>

**Description of nature and purpose of each reserve :-**
**a. Securities Premium**

Securities Premium represents the excess of the amount received over the face value of the shares. This reserve will be utilised in accordance with the provisions of the Companies Act, 2013.

**b. General Reserve**

General Reserve is created from time to time by way of transfer profits from retained earnings for appropriation purposes. General Reserve is created by a transfer from one component of equity to another and is not an item of other Comprehensive income.

**c. Capital Reserve**

Capital Reserve represents arisen on business combination on earlier years.

**d. Retained Earning**

Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to investors. This includes remeasurement of defined benefit plans arising due to actuarial valuation of gratuity, that will not be routed through Statement of profit and loss subsequently.

**Notes to the Financial Statements** as at and for the year ended 31st March, 2023

**Note No. 18: Provisions- Non Current**

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Provision for employee benefits		
Leave Encashment	58.50	56.86
Gratuity (Refer Note No. 33)	189.56	136.30
	<b>248.06</b>	<b>193.16</b>

**Note No. 19: Deferred tax liabilities (Net)**

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Deferred tax liabilities :</b>		
<u>Arising on account of:</u>		
Difference between written down value of Property, plant and Equipment and Intangible Assets for tax purposes and financial reporting purposes	391.91	425.13
<b>Less : Deferred tax asset :</b>		
<u>Arising on account of:</u>		
Provisions for Employee Benefits Expense	63.81	49.75
Provisions for expected credit loss	24.29	22.43
Others	1.45	-
<b>Deferred tax liabilities (Net)</b>	<b>302.36</b>	<b>352.95</b>

- Deferred tax assets and deferred tax liabilities have been offset as they relate to the same governing taxation laws.

- For Movement in Deferred Tax (Assets) /Liabilities: (Refer Note no. 40)

**Note No. 20: Short-term borrowings**

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Loan Repayable On Demand		
- From banks (Secured)	-	299.03
	-	<b>299.03</b>

**Notes:**

- a) Working Capital facilities from Banks (Sanctioned Limit = ₹6400.00 Lakhs) are secured by first charge on current assets and second charge on moveable fixed assets of the Company and also secured by personal guarantee of Managing Director and Whole Time Director. Loan including Packing credit foreign currency repayable on demand carries interest@ 2.29% to 9.90 % p.a. (31st March, 2022 2.53% to 9.00% p.a.)
- b) There is no default on the Balance Sheet date in the repayment of borrowings and interest thereon.
- c) The Company is filing monthly statement for inventories and debtors with Banks (IDBI Bank, Yes Bank, HDFC Bank and CITI Bank ) for working capital facilities . The below is summary of reconciliation of quarterly statement filed with the banks and books of accounts :



**Notes to the Financial Statements** as at and for the year ended 31st March, 2023

**Note No. 20: Short-term borrowings** (contd...) (₹ in Lakhs)

Quarter ended on	Amount as per books of account (₹ in Lakhs)	Amount as reported in the quarterly return / statement (₹ in Lakhs)	Amount of difference (₹ in Lakhs)
31st March, 2023	11,758.92	11,418.27	340.65
31st December, 2022	12,180.47	11,659.39	521.08
30th September, 2022	10,458.96	10,755.55	(296.59)
30th June, 2022	10,160.05	10,150.53	9.52
31st March, 2022	9,874.12	10,356.21	(482.09)
31st December, 2021	10,060.10	9,526.90	533.20
30th September, 2021	8,568.51	8,500.21	68.30
30th June, 2021	9,964.67	9,708.34	256.33

The Quarterly statement submitted with Banks were prepared and filed before the completion of all financial statement closure which led to the above differences between the books of accounts and quarterly statement submitted with Banks based on provisional books of account. It includes mainly inventory and trade receivables reported by the Company to the banks.

**Note No. 21: Trade payables** (₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Total outstanding dues of micro enterprises and small enterprises (Refer note no. 35)	215.28	274.18
Total outstanding dues of creditors other than micro enterprises and small enterprises	3,720.46	3,749.76
	<b>3,935.74</b>	<b>4,023.94</b>

Trade Payables are non - interest bearing and are normally settled in 0 to 45 days.

**Trade Payable ageing Schedule:**
**As at 31st March 2023** (₹ in Lakhs)

Particulars	Outstanding for following periods from due dates of payment						Total
	Unbilled Due	Not Due	Less than 1 year	1 – 2 years	2 – 3 years	More than 3 year	
i. MSME	-	215.28	-	-	-	-	215.28
iii. Others	-	2,355.74	1,363.38	1.34	-	-	3,720.46
iv. Disputed dues - MSME	-	-	-	-	-	-	-
v. Disputed dues - Others	-	-	-	-	-	-	-

**As at 31st March 2022** (₹ in Lakhs)

Particulars	Outstanding for following periods from due dates of payment						Total
	Unbilled Due	Not Due	Less than 1 year	1 – 2 years	2 – 3 years	More than 3 year	
i. MSME	-	274.18	-	-	-	-	274.18
iii. Others	-	3,323.90	421.09	2.06	0.47	2.24	3,749.76
iv. Disputed dues - MSME	-	-	-	-	-	-	-
v. Disputed dues - Others	-	-	-	-	-	-	-

**Notes to the Financial Statements** as at and for the year ended 31st March, 2023

**Note No. 22: Other Financial Liabilities** (₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Unpaid dividends *	8.53	10.45
Trade deposits	230.65	209.17
Unpaid salaries and other payroll dues	288.14	175.25
	<b>527.32</b>	<b>394.87</b>

\* There are no amount due and outstanding as at Balance Sheet date to be credited to the Investor Education and Protection Fund

**Note No. 23: Other current liabilities** (₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Advance from customers	408.56	143.97
Statutory liabilities	471.28	416.83
	<b>879.84</b>	<b>560.80</b>

**Note No. 24: Provisions-Current** (₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Provision for employee benefits -leave encashment	5.49	4.53
	<b>5.49</b>	<b>4.53</b>

**Note No. 25: Revenue From operations** (₹ in Lakhs)

Particulars	Year ended 31st March, 2023		Year ended 31st March, 2022	
<b>Sale of goods</b>	48,774.84		35,566.85	
Less: Discounts, Rebates, Incentives etc.	555.02		430.48	
		<b>48,219.82</b>		<b>35,136.37</b>
<b>Other operating revenues</b>				
- Scrap sales	41.70		39.59	
- Export Incentive	414.00		319.71	
		<b>455.70</b>		<b>359.30</b>
<b>Revenue from operations</b>		<b>48,675.52</b>		<b>35,495.67</b>

**25.1 Disclosure pursuant to Ind AS 115:**
**Revenue from Operations** (₹ in Lakhs)

Particulars	Year ended 31st March, 2023	Year ended 31st March, 2022
Sale of Products	48,219.82	35,136.37
Other Operating Revenues	455.70	359.30
	<b>48,675.52</b>	<b>35,495.67</b>

**A Nature of goods and services**

The Company is primarily engaged in the manufacturing of Writing instruments and stationeries and generates revenue from the sale of Pen and Refill and the same is only the reportable segment of the Company.

**Notes to the Financial Statements** as at and for the year ended 31st March, 2023

**Note No. 25: Revenue From operations** (contd...)

**B Disaggregation of revenue**

In the following table, revenue is disaggregated by primary geographical market, major products lines and timing of revenue recognition.

(₹ in Lakhs)

Particulars	Year ended 31st March, 2023	Year ended 31st March, 2022
<b>i) Primary Geographical Markets (Sales of goods)</b>		
Within India	38,634.08	28,007.28
Outside India	10,140.76	7,559.57
<b>Total</b>	<b>48,774.84</b>	<b>35,566.85</b>
<b>ii) Major Products</b>		
Pen	40,749.28	29,625.83
Refill	1,239.98	1,162.61
Others	6,785.58	4,778.41
<b>Total</b>	<b>48,774.84</b>	<b>35,566.85</b>
<b>iii) Timing of Revenue</b>		
At a point in time	48,774.84	35,566.85
Over time	-	-
<b>Total</b>	<b>48,774.84</b>	<b>35,566.85</b>
<b>iv) Contract Duration</b>		
Long Term	-	-
Short Term	48,774.84	35,566.85
<b>Total</b>	<b>48,774.84</b>	<b>35,566.85</b>

**C. Other Information**

(₹ in Lakhs)

Particulars	Year ended 31st March, 2023	Year ended 31st March, 2022
a. Transaction price allocated to the remaining performance obligations	Nil	Nil
b. The amount of revenue recognised in the current year that was included in the opening contract liability balance	143.97	238.77
c. The amount of revenue recognised in the current year from performance obligations satisfied fully or partially in previous years	Nil	Nil
d. Performance obligations- The Company satisfy the performance obligation on shipment/delivery.	Nil	Nil
e. Significant payment terms		
Financing Component	Nil	Nil

**D. Contract Balances**

(₹ in Lakhs)

Particulars	Year ended 31st March, 2023	Year ended 31st March, 2022
i) Contract Assets	Nil	Nil
ii) Contract Liabilities (Refer Note No. 23)	408.56	143.97
iii) Trade Receivables (Refer Note No. 11)	3864.17	3413.48

**Notes to the Financial Statements** as at and for the year ended 31st March, 2023

**Note No. 26: Other income**

(₹ in Lakhs)

Particulars	Year ended 31st March, 2023	Year ended 31st March, 2022
<b>Interest income</b>		
- Fixed deposits with banks	57.16	1.16
- Income tax refund	1.86	-
- Others	1.66	1.79
<b>Other non operating income</b>		
- Miscellaneous Income	24.47	1.17
- Liabilities no longer required, written back	-	41.75
- Gain on Modification of Right of use assets	11.36	-
- Gain on foreign exchange fluctuation/ translation (net)	251.58	241.99
	<b>348.09</b>	<b>287.86</b>

**Note No. 27: Cost of materials consumed**

(₹ in Lakhs)

Particulars	Year ended 31st March, 2023	Year ended 31st March, 2022
Plastic powder	3,526.05	3,849.73
Ink	2,403.40	1,299.42
Tips	2,409.78	1,608.35
Others	4,974.99	5,284.38
	<b>13,314.22</b>	<b>12,041.88</b>

**Note No. 28: Purchase of stock in trade**

(₹ in Lakhs)

Particulars	Year ended 31st March, 2023	Year ended 31st March, 2022
Pens	12,697.66	9,667.04
Refills	248.85	167.37
Others	4,684.47	1,961.67
	<b>17,630.98</b>	<b>11,796.08</b>

**Notes to the Financial Statements** as at and for the year ended 31st March, 2023

**Note No. 29: Change in inventories of Finished goods, Work-in-Progress and Stock-in-Trade**

(₹ in Lakhs)

Particulars	Year ended 31st March, 2023		Year ended 31st March, 2022	
<b>Finished goods</b>				
Opening stock	1022.20		1,157.90	
Less: Closing stock	1588.68	(566.48)	1,022.20	135.70
<b>Work-in-Progress</b>				
Opening stock	67.99		18.40	
Less: Closing stock	86.09	(18.10)	67.99	(49.59)
<b>Stock-in-Trade</b>				
Opening stock	2,264.50		2,088.70	
Less: Closing stock	3,165.61	(901.11)	2,264.50	(175.80)
		<b>(1,485.69)</b>		<b>(89.69)</b>

**Note No. 30: Employee benefits expense**

(₹ in Lakhs)

Particulars	Year ended 31st March, 2023		Year ended 31st March, 2022	
Salaries,wages and Bonus		5,712.94		3,654.92
Contribution to provident and other funds*		305.80		244.86
Staff welfare expenses		54.20		24.99
		<b>6,072.94</b>		<b>3,924.77</b>

\*For descriptive note on disclosure of Defined benefit obligation, Refer Note No. 33

**Note No. 31: Finance costs**

(₹ in Lakhs)

Particulars	Year ended 31st March, 2023		Year ended 31st March, 2022	
Interest				
- On borrowings	5.68		47.30	
- On Income Tax	21.00		-	
- On Lease liabilities	11.58		7.12	
- On others	16.29	54.55	15.82	70.24
Other borrowing costs		9.03		3.05
		<b>63.58</b>		<b>73.29</b>

**Note No. 32(a): Depreciation & Amortisation Expense**

(₹ in Lakhs)

Particulars	Year ended 31st March, 2023		Year ended 31st March, 2022	
Depreciation on Property, plant & equipment		1,296.27		1,216.38
Depreciation on Intangible Assets		23.57		6.90
Depreciation of Right of use assets		91.60		58.83
		<b>1,411.44</b>		<b>1,282.11</b>

**Notes to the Financial Statements** as at and for the year ended 31st March, 2023

**Note No. 32(b): Other expenses**

(₹ in Lakhs)

Particulars	Year ended 31st March, 2023		Year ended 31st March, 2022	
Consumption of stores and spares		38.02		26.98
Power and fuel		521.41		372.69
Processing charges		724.69		1,066.89
Rent		133.68		185.51
Repairs and Maintenance				
Building		12.72		6.26
Machinery		23.92		11.51
Others		102.22		47.95
Insurance		80.71		88.90
Rates and taxes		16.70		16.43
Payment to auditor				
- For statutory audit	9.00		6.50	
- For other services (limited review, certification etc.)	6.94	15.94	5.07	11.57
Directors sitting fees & Commission		39.10		22.45
Travelling & conveyance		898.70		445.30
Postage,telegram & telephone		60.25		48.39
Professional & Consultancy Expenses		602.35		476.54
Freight & transportation		807.35		781.25
Advertisement expenses		1,379.53		601.75
Commission on Sales		139.04		95.47
Other selling expenses		862.64		769.58
Loss on Sale/Discard of Property Plant & Equipment (Net)		31.48		25.47
Corporate social responsibility expense (Note No. 36)		20.20		20.80
Bad debts written off		41.66		-
Provision for Expected Credit Loss		7.41		61.32
Miscellaneous expenses		447.50		486.81
		<b>7,007.22</b>		<b>5,669.82</b>

**Note No. 33: Gratuity and Other Post Employment Benefit Plans**
**a) Defined Contribution Plan :**

Employee benefits in the form of Provident Fund and Employee State Insurance Scheme are considered as defined contribution plan and the contributions are made in accordance with the relevant statute and are recognized as an expense when employees have rendered service entitling them to the contributions. The contribution to defined contribution plan, recognized as expense for the year is as under:

(₹ in Lakhs)

Defined Contribution Plan	2022-23	2021-22
Employers' Contribution to Provident Fund	205.28	151.86
Employers' Contribution to Employee State Insurance Scheme	28.94	31.22
<b>Total</b>	<b>234.22</b>	<b>183.08</b>

**Notes to the Financial Statements** as at and for the year ended 31st March, 2023

**b) Defined Benefit Plan :**

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service is entitled to Gratuity on terms not less favorable than the provisions of The Payment of Gratuity Act, 1972. The scheme is funded with an insurance company.

The following tables summarise the components of net benefit expense recognised in the statement of profit and loss and the funded status and amounts recognised in the balance sheet for the Post-retirement benefit plans.

(₹ in Lakhs)

	2022-23 Gratuity (Funded)	2021-22 Gratuity (Funded)
<b>I. Expenses Recognised in the Statement of Profit &amp; Loss</b>		
1 Current Service Cost	48.39	42.95
2 Past Service Cost	-	-
3 Interest Cost	7.91	7.36
4 Settlement Cost	-	-
5 Re-measurement -Due to Financial Assumptions	-	-
6 Re-measurement - Due to Experience Adjustments	-	-
Components of defined benefit cost recognised in P/L	56.30	50.31
7 Re-measurement - Due to Financial Assumptions	(5.55)	(14.75)
8 Re-measurement - Due to Experience Adjustments	52.50	12.84
9 Expected Return on Plan Asset	-	-
Components of defined benefit cost recognised in OCI	46.95	(1.91)
<b>Total Expense</b>	<b>103.25</b>	<b>48.40</b>
<b>II. Change in Obligation during the year</b>		
1 Present Value of Defined Benefit Obligation at the Beginning of the year	482.25	428.83
2 Interest Cost	33.18	28.61
3 Current Service Cost	48.39	42.95
4 Settlement Cost	-	-
5 Acquisition Cost/(Credit)	-	-
6 Plan Amendments Cost/(Credit)	-	-
7 Benefits Paid	(29.96)	(16.23)
8 Re-measurement - Due to Financial Assumptions	(5.55)	(14.75)
9 Re-measurement - Due to Experience Adjustments	52.50	12.84
10 Present Value of Defined Benefit Obligation at the End of the year	<b>580.81</b>	<b>482.25</b>
<b>III. Change in the Fair Value of Plan Assets during the year</b>		
1 Plan Assets at the Beginning of the year	345.95	300.41
2 Interest Income	25.26	21.24
3 Contribution by Employer	49.99	40.53
4 Re-measurement - Return on Assets (Excluding Interest Income)	-	-
5 Benefits Paid	(29.96)	(16.23)
6 Plan Assets at the end of the year	<b>391.25</b>	<b>345.95</b>

**Notes to the Financial Statements** as at and for the year ended 31st March, 2023

(₹ in Lakhs)

	2022-23 Gratuity (Funded)	2021-22 Gratuity (Funded)
<b>IV. Net Asset/(Liability) recognised in the Balance Sheet</b>		
1 Present value of Defined Benefit Obligation	(580.81)	(482.25)
2 Fair Value of Plan Assets	391.25	345.95
3 Funded Status (Surplus/(deficit))	(189.56)	(136.30)
4 Net Asset/(Liability) recognized in Balance Sheet	<b>(189.56)</b>	<b>(136.30)</b>
<b>V. Actuarial Assumptions</b>		
1 Discount Rate (per annum)	7.20%	7.10%
2 Expected rate of return on Plan Assets	6.80%	6.80%
3 Salary Increase	5.50%	5.50%
4 Retirement/Superannuation Age	58	58
5 Mortality Rate	Indian Assured Lives Mortality (2006 - 08)	Indian Assured Lives Mortality (2006 - 08)

**VI. Basis used to determine the Expected Rate of Return on Plan Assets:**

The basis used to determine overall expected rate of return on plan assets is based on the current portfolio of assets, investment strategy and market scenario. In order to protect the capital and optimize returns within acceptable risk parameters, the plan assets are well diversified.

**VII. Basis of estimates of rate of escalation in salary**

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by LIC.

**VIII. Major category of plan assets as a % of the total plan assets as at the year end for Gratuity :**

	2022-23	2021-22
Others (including assets under Schemes of Insurance)	100%	100%

**IX. A quantitative sensitivity analysis for significant assumption is as shown below:**

Assumptions	31st March, 2023		31st March, 2022	
	Discount Rate		Discount Rate	
	1% Increase	1% Decrease	1% Increase	1% Decrease
<b>Sensitivity level</b>	(₹ in Lakhs)	(₹ in Lakhs)	(₹ in Lakhs)	(₹ in Lakhs)
Impact on Gratuity	(51.10)	59.60	(44.50)	52.00

Assumptions	31st March, 2023		31st March, 2022	
	Future Salary Increase		Future Salary Increase	
	1% Increase	1% Decrease	1% Increase	1% Decrease
<b>Sensitivity level</b>	(₹ in Lakhs)	(₹ in Lakhs)	(₹ in Lakhs)	(₹ in Lakhs)
Impact on Gratuity	57.26	(49.88)	50.31	(43.71)

Sensitivities due to mortality and withdrawals rate are not material and hence impact of changes is not calculated.

Sensitivity analysis above have been determine based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

**Notes to the Financial Statements** as at and for the year ended 31st March, 2023

**X. Risk Exposure**

- i) **Interest Rate Risk:** The defined benefit obligation calculated uses a discount rate based on government bonds. If bond yields fall, the defined benefit obligation will tend to increase.
- ii) **Salary Inflation Risk :** Higher than expected increase in salary will increase the defined benefit obligation.
- iii) **Demographic Risk:** This is the risk of variability of results due to unsystematic nature of decrements that include mortality, withdrawal, disability and retirement. The effect of these decrements on the defined benefit obligation is not straight forward and depends upon the combination of salary increase, discount rate and vesting criteria. It is important not to overstate withdrawals because in the financial analysis the retirement benefit of a short career employee typically costs less per year as compared to long service employee.

**XI. Maturity Profile of Expected Benefit Payments:** (₹ in Lakhs)

	As at 31st March, 2023	As at 31st March, 2022
1 Year 1	49.37	38.99
2 Year 2	18.78	16.43
3 Year 3	54.76	17.54
4 Year 4	35.62	50.21
5 Year 5	50.22	31.65
6 Next 5 Years	402.59	318.97

**XII. Other Disclosures**

- 1 The Gratuity and Provident Fund Expenses have been recognized under "Contribution to provident and other funds" under Note no. 30.
- 2 Expected employers' contribution for next year is not available and therefore, not disclosed.

**Note No. 34. Commitments and Contingencies**
**a) Capital and Other Commitments:** (₹ in Lakhs)

	31st March, 2023	31st March, 2022
i) Estimated amount of Contracts remaining to be executed on Capital Account and not provided for	1,164.93	569.23
ii) Advance paid against above (Refer Note No. 9)	468.34	303.11

**b) Contingent Liabilities:**

- (i) Demand/Claims by various Government Authorities and others not acknowledged as debts:

	31st March, 2023	31st March, 2022
Custom Duty (Amount deposited under appeal ₹27.49 Lacs)	363.79	363.79
Entry Tax	170.70	170.70

The amounts shown in (b) above represent the best possible estimates arrived at on the basis of available information. The uncertainties and timing of the cash flows are dependent on the outcome of the different legal processes which have been invoked by the Company or the claimants as the case may be and therefore cannot be estimated accurately.

In the opinion of the management, no provision is considered necessary for the disputes mentioned above on the grounds that there are fair chances of successful outcome of appeals.

The Company does not expect any reimbursements in respect of the above contingent liabilities.

**Notes to the Financial Statements** as at and for the year ended 31st March, 2023

- ii) The Code on Social Security 2020, (the 'code') received Presidential assent on 28th September 2020. However, the date on which the Code will come into effect has not yet been notified.

The Company will assess the impact of the Code in the period(s) in which the provisions of the Code become effective.

**Note No. 35: Based on the information/documents available with the Company, information as per the requirement of section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 are as follows:**

(₹ in Lakhs)

Sl. No.	Description	2022-23	2021-22
i)	The principal amount remaining unpaid to suppliers as at the end of accounting year *	215.28	274.18
ii)	The interest due thereon remaining unpaid to suppliers as at the end of accounting year	Nil	Nil
iii)	The amount of interest paid in terms of section 16 of the MSMED Act 2006, along with the amount of payment made to the suppliers beyond the appointed day during the year	Nil	Nil
iv)	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act	Nil	Nil
v)	The amount of interest accrued during the year and remaining unpaid at the end of the accounting year	Nil	Nil
vi)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid	Nil	Nil

\*Shown as line item "Total outstanding dues of Micro and Small Enterprises" under Note No. 21

**35.1** Dues to Micro and Small Enterprises have been determined to the extent such parties has been identified by the management which has been relied upon by the the auditor.

**Note No. 36: Expenditure on Corporate Social Responsibilities (CSR) Activities**

(₹ in Lakhs)

	2022-23	2021-22
1 Amount required to be spent by the Company during the year.	20.20	20.35
2 Amount of expenditure incurred on:		
(i) Construction/acquisition of any asset	-	-
(ii) On purposes other than (i) above	20.20	20.80
3 Shortfall at the end of the year	-	-
4 Total of previous years shortfall	-	-
5 Reason for shortfall	NA	NA

**Notes to the Financial Statements** as at and for the year ended 31st March, 2023

**6 Nature of CSR activities** (₹ in Lakhs)

Sl. No.	Relevant clause of Schedule VII to the Companies Act, 2013	Description of CSR Activities	2022-23	2021-22
a)	Clause (i)	Eradicating poverty, Hunger and malnutrition, Promoting healthcare including Preventive healthcare	9.20	13.00
b)	Clause (ii)	Promoting education, including special education and employment enhancing vocational training and livelihood enhancement projects socially and economically backward groups	11.00	7.80
c)	Clause (vii)	Promoting rural sports & nationally recognised sports	-	-
			<b>20.20</b>	<b>20.80</b>

7 Details of related party transactions in relation to CSR expenditure as per relevant Accounting Standard :		
	-	-

**Note No. 37: Related Party Disclosure:**
**I) Names and description of relationship of related parties:**

Related Party	Relationship
<b>Key Managerial Personnel (KMP)</b>	
Mr. Deepak Jalan	Managing Director (MD)
Mr. Rohit Deepak Jalan	Whole Time Director (WTD)
Mr. Alopek Jalan	Whole Time Director (WTD)
Mr. Naresh Pachisia	Independent / Non-Executive Director
Mr. Anil Kochar	Independent / Non-Executive Director
Ms. Supriya Newar	Independent / Non-Executive Director
Mr. Sanjay Jhunjhunwalla	Independent / Non-Executive Director
Mr. N.K.Dujari	Director (Finance) & CFO
Mr. Dipankar De	Company Secretary (Resigned w.e.f. 04.06.2022)
Mr. Kaushik Raha	Company Secretary (w.e.f. 11.08.2022)
<b>Enterprises in which KMP and their relatives have control/ substantial interest :</b>	
Linc Retail Ltd.	Substantial interest of KMP along with relatives
Turtle Ltd.	Substantial interest of KMP along with relatives
<b>Relatives of KMP :</b>	
Deepak Jalan (HUF)	Mr. Deepak Jalan is Karta of HUF
Mr. S.M. Jalan	Father of Mr. Deepak Jalan
Mrs. Divya Jalan	Daughter of Mr. Deepak Jalan
Mr. Rohit Deepak Jalan	Son of Mr. Deepak Jalan
Mrs. Ekta Jalan	Wife of Mr. Rohit Deepak Jalan
Mrs. Sarita Jalan	Wife of Mr. Deepak Jalan
Alopek Jalan (HUF)	Mr. Alopek Jalan is Karta of HUF
Mrs. Shobha Jalan	Wife of Mr. Alopek Jalan
Mr. Aakash Alopek Jalan	Son of Mr. Alopek Jalan
Mr. Utkarsh Alopek Jalan	Son of Mr. Alopek Jalan

**Notes to the Financial Statements** as at and for the year ended 31st March, 2023

Related Party	Relationship
Mr. S.M. Jalan	Father of Mr. Alopek Jalan
Mrs. Bimla Devi Jalan	Wife of Mr. S.M. Jalan
Rohit Deepak Jalan (HUF)	Mr. Rohit Deepak Jalan is Karta of HUF

**II) Details of transactions with Related Parties:** (₹ in Lakhs)

Description	Year	Key Managerial Personnel (KMP)	Enterprises in which KMP and their relatives have substantial interest	Relatives of KMP (R)	Total
<b>Purchase of Goods</b>					
Turtle Limited	F Y 2022-23	-	15.66	-	15.66
	F Y 2021-22	(-)	(-)	(-)	(-)
Linc Retail Ltd.	F Y 2022-23	-	5.21	-	5.21
	F Y 2021-22	(-)	(2.37)	(-)	(2.37)
<b>Purchase of Land</b>					
Deepak Jalan	F Y 2022-23	215.94	-	-	215.94
	F Y 2021-22	(-)	(-)	(-)	(-)
Sarita Jalan	F Y 2022-23	-	-	88.31	88.31
	F Y 2021-22	(-)	(-)	(-)	(-)
<b>Sale of Goods</b>					
Linc Retail Ltd.	F Y 2022-23	-	121.88	-	121.88
	F Y 2021-22	(-)	(72.38)	(-)	(72.38)
<b>Receiving of Services (Remuneration)</b>					
Mr. Deepak Jalan*	F Y 2022-23	186.00	-	-	186.00
	F Y 2021-22	(86.24)	(-)	(-)	(86.24)
Mr. Alopek Jalan*	F Y 2022-23	130.80	-	-	130.80
	F Y 2021-22	(69.10)	(-)	(-)	(69.10)
Mr. Rohit Deepak Jalan	F Y 2022-23	50.40	-	-	50.40
	F Y 2021-22	(34.83)	(-)	(-)	(34.83)
Mr. N. K. Dujari	F Y 2022-23	22.34	-	-	22.34
	F Y 2021-22	(18.91)	(-)	(-)	(18.91)
Mr. Kaushik Raha	F Y 2022-23	6.80	-	-	6.80
	F Y 2021-22	(-)	(-)	(-)	(-)
Mr. Dipankar De	F Y 2022-23	1.90	-	-	1.90
	F Y 2021-22	(2.31)	(-)	(-)	(2.31)
Mrs. Ekta Jalan	F Y 2022-23	-	-	26.24	26.24
	F Y 2021-22	(-)	(-)	(13.33)	(13.33)
Mrs. Divya Jalan	F Y 2022-23	-	-	29.72	29.72
	F Y 2021-22	(-)	(-)	(13.81)	(13.81)
Mr. Aakash Alopek Jalan	F Y 2022-23	-	-	5.43	5.43
	F Y 2021-22	(-)	(-)	(3.85)	(3.85)
Mr. Utkarsh Alopek Jalan	F Y 2022-23	-	-	5.45	5.45
	F Y 2021-22	(-)	(-)	(3.74)	(3.74)

\*Includes commission of ₹60 Lacs and ₹30 Lacs to Mr. Deepak Jalan & Mr. Alopek Jalan respectively for FY 2022-23.

**Notes to the Financial Statements** as at and for the year ended 31st March, 2023

(₹ in Lakhs)

Description	Year	Key Managerial Personnel (KMP)	Enterprises in which KMP and their relatives have substantial interest	Relatives of KMP (R)	Total
<b>Receiving of Services (Director Sitting Fees &amp; Commission)</b>					
Mr. Naresh Pachisia	F Y 2022-23	10.35	-	-	10.35
	F Y 2021-22	(4.15)	(-)	(-)	(4.15)
Mr. Anil Kochar	F Y 2022-23	10.30	-	-	10.30
	F Y 2021-22	(4.15)	(-)	(-)	(4.15)
Ms. Supriya Newar	F Y 2022-23	8.75	-	-	8.75
	F Y 2021-22	(2.90)	(-)	(-)	(2.90)
Mr. Sanjay Jhunjhunwalla	F Y 2022-23	9.70	-	-	9.70
	F Y 2021-22	(1.00)	(-)	(-)	(1.00)
<b>Receiving of Services (Rent)</b>					
Mrs. Shobha Jalan	F Y 2022-23	-	-	10.41	10.41
	F Y 2021-22	(-)	(-)	(10.41)	(10.41)
Mr. Aakash Alope Jalan	F Y 2022-23	-	-	9.84	9.84
	F Y 2021-22	(-)	(-)	(9.84)	(9.84)
Mr. Utkarsh Alope Jalan	F Y 2022-23	-	-	10.78	10.78
	F Y 2021-22	(-)	(-)	(10.78)	(10.78)
Alope Jalan (HUF)	F Y 2022-23	-	-	10.78	10.78
	F Y 2021-22	(-)	(-)	(10.78)	(10.78)
<b>Dividend Paid to Shareholders</b>					
Mr. Deepak Jalan	F Y 2022-23	6.64	-	-	6.64
	F Y 2021-22	(-)	(-)	(-)	(-)
Deepak Jalan (HUF)	F Y 2022-23	-	-	9.50	9.50
	F Y 2021-22	(-)	(-)	(-)	(-)
Mr. Alope Jalan	F Y 2022-23	14.04	-	-	14.04
	F Y 2021-22	(-)	(-)	(-)	(-)
Alope Jalan (HUF)	F Y 2022-23	-	-	0.37	0.37
	F Y 2021-22	(-)	(-)	(-)	(-)
Mrs. Sarita Jalan	F Y 2022-23	-	-	21.24	21.24
	F Y 2021-22	(-)	(-)	(-)	(-)
Mr. S. M. Jalan	F Y 2022-23	-	-	16.80	16.80
	F Y 2021-22	(-)	(-)	(-)	(-)
Mrs. Shobha Jalan	F Y 2022-23	-	-	18.29	18.29
	F Y 2021-22	(-)	(-)	(-)	(-)
Mrs. Bimla Devi Jalan	F Y 2022-23	-	-	11.02	11.02
	F Y 2021-22	(-)	(-)	(-)	(-)
Mr. Rohit Deepak Jalan	F Y 2022-23	7.32	-	-	7.32
	F Y 2021-22	(-)	(-)	(-)	(-)
Rohit Deepak Jalan (HUF)	F Y 2022-23	-	-	12.60	12.60
	F Y 2021-22	(-)	(-)	(-)	(-)

**Notes to the Financial Statements** as at and for the year ended 31st March, 2023

(₹ in Lakhs)

Description	Year	Key Managerial Personnel (KMP)	Enterprises in which KMP and their relatives have substantial interest	Relatives of KMP (R)	Total
Mr. Aakash Alope Jalan	F Y 2022-23	-	-	11.83	11.83
	F Y 2021-22	(-)	(-)	(-)	(-)
Mr. Utkarsh Alope Jalan	F Y 2022-23	-	-	11.63	11.63
	F Y 2021-22	(-)	(-)	(-)	(-)
Others	F Y 2022-23	-	-	15.85	15.85
	F Y 2021-22	(-)	(-)	(-)	(-)
<b>Balance Outstanding as at reporting date :</b>					
<b>a) Trade Receivable</b>					
Linc Retail Ltd.	F Y 2022-23	-	156.24	-	156.24
	F Y 2021-22	(-)	(156.45)	(-)	(156.45)
<b>b) Amount outstanding against Guarantees given for Loans taken by the Company</b>					
Mr. Deepak Jalan	F Y 2022-23	-	-	-	-
	F Y 2021-22	(299.03)	(-)	(-)	(299.03)
Mr. Alope Jalan	F Y 2022-23	-	-	-	-
	F Y 2021-22	(299.03)	(-)	(-)	(299.03)
<b>c) Remuneration &amp; Commission Payable</b>					
Mr. Deepak Jalan	F Y 2022-23	38.52	-	-	38.52
	F Y 2021-22	(-)	(-)	(-)	(-)
Mr. Alope Jalan	F Y 2022-23	18.07	-	-	18.07
	F Y 2021-22	(-)	(-)	(-)	(-)
Mr. Naresh Pachisia	F Y 2022-23	4.75	-	-	4.75
	F Y 2021-22	(-)	(-)	(-)	(-)
Mr. Anil Kochar	F Y 2022-23	4.75	-	-	4.75
	F Y 2021-22	(-)	(-)	(-)	(-)
Ms. Supriya Newar	F Y 2022-23	4.75	-	-	4.75
	F Y 2021-22	(-)	(-)	(-)	(-)
Mr. Sanjay Jhunjhunwalla	F Y 2022-23	4.75	-	-	4.75
	F Y 2021-22	(-)	(-)	(-)	(-)

- III) No amount has been written back / written off during the year in respect of due to / from related parties.
- IV) The amount due from related parties are good and hence no provision for doubtful debts in respect of dues from such related parties is required.
- V) The transactions with related parties have been entered at an amount, which are not materially different from that on normal commercial terms.
- VI) The remuneration to the Key Management Personnel and relatives of the Key Management Personnel does not include provision made for Gratuity as it is determined on an actuarial basis for the Company as a whole.

**Notes to the Financial Statements** as at and for the year ended 31st March, 2023

**Note No. 38: Fair Value Measurement of Financial Assets & Liabilities** (₹ in Lakhs)

	CARRYING AMOUNT	
	As at 31st March, 2023	As at 31st March, 2022
<b>Non Current Financial Assets</b>	115.09	121.09
<b>Current Financial Assets</b>		
i) Trade Receivables	3,864.17	3,413.48
ii) Cash & Cash Equivalents	759.96	9.17
iii) Other Bank Balances	480.53	10.45
iv) Others	37.97	11.92
<b>Total Financial Assets</b>	<b>5,257.72</b>	<b>3,566.11</b>
<b>Non-Current Financial Liabilities</b>		
Lease Liabilities	25.63	12.99
<b>Current Financial Liabilities</b>		
i) Borrowings	-	299.03
ii) Lease Liabilities	71.41	33.98
iii) Trade Payables	3,935.74	4,023.94
iv) Other current financial liabilities	527.32	394.87
<b>Total Financial Liabilities</b>	<b>4,560.10</b>	<b>4,764.81</b>

The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values since the Company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

**Note No. 39: Income Tax** (₹ in Lakhs)

	Year ended 31st March, 2023	Year ended 31st March, 2022
<b>Current income tax</b>	1,308.00	311.00
<b>Deferred Tax:</b>		
Relating to organisation and reversal of temporary differences	(38.76)	(39.64)
Income Tax of Earlier Year	-	0.60
<b>Income tax expense reported in the statement of profit or loss</b>	<b>1,269.24</b>	<b>271.96</b>
<b>OCI Section</b>		
Deferred Tax related to items recognised in OCI during the year		
Net loss/ (gain) on remeasurement of defined benefit plans	11.82	(0.48)
<b>Income tax charged to OCI</b>	<b>11.82</b>	<b>(0.48)</b>

**Notes to the Financial Statements** as at and for the year ended 31st March, 2023

**39.1 Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for 31st March, 2023 and 31st March, 2022:**

	(₹ in Lakhs)	
	As at 31st March, 2023	As at 31st March, 2022
Accounting profit before income tax	5,008.92	1,085.27
At India's statutory income tax rate of 25.17% (31st March, 2022: 25.17%)	1,260.64	273.14
Tax effect of Non deductible expenses	5.08	5.24
Permanent difference	0.18	0.14
Income Tax for earlier years	-	0.60
Others	3.32	(7.16)
<b>Income tax expense reported in the statement of profit and loss</b>	<b>1,269.24</b>	<b>271.96</b>

**Note No. 40: Movement in Deferred Tax (Assets) / Liabilities** (₹ in Lakhs)

	As at 31st March, 2022	Recognised in profit or loss	Recognised in other comprehensive income	As at 31st March, 2023
<b>Deferred tax liabilities</b>				
<u>Arising on account of:</u>				
Difference between written down value of Property, plant and Equipment and Intangible Assets for tax purposes and financial reporting purposes	425.13	(33.22)	-	391.91
	(A)	425.13	(33.22)	-
<b>Less: Deferred tax assets</b>				
<u>Arising on account of:</u>				
Provisions for Employee Benefits Expense	49.75	2.24	11.82	63.81
Provisions for expected credit loss	22.43	1.86	-	24.29
Others	-	1.45	-	1.45
	(B)	72.18	5.55	89.55
<b>Net deferred tax liabilities / (assets)</b>	<b>(A-B)</b>	<b>352.95</b>	<b>(38.76)</b>	<b>(11.82)</b>

**Note No. 40: Movement in Deferred Tax (Assets) / Liabilities** (₹ in Lakhs)

	As at 31st March, 2021	Recognised in profit or loss	Recognised in other comprehensive income	As at 31st March, 2022
<b>Deferred tax liabilities</b>				
<u>Arising on account of:</u>				
Difference between written down value of Property, plant and Equipment and Intangible Assets for tax purposes and financial reporting purposes	481.30	(56.17)	-	425.13
	(A)	481.30	(56.17)	-
<b>Less: Deferred tax assets</b>				
<u>Arising on account of:</u>				
Business Loss	26.20	(26.20)	-	-
Provisions - employee benefits expense	62.99	(12.76)	(0.48)	49.75
Provisions for expected credit loss	-	22.43	-	22.43
	(B)	89.19	(16.53)	(0.48)
<b>Net deferred tax liabilities / (assets)</b>	<b>(A-B)</b>	<b>392.11</b>	<b>(39.64)</b>	<b>0.48</b>



**Notes to the Financial Statements** as at and for the year ended 31st March, 2023

**Note No. 41: Financial Risk Management Objectives and Policies**

The Company's financial liabilities comprise long term borrowings, short term borrowings, capital creditors, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's financial assets include trade and other receivables, cash and cash equivalents and deposits.

The Company is exposed to market risk and credit risk. The Company has a Risk management policy and its management is supported by a Risk management committee that advises on risks and the appropriate risk governance framework for the Company. The audit committee provides assurance to the Company's management that the Company's risk activities are governed by appropriate policies and procedures and that risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below.

**(i) Market Risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: currency risk and other price risk, such as commodity price risk and equity price risk. Financial instruments affected by market risk include trade payables, trade receivables, etc.

**a. Foreign Currency Risk**

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities. The Company has a treasury department which monitors the foreign exchange fluctuations on the continuous basis and advises the management of any material adverse effect on the Company.

**Unhedged Foreign Currency Exposure**

The Company's exposure to foreign currency at the end of the reporting period expressed in INR is as follows :

(₹ in Lakhs)

Particulars	31st March, 2023 INR	31st March, 2022 INR
<b>Financial Assets</b>		
Trade Receivables		
USD	2,244.56	1,933.62
EURO	132.88	204.97
GBP	73.45	37.11
<b>Other Current Assets</b>		
Advances to suppliers & Others		
USD	56.99	93.32
EURO	0.36	-
<b>Total</b>	<b>2,508.24</b>	<b>2,269.02</b>

**Notes to the Financial Statements** as at and for the year ended 31st March, 2023

(₹ in Lakhs)

Particulars	31st March, 2023 INR	31st March, 2022 INR
<b>Financial Liabilities</b>		
Trade Payables		
USD	306.75	546.03
EURO	2.25	37.83
JPY	122.28	382.78
<b>Other current liabilities</b>		
Advance from customers		
USD	236.85	127.54
GBP	-	1.49
<b>Total</b>	<b>668.13</b>	<b>1,095.67</b>
<b>Net Exposure</b>		
USD	1,757.95	1,353.37
EURO	130.99	167.14
GBP	73.45	35.62
JPY	122.28	382.79
<b>Total Net Exposure</b>	<b>2,084.67</b>	<b>1,938.92</b>

**Foreign Currency Sensitivity**

The following table demonstrates the sensitivity to a reasonably possible change in foreign currency exchange rates, with all other variables held constant. The impact on the Company profit before tax is due to changes in the fair value of assets and liabilities.

(₹ in Lakhs)

Change in foreign Currency Rates	Effect on profit before tax		Effect on Equity, net of tax	
	31st March, 2023	31st March, 2022	31st March, 2023	31st March, 2022
+5%	104.23	96.95	78.00	72.54
-5%	(104.23)	(96.95)	(78.00)	(72.54)

**b. Interest Rate Risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

**Interest Rate Sensitivity**

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Company profit before tax is affected through the impact on floating rate borrowings, as follows:

(₹ in Lakhs)

	Increase/ decrease in basis points	Effect on profit before tax	Effect on Equity, net of tax
31st March, 2023	+50	-	-
	-50	(-)	(-)
31st March, 2022	+50	(1.50)	(1.12)
	-50	1.50	1.12

## Notes to the Financial Statements as at and for the year ended 31st March, 2023

Interest Rate Sensitivity has been calculated assuming the borrowings outstanding at the reporting date have been outstanding for the entire reporting period and all other variables remain constant.

### (ii) Credit Risks

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables).

#### Trade Receivables

Customer credit risk is managed by the Company's established policy, procedures and control relating to customer credit risk management. Outstanding customer receivables are regularly monitored and reconciled. Based on historical trend, industry practice and the business environment in which the company operates, an impairment analysis is performed at each reporting date for trade receivables. Based on above, the company has made provision for doubtful debts of ₹96.53 Lakhs for the current financial year (Previous Year ₹89.12 Lakhs).

#### Other Financial Assets

Credit Risk on cash and cash equivalent, deposits with the banks/financial institutions is generally low as the said deposits have been made with the banks/financial institutions who have been assigned high credit rating by international and domestic rating agencies.

### (iii) Liquidity Risk

The Company's objective is to maintain optimum levels of liquidity to meet its cash and collateral requirements at all times. The Company relies on a mix of borrowings and excess operating cash flows to meet its needs for funds. The current committed lines of credit are sufficient to meet its short to medium/ long term expansion needs. The Company monitors rolling forecasts of its liquidity requirements to ensure it has sufficient cash to meet operational needs.

The table below summarises the maturity profile of the Company financial liabilities: (₹ in Lakhs)

Particulars	Less than 1 Year	1-2 Years	2-3 Years	3-5 Years	> 5 years	Total
<b>Year ended 31st March, 2023</b>						
Borrowings	-	-	-	-	-	-
Lease Liabilities	71.41	25.63	-	-	-	97.04
Trade payables	3,935.74	-	-	-	-	3,935.74
Other financial liabilities	527.32	-	-	-	-	527.32
<b>Total</b>	<b>4,534.47</b>	<b>25.63</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>4,560.10</b>
<b>Year ended 31st March, 2022</b>						
Borrowings	299.03	-	-	-	-	299.03
Lease Liabilities	33.98	12.99	-	-	-	46.97
Trade payables	4,023.94	-	-	-	-	4,023.94
Other financial liabilities	394.87	-	-	-	-	394.87
<b>Total</b>	<b>4,751.82</b>	<b>12.99</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>4,764.81</b>

## Notes to the Financial Statements as at and for the year ended 31st March, 2023

### Note No. 42: Segment reporting

There is only one primary business segment i.e. "Writing Instrument and Stationary" and hence no separate segment information is disclosed in this financial.

#### Geographical segments

The Company primarily operates in India and therefore analysis of geographical segment is demonstrated into Indian and overseas operation as under:

(₹ in Lakhs)

Particulars	Year ended 31st March, 2023	Year ended 31st March, 2022
<b>Segment Revenue from external Customer (Sale of Goods)</b>		
Within India	38,634.08	28,007.28
Outside India	10,140.76	7,559.57
<b>Carrying value of Non-Current assets (Other than financial instruments)*</b>		
Within India	9,411.15	8,600.50
Outside India	264.44	69.62

\* Non current assets for this purpose consist of Property Plant & Equipment, Capital work in progress, Right of use of assets, Intangible assets, Intangible assets under development, Non current tax and other non current assets.

#### Note:

No Single customer contributed 10% or more of the total revenue of the company for the year ended 31st March 2023 and 31st March 2022.

### Note No. 43: Earnings Per Share:

	2022-23	2021-22
The numerator and denominator used to calculate Basic/ Diluted Earnings Per Share		
a) Amount used as the numerator Profit after tax (₹ in Lakhs)	3739.68	813.31
b) Basic / Diluted weighted average number of Equity Shares used as the denominator (Nos. in Lakhs)	148.72	148.72
c) Nominal value of Equity Shares (₹)	10.00	10.00
d) Basic / Diluted Earnings Per Share (a/b) (₹)	25.15	5.47

### Note No. 44: Lease

#### As Lessee

The Company has lease contracts for various items of buildings (including godowns) used in its operations. The Company's obligations under its lease are secured by lessor's title to the leased assets.

The Company also has certain leases of godowns with lease term of twelve months or less with low value. The Company applies the 'short-term lease' and 'lease of low-value assets' recognition exemptions for these leases.

The carrying amount of right-of-use assets (Buildings) are disclosed in the Note 4 to the Financial Statements.

## Notes to the Financial Statements as at and for the year ended 31st March, 2023

44.1 The carrying amount of lease liabilities and its movement during the year are as under:

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Balance at the beginning of the year	46.97	109.51
Add: Additions during the year	182.88	-
Less: Reversal due to lease modification	(46.97)	-
Add: Interest during the year	11.58	-
Less: Payment during the year	(97.42)	(62.54)
<b>Balance at the end of the year</b>	<b>97.04</b>	<b>46.97</b>
Non-current	25.63	12.99
Current	71.41	33.98
	<b>97.04</b>	<b>46.97</b>

44.2 The maturity analysis of lease liabilities on an undiscounted basis are as under: (₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Less than one year	76.12	38.36
One to two years	26.23	7.09
Two to five years	-	-
More than five years	-	-
<b>Total</b>	<b>102.35</b>	<b>45.45</b>

Lease liabilities is being measured by discounting the lease payments using the incremental borrowing rate i.e. 8% p.a. (Previous Year 9% p.a.)

44.3 The following are the amounts recognised during the year in profit or loss: (₹ in Lakhs)

Particulars	Year ended 31st March, 2023	Year ended 31st March, 2022
Interest on lease liabilities (Note 31)	11.58	7.12
Depreciation on right-of-use assets (Note 32 (a))	91.60	58.83
Expenses relating to short-term and low-value leases (Note 32 (b))	133.68	185.51
<b>Total</b>	<b>236.86</b>	<b>251.46</b>

There is no significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when due.

## Notes to the Financial Statements as at and for the year ended 31st March, 2023

### Note No. 45: Ratio Analysis and its elements

(₹ in Lakhs)

Ratio	Numerator	Denominator	As at 31st March, 2023	As at 31st March, 2022	Change (%)
Current Ratio	Current Assets	Current Liabilities	2.56	2.14	19.63%
Debt-Equity Ratio	Total Debts	Shareholder's Equity	-	0.02	(100.00%)
			[Explained in Note (a) below]		
Debt Service Coverage Ratio	Earnings for debt service = Net profit after taxes + Interest + Depreciation & Amortisation + Finance Cost	Debt service = Interest & Lease Payments + Principal Repayment of Long term borrowings	35.16	16.30	115.71%
	Non-cash operating expenses / (income)		[Explained in Note (b) below]		
Return on Equity Ratio (In %)	Net Profits after taxes	Average Shareholder's Equity	23.00	5.86	283.33%
			[Explained in Note (c) below]		
Inventory Turnover Ratio	Revenue from operation	Average Inventory	6.78	5.58	21.51%
Trade Receivable Turnover Ratio (In Days)	Revenue from operation	Average Trade Receivable	29.00	35.00	(25.00%)
			[Explained in Note (d) below]		
Trade Payable Turnover Ratio (In Days)	Total Purchases	Average Trade Payable	47.00	60.00	(21.67%)
Net Capital Turnover Ratio	Revenue from operation	Working Capital = Current Assets - Current Liabilities	5.72	5.86	(2.39%)
Net Profit Ratio (In %)	Net Profits after taxes	Revenue from operation	7.7	2.29	249.15%
			[Explained in Note (e) below]		
Return on Capital Employed (In %)	Earning before interest and taxes	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability	28.00	8.00	250.00%
			[Explained in Note (f) below]		
Return on Investment:	Not Applicable				

#### Notes:

- Change in Debt Equity Ratio as compared to the preceding year is due to repayment of short term borrowings.
- Change in Debt Service Coverage Ratio as compared to the preceding year is due to earnings from operations and reduction in finance cost.
- Change in Return on Equity Ratio as compared to the preceding year is due to higher earnings from operations.
- Change in Trade Receivable Turnover Ratio as compared to the preceding year is due to increase in sale of goods.
- Change in Net Profit Ratio as compared to the preceding year is due to higher earnings from operations.
- Change in Return on Capital Employed as compared to the preceding year is due to due to higher earnings from operations and reduction in debts.

### Note No. 46: Capital Management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The management monitors the return on capital, as well as the level of dividends to equity shareholders.

#### The Company's objective when managing capital are to:

- to maximise shareholders value and provide benefits to other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital.

In order to achieve this overall objective, the Company's capital management, amongst other things,

## Notes to the Financial Statements as at and for the year ended 31st March, 2023

aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. The Company has complied with these covenants and there have been no breaches in the financial covenants of any interest-bearing loans and borrowings.

For the purpose of the Company's capital management, capital includes issued equity share capital and other equity reserves attributable to the equity holders.

The Company monitors capital using debt-equity ratio, which is disclosed in Note 45.

Particulars	31st March, 2023	31st March, 2022
Debt Equity Ratio	-	0.02

### Note No. 47:

The Company had entered in to an agreement on 05.04.2023 for acquisition of 60% shareholding of Gexl Industries Ltd., Kenya, subject to approval by Competition Authority of Kenya, which is awaited.

### Note No. 48: Other Statutory disclosures:

- 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 person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- The Company has no transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.
- No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.
- The Company has not been declared as a wilful defaulter by any bank or financial institution or government or any government authority.
- There has been no charges or satisfaction yet to be registered with ROC beyond the statutory period.
- The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year ended 31 March, 2023.

### Note No. 49:

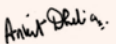
The previous year's figures have been regrouped, rearranged and reclassified wherever necessary.

The accompanying notes are an integral part of the Financial Statements.

As per our report of even date attached.

#### For Singhi & Co.


Chartered Accountants  
F.R No. 302049E

  
(Ankit Dhelia)

Partner  
Membership No. 069178  
Place of Signature: Kolkata  
Dated: 12th May, 2023

#### For and on behalf of the Board

  
**Deepak Jalan**  
Managing Director  
DIN:00758600

  
**N. K. Dujari**  
Director (Finance) & CFO  
DIN:03160828

  
**Rohit Deepak Jalan**  
Whole Time Director  
DIN:06883731

  
**Kaushik Raha**  
Company Secretary  
FCS 12136

## DIRECTOR'S PROFILE

### MR. DEEPAK JALAN

#### Managing Director

- Commerce graduate with 36 years of experience
- Responsible for the overall operations with a specialization in international operations
- Responsible for the Company's strategic direction

### MR. ALOKE JALAN

#### Whole time Director

- Commerce graduate with 32 years of experience in the business
- Looks after the Company's marketing operations with special emphasis on Western and Southern regions

### MR. ROHIT DEEPAK JALAN

#### Whole time Director

- BA Hons. in Management studies from University of Nottingham, UK and PG Diploma in Business Management with specialization in Marketing
- Heading International Business and Marketing Department of the Company

### MR. ANIL KOCHAR

#### Independent, Non-Executive Director

- BCom Hons. LLB, Advocate with more than four decades of experience in the field of direct taxes
- Eminent advisor on income tax matters covering corporate and non-corporate sectors

### MS. SUPRIYA NEWAR

#### Independent, Non-executive director

- Holding a Master of Arts, (MA) acclaimed author, writer and communications consultant, Supriya Newar wears several hats with consummate ease and infectious passion. Her nuanced pen resonates effortlessly with its readers. She has mentored individuals and teams and can often be found in classrooms as visiting faculty. Supriya may be reached at connect@supriyanewar.com.

### MR. NARESH PACHISIA

#### Independent, Non-executive Director

- Founder & Managing Director of SKP Securities Ltd., Eastern India's leading boutique investment banker, engaged in institutional equities, private wealth, merchant banking, M & A and corporate finance advisory, stock broking and distribution services to a large cross section of institutional, corporate, business families and retail clients. SKP is a three time winner of CNBC TV18 Best Regional Financial Advisor (East) and is listed on BSE.
- Commerce Graduate from St. Xavier's College, Kolkata, an AMP from ISB, Hyderabad and a Certified Financial Planner (CFP).
- Carries over 41 years' experience in Capital Markets and is an industry thought leader.
- Currently serving as Senior Vice President, Bharat Chamber of Commerce and has held leadership positions in and is actively associated with Entrepreneurs Organisation (EO), CII – Family Business Network (FBN), Financial Planning Standards Board etc. and serves as an Independent Director on the boards of renowned companies.

### MR. SANJAY JHUNJHUNWALLA

#### Independent, Non-executive Director

- B.Com from Calcutta University with more than 36 years of experience across diverse areas
- Whole Time Director and driving force behind Turtle Limited
- Member of various reputed trade committees and organization
- Specialisation in retail-driven growth

### MR. N.K.DUJARI

#### Director - Finance and CFO

- Chartered Accountant with 34th rank (All India) and Company Secretary
- Alumnus of St. Xavier's College, Calcutta, with over 34 years of professional experience in varied fields
- Joined Linc in 2000

## Performance in US\$

Year	2022-23	2021-22	2020-21	2019-20	2018-19
<b>Source of funds</b>					
Share capital	1.81	1.96	2.02	1.97	2.14
Reserves and surplus	19.75	16.88	16.30	16.20	15.29
<b>Net worth</b>	<b>21.56</b>	<b>18.84</b>	<b>18.32</b>	<b>18.17</b>	<b>17.43</b>
Borrowings	-	0.39	1.10	6.07	8.97
Deferred. tax liability.	0.37	0.47	0.53	0.72	1.04
<b>Funds employed</b>	<b>21.93</b>	<b>19.70</b>	<b>19.95</b>	<b>24.96</b>	<b>27.44</b>
<b>Operating results</b>					
Domestic sales	46.87	36.85	28.31	42.64	40.26
Exports	12.33	9.97	6.61	10.41	12.79
<b>Total sales</b>	<b>59.20</b>	<b>46.82</b>	<b>34.92</b>	<b>53.05</b>	<b>53.05</b>
<b>E B I D T A</b>	<b>7.89</b>	<b>3.22</b>	<b>1.58</b>	<b>5.47</b>	<b>4.02</b>
Interest	0.08	0.10	0.37	0.72	0.91
Depreciation	1.72	1.69	1.73	1.66	1.51
Profit before tax	6.09	1.43	(0.52)	3.09	1.60
<b>Profit after tax</b>	<b>4.55</b>	<b>1.07</b>	<b>-</b>	<b>2.55</b>	<b>0.74</b>
Average realisation/pen (cents)	6.6	6.5	6.2	5.7	5.7
Market cap	95.60	54.48	30.34	26.26	41.35
Conversion rate (INR per US\$)	82.22	75.81	73.50	75.39	69.17

## 10 year financial highlights

Year	2022-23	2021-22	2020-21	2019-20	2018-19	2017-18	2016-17	2015-16	2014-15	2013-14
<b>Source of funds</b>										
Share capital	14.87	14.87	14.87	14.87	14.79	14.79	14.79	14.79	14.79	14.79
Reserves and surplus	162.35	127.98	119.83	122.1	105.78	105.98	103.50	86.34	73.35	63.84
<b>Net worth</b>	<b>177.22</b>	<b>142.85</b>	<b>134.71</b>	<b>136.97</b>	<b>120.57</b>	<b>120.77</b>	<b>118.29</b>	<b>101.13</b>	<b>88.14</b>	<b>78.63</b>
Borrowings	-	2.99	8.12	45.75	62.05	65.58	50.80	30.94	17.78	32.72
Deferred tax Liability	3.02	3.53	3.92	5.45	7.19	5.93	3.96	2.76	1.85	2.19
<b>Funds employed</b>	<b>180.24</b>	<b>149.37</b>	<b>146.75</b>	<b>188.17</b>	<b>189.81</b>	<b>192.28</b>	<b>173.05</b>	<b>134.83</b>	<b>107.77</b>	<b>113.54</b>
<b>Operating results</b>										
Domestic revenue	385.35	279.36	208.07	321.48	278.46	252.18	245.85	247.12	231.13	223.02
Exports	101.41	75.60	48.59	78.48	88.48	79.71	104.64	97.02	87.17	91.08
<b>Total revenue</b>	<b>486.76</b>	<b>354.96</b>	<b>256.66</b>	<b>399.96</b>	<b>366.94</b>	<b>331.89</b>	<b>350.49</b>	<b>344.14</b>	<b>318.30</b>	<b>314.10</b>
<b>EBIDTA</b>	<b>64.84</b>	<b>24.40</b>	<b>11.62</b>	<b>41.26</b>	<b>27.82</b>	<b>26.93</b>	<b>34.05</b>	<b>32.13</b>	<b>25.55</b>	<b>22.15</b>
Finance cost	0.64	0.73	2.74	5.46	6.29	4.85	2.17	1.53	1.48	2.37
Depreciation	14.11	12.82	12.69	12.54	10.46	9.60	7.93	5.96	5.86	5.05
Profit before tax	50.09	10.85	(3.81)	23.26	11.07	12.48	23.95	24.64	18.21	14.73
<b>Profit after tax (PAT)</b>	<b>37.40</b>	<b>8.13</b>	<b>0.03</b>	<b>19.25</b>	<b>5.15</b>	<b>7.84</b>	<b>17.26</b>	<b>18.32</b>	<b>14.32</b>	<b>11.51</b>
EBIDTA margin (%)	13.3%	6.9%	4.5%	10.3%	7.6%	8.1%	9.7%	9.3%	8.0%	7.1%
PAT / Total sales (%)	7.7%	2.3%	-	4.8%	1.4%	2.4%	4.9%	5.3%	4.5%	3.7%
<b>EPS</b>	<b>25.15</b>	<b>5.47</b>	<b>0.03</b>	<b>12.94</b>	<b>3.46</b>	<b>5.30</b>	<b>11.68</b>	<b>12.39</b>	<b>9.69</b>	<b>7.78</b>
<b>Dividend %</b>	<b>50%</b>	<b>18%</b>	<b>-</b>	<b>15%</b>	<b>15%</b>	<b>15%</b>	<b>30%</b>	<b>30%</b>	<b>25%</b>	<b>20%</b>
Dividend payout %	20%	33%	-	49%	49%	34%	31%	29%	31%	30%
Networth per share (₹)	119.18	96.07	90.58	91.93	81.47	81.68	80.00	68.39	59.61	53.18
Return on capital employed %	28.0%	7.8%	(0.7)%	15.3%	9.1%	9.0%	15.1%	19.4%	18.3%	15.1%
Return on equity %	23.0%	5.9%	-	14.9%	4.3%	6.6%	15.7%	19.4%	17.2%	15.4%
Average realisation/pen (₹)	5.42	4.90	4.52	4.32	3.96	3.65	3.90	3.90	3.86	3.78
Debt equity ratio	-	0.02	0.06	0.33	0.51	0.54	0.43	0.31	0.20	0.42
Current ratio	2.56	2.14	1.92	1.85	1.68	1.57	1.81	1.78	1.94	1.59
Market cap	786	413	223	198	286	611	431	279	216	83

## CORPORATE INFORMATION

## NOTES

BOARD OF DIRECTORS	Category
Mr. Anil Kochar	Independent, Non-executive
Mr. Sanjay Jhunjhunwalla	Independent, Non-executive
Ms. Supriya Newar	Independent, Non-executive
Mr. Naresh Pachisia	Independent, Non-executive
Mr. Rohit Deepak Jalan	Whole Time Director
Mr. Alope Jalan	Whole Time Director
Mr. Deepak Jalan	Managing Director
Mr. N. K. Dujari	Director Finance & CFO

### COMPANY SECRETARY

Mr. Kaushik Raha

### REGISTERED OFFICE

Aurora Water Front, 18th Floor  
GN 34/1, Sector-V, Kolkata - 700 091  
Phone: (033) 6826 2100,  
CIN: L36991WB1994PLC065583  
e-mail: investors@linclimited.com  
website: www.lincpen.com

### WORKS

- Linc Estate, Usthi Road, Serakole, 24 Pgns. (S), Pin - 743 513, West Bengal  
Phone: 09051280300  
Fax: (033) 2420 4441
- OHM Industrial Infrastructure Park  
Plot no.7/8/11/12, Umbergaon  
Dist:Valsad, Gujarat - 396170

### AUDITORS

Singhi & Co.  
Chartered Accountants  
161, Sarat Bose Road,  
Kolkata 700 026

### BRANCH OFFICES

**MUMBAI** - 403-404 Tanishka Bldg.  
Off Western Express Highway  
Kandivali (East), Mumbai - 400 101  
Phone: (022) 6692 4155  
Fax: (022) 6694 2963  
e-mail: lincmumbai@linclimited.com

**PATNA** - C/O, Shanker Logistics Pvt. Ltd.  
Mehdigunj, Ward no. 61, Holding no.  
34/22,

Jhauganj, Patna - 800 008, Bihar

**RANCHI** - Rahul Complex  
North Market Road, Upper Bazar  
Ranchi - 834 001, Jharkand.

### REGISTRAR & SHARE TRANSFER AGENT

Maheswari Datamatics Pvt Ltd  
23, R. N. Mukherjee Road, 5th Floor  
Kolkata - 700001

### BANKERS

HDFC Bank Ltd.  
IDBI Bank Ltd.  
Yes Bank Ltd.





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Think it. Linc it.

## Linc Limited

(Formerly known as Linc Pen & Plastics Limited)

CIN: L36991WB1994PLC065583

**Regd. Office:** Aurora Water Front, 18th Floor, GN 34/1, Salt Lake,  
Sector-V, Kolkata- 700 091

Website: [www.lincpen.com](http://www.lincpen.com), Email: [investors@lincpen.com](mailto:investors@lincpen.com)

Tel: 033 6826 2100

## NOTICE

TO THE MEMBERS OF

*Linc Limited*

**NOTICE** is hereby given that the 29th Annual General Meeting of the Members of the Company will be held on Monday, 28th August, 2023, at 11.00 A.M. through Video Conferencing ("VC") or other Audio Visual Means ("OAVM") to transact the following business:

1. To consider and adopt the Audited Financial Statements for the year ended 31st March, 2023 together with the reports of the Auditors and Directors.
2. To declare Dividend of Rs. 5/- per Equity Share of face value of Rs. 10/- each (50%) of the Company for the year ended 31st March, 2023.
3. To appoint Shri Alope Jalan (DIN: 00758762), as a Director, who retires by rotation and being eligible offers himself for re-appointment.

### Special Business:

To consider and if thought fit, to pass, with or without modification(s), the following resolutions

4. As Special resolution

"RESOLVED THAT in partial modification of resolution passed in this regard by the members of the Company at 28th Annual General Meeting held on 5th September 2022 and pursuant to provisions of Section 196, 197, 198 and any other applicable provisions, including Schedule V of the Companies Act, 2013 (the Act) and the Rules made thereunder, including any statutory modification(s) or re-enactment thereof for the time being in force and as recommended by the Nomination and Remuneration Committee and Board of Directors of the company, approval of the members of the Company be and is hereby accorded for revision in monthly remuneration of Sri Rohit Deepak Jalan, (DIN: 06883731) Director – Sales & Marketing of the Company from Rs. 4,50,000/- (Rupees four Lacs fifty thousand) to Rs. 7,50,000/- (Rupees Seven Lacs fifty thousand) with effect from 1st October, 2023 for the remaining period of his tenure ending on September 30, 2025.

Perquisites: As detailed in the explanatory statement pursuant to Section 102 of the Companies Act, 2013 annexed thereto.

FURTHER RESOLVED THAT the Board of Directors be and is further authorised to grant increments in salary and allowances and additions to or betterment of perquisites and facilities as may be approved by its Nomination and Remuneration Committee, during the term of the above appointment provided that the aggregate remuneration shall be

within the limits specified in Schedule V to the Companies Act, 2013, as applicable to the Company.

FURTHER RESOLVED THAT in the absence or inadequacy of profits in any financial year the Whole Time Director will be paid the remuneration as mentioned, as minimum remuneration subject to the provisions of Section II of part II of Schedule V of the Companies Act 2013.”

5. As Ordinary Resolution

“RESOLVED THAT pursuant to provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made there under and in accordance with the recommendation of the Nomination and Remuneration Committee, Audit Committee and the Board of Directors, approval of the members be and is hereby accorded that Mrs. Ekta Jalan, relative of Managing Director and Whole Time Director of the Company is permitted the revised annual remuneration not exceeding Rs. 60,00,000/- (Rupees sixty lacs) with effect from 1st October, 2023.

FURTHER RESOLVED THAT the Board of Directors be and are hereby authorised to do all such acts, deeds, matters, and things as may be required to give effect to above resolution.”

**Registered Office**

Aurora Water Front, 18th Floor  
GN 34/1, Sector-V, Kolkata - 700 091  
Place- Kolkata  
Date- 12th May, 2023

**By Order of the Board of Directors**



(Kaushik Raha)  
Company Secretary

## NOTES

1. Pursuant to various circulars issued by the Ministry of Corporate Affairs (“MCA”) followed by the latest General Circular No. 10/2022 dated 28th December, 2022 and various circulars issued by Securities and Exchange Board of India (“SEBI”) followed by latest Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January, 2023 of (hereinafter collectively referred to as the “Circulars”), companies are permitted to hold Annual General Meeting (“AGM”/“Meeting”) through VC/OAVM facility, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”) and MCA Circulars, the AGM of the Company is being held through VC / OAVM. The Registered Office of the Company shall be deemed to be the venue for the AGM. Members attending the AGM through VC or OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
2. Since this AGM is being held pursuant to MCA and SEBI 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 this AGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.
3. Institutional Shareholders (i.e., other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF / JPG Format) of the relevant Board Resolution / Power of

Attorney / appropriate Authorisation Letter together with attested specimen signature(s) of the duly authorised signatory(ies) who are authorised to vote, to the Scrutinizer through e-mail at dcsahoo123@rediffmail.com with a copy marked to evoting@nsdl.co.in or upload the same by clicking “Upload Board Resolution / Authority Letter” displayed under “e-Voting” tab in their login. Further details in this regard are annexed separately and form part of this Notice.

4. The statement pursuant to Section 102 of the Companies Act, 2013 is annexed thereto.
5. The Register of Members and Share Transfer Books of the Company will remain closed from 22nd August, 2023 to 28th August, 2023 (both days inclusive) for the purpose of Annual General Meeting.
6. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. 21st August, 2023 only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through e-voting. Any person, who acquires shares of the Company and become member of the Company after sending the notice and holding shares as of the cut-off date may obtain the login ID and password by sending a request at evoting@nsdl.co.in or RTA at mdpldc@yahoo.com.
7. Members who have not yet encashed their dividend warrant for the financial years 2015-16 to 2021-22 are requested to claim the said dividend. Members are requested to submit their bank account details along with an original cancelled cheque or a xerox copy of the cheque to the registrars, M/s Maheshwari Datamatics Pvt. Ltd., in case you hold shares in physical form and to the depository participants in respect of shares held in dematerialised form, for payment of dividend by electronic mode directly into the bank account of members. The Members may also update their above mentioned details directly in the website of RTA at mdpl.in/form.

Further, the shares in respect of which dividend is unpaid/unclaimed for 7 consecutive years from financial year 2015-16 onwards are liable to transfer to the demat account of Investor Education and Protection Fund (IEPF) Authority. The Company would send letters, in due course, to those Members who have not encashed their dividend warrant for the financial year ended 2015-16 onwards, requesting them to claim the amount of dividend from the Company immediately to avoid transfer shares to demat account of IEPF Authority.

During the financial year 2022-23, unclaimed dividend for the financial year 2014-15 aggregating Rs. 1,83,305/- has been transferred by the company to Investor Education and Protection Fund (IEPF). Unpaid Dividend Details as on 31.03.2023 is as under –

Financial Year	Date of Declaration	Total Dividend (Rs.)	Unpaid Dividend(Rs.)	Due Date of transfer to IEPF
2015-16	29.08.16	4,43,57,880	2,41,602.00	05.10.23
2016-17	01.09.17	4,43,57,880	2,65,116.00	08.10.24
2017-18	11.09.18	2,21,78,940	1,16,955.00	18.10.25
2018-19	26.08.19	2,21,78,940	1,28,875.50	02.10.26
2019-20	25.09.20	2,23,08,436	88,219.50	02.11.27
2021-22	05.09.22	2,67,70,123	1,79,318.60	12.10.29

8. Pursuant to the changes introduced by the Finance Act, 2020 in the Income-tax Act, 1961 (the "IT Act"), w.e.f. April 1, 2020, the dividend paid or distributed by a company shall be taxable in the hands of the shareholders. Accordingly, in compliance with the said provisions, the Company shall make the payment of dividend after necessary deduction of tax at source. The withholding tax rates would vary depending on the residential status of every shareholder and the eligible documents submitted by them and accepted by the Company. Members are hereby requested to refer to the IT Act in this regard. In general, to enable compliance with TDS requirements, Members are requested to update the details like Residential Status, PAN and category as per the IT Act with their Depository Participants or in case shares are held in physical mode, with the Company / the RTA.

A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by e-mail to [mdpldc@yahoo.com](mailto:mdpldc@yahoo.com) on or before Saturday, 19th August, 2023. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%. However, in case of individuals, TDS would not apply if the aggregate of total dividend distributed to them during financial year 2023-24 does not exceed Rs. 5,000. Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by e-mail to [mdpldc@yahoo.com](mailto:mdpldc@yahoo.com) on or before Saturday, 19th August, 2023. Any documents submitted after Saturday, 19th August, 2023 will be accepted at the sole discretion of the Company. Tax deducted in accordance with the communication made by the Company in this regard, shall be final and the Company shall not refund/adjust said amount subsequently.

9. Members desiring any information or having any query on the Accounts are requested to write to the Company at [investors@linclimited.com](mailto:investors@linclimited.com) at least 7 days before the meeting so that the information / answers may be readily available at the meeting.
10. Members are requested to comply with SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 regarding furnishing of PAN, full KYC details and Nomination by the holders of physical securities to avoid freezing of folios. The Company has intimated the concerned security holders about the folios which are incomplete in terms of the said SEBI Circular.
11. In conformity with the applicable regulatory requirements, the Notice of 29th Annual General Meeting and the Annual Report 2023 are being sent only through electronic mode to those Members who have registered their e-mail addresses with the Company or with the Depositories.

Members who have not registered their e-mail addresses with the Company or with the Depositories and wish to receive the aforesaid documents are required to register their e-mail addresses by sending an e-mail to [mdpldc@yahoo.com](mailto:mdpldc@yahoo.com) / [investors@linclimited.com](mailto:investors@linclimited.com).

Members may also note that the Notice of 29th AGM and the Annual Report 2023 will also be available on company's website: [www.lincpen.com](http://www.lincpen.com) for download.

12. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meeting (SS2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL). The Board of Directors has appointed Mr. Dhruva Charan Sahoo, Practicing Company Secretary, as the Scrutiniser for this purpose.

The facility for voting through remote e-Voting shall also be made available during the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through e-Voting.

The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

The remote e-voting period commences on Thursday, 24th August, 2023 (9:00 a.m.) and ends on Sunday, 27th August, 2023 (5:00 p.m.). During this period members' of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date of Monday, 21st August, 2023, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter at 5.00 p.m. on Sunday 27th August, 2023. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

The process and manner for remote e-voting and attending the AGM are as under:

**A. The process for remote e-voting:**





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

**Step 1: Access to NSDL e-Voting system**

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>1. Existing IDeAS user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “Register Online for IDeAS Portal” or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>4. 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 data-bbox="412 1369 576 1385">NSDL Mobile App is available on</p> <div data-bbox="412 1390 576 1469">     </div>

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

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

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

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

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

### How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***



5. Password details for shareholders other than Individual shareholders are given below:
- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - (ii) If your email ID is not registered, please follow steps mentioned below:
      - In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to (Company email id).
      - In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to (Company email id). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
      - Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

- c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
  8. Now, you will have to click on “Login” button.
  9. After you click on the “Login” button, Home page of e-Voting will open.

## **Step 2: How to cast your vote electronically on NSDL e-Voting system?**

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

## **General Guidelines for shareholders**

- a) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [dcsahoo123@rediffmail.com](mailto:dcsahoo123@rediffmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on “Upload Board Resolution / Authority Letter” displayed under “e-Voting” tab in their login.
- b) Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is sent through e-mail and holding shares as of the cut-off date i.e. 21st August, 2023, may obtain the login ID and password by sending a request

at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no. 022 - 4886 7000 and 022 - 2499 7000. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. 21st August, 2023 may follow steps mentioned in the Notice of the AGM under Step 1: "Access to NSDL e-Voting system" (Above).

- c) It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
- d) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

#### **Instructions for e-voting during the AGM**

- a) The procedure for e-Voting during the AGM is the same as mentioned above for remote e-voting.
- b) The aforesaid facility will be available only to those Members who participate in the AGM and who do not cast their votes by remote e-voting prior to the AGM. Members, who cast their votes by remote e-voting, prior to AGM may also attend / participate in the AGM through VC/OAVM, but will not be entitled to cast their votes once again.

#### **B. Process of attending the AGM through VC/OAVM**

- a) Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join General Meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/ Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
- b) The facility for the Members to join this AGM through VC / OAVM will be available from 30 minutes before the time scheduled for the meeting and may close not earlier than 30 minutes after the commencement of the meeting.

- c) Members are requested to login to the NSDL e-voting system using their laptops / desktops/ tablets with stable Wi-Fi or LAN connection for better experience. Members logging in from mobile devices or through laptops / desktops / tablets connecting via mobile hotspot or with low bandwidth, may experience audio / video loss due to fluctuation in their respective network.
  - d) Members who would like to express their views or ask questions during the meeting will be required to register themselves as speaker by sending e-mail to investors@lincpen.com from their registered e-mail address, mentioning their name, DP ID and Client ID / folio number and mobile number. Only those Members who have registered themselves as speaker by 5.00 p.m. on Wednesday, 23rd August, 2023 will be able to speak at the meeting.
  - e) Members who need assistance before or during the AGM, can contact Ms. Pallavi Mhatre, Senior Manager, NSDL at evoting@nsdl.co.in or call 022 - 4886 7000 and 022 - 2499 7000.
13. 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(s).
14. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting through e-Voting for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility earlier. The Scrutinizer shall after the conclusion of e-Voting at the AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-Voting system and shall make a consolidated scrutiniser's report of the total votes cast in favour or against, if any., and send to the Chairman or a person authorised by him in writing, who shall countersign the same and declare the result of the voting forthwith.
15. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company [www.lincpen.com](http://www.lincpen.com) and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorised by him in writing. The results shall also be immediately forwarded to the Stock Exchanges where shares of the Company are listed. Subject to receipt of requisite number of votes, the resolutions set out in the Notice shall be deemed to be passed on the date of AGM.
16. **Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013 and Disclosure under SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.**
- Item No. 3** - Shri Alope Jalan retires from the Board by rotation and being eligible offers himself for re-appointment Shri Alope Jalan aged 54 years is a commerce graduate with 32 years of experience in the business, and looks after the Company's marketing operations with special emphasis in the Western and Southern Region. He is holding 779921 shares in our Company and is related to Shri Deepak Jalan, Managing Director and Shri Rohit Deepak Jalan, Director – Sales & Marketing
- Item No. 4** - The Members at the 28th Annual General Meeting of the Company held on September 5, 2022 approved the re-appointment of Shri Rohit Deepak Jalan as Director-Sales & Marketing from October 1, 2022 for a period of three years.

Based on recommendation of the Nomination and Remuneration Committee, the Board of Directors in their Meeting held on May 12, 2023, has approved the revised remuneration to him w.e.f. 1st October, 2023, subject to approval by the Members of the Company by way of Special Resolution, at the same remuneration, as mentioned in the proposed resolutions and perquisites as mentioned below.

Details of the Other Benefits and Perquisites referred to in the resolutions at item numbers 4

- a) Car Facility - Provision for car with driver primarily for doing business of the Company and partly for personal use, value of the perquisite being assessed as per provisions of Income Tax Rules, 1962.
- b) Telephone Facility - Provision for Telephone at the residence primarily for business purposes provided that all long distance personal calls if made shall be billed to them.
- c) Accommodation Facility - Provision of need based Furnished Accommodation – perquisite shall be evaluated as per Income Tax Rules, 1962, only in the event of such accommodation being actually provided.
- d) Provident Fund and Gratuity - The Company's contribution to Provident Fund and Gratuity as per rules applicable to the senior executives.

In the event of loss or inadequacy of profits in any financial year the remuneration by way of Salary and Perquisites payable to Director-Sales & Marketing shall not exceed the limits prescribed under the Companies Act, 2013 and rules made thereunder.

Brief Particulars of Shri Rohit Deepak Jalan: (33), is BA Hons. in Management studies from University of Nottingham, UK and completed his PG Diploma in Business Management with specialisation in Marketing. Started his career in January, 2012 as trainee in sales & marketing. Thereafter he joined the Company in sales & marketing division for Domestic Market. Currently he is heading the International Business Department of the Company. He is holding 406450 shares in our Company and is related to Shri Deepak Jalan, Managing Director and Shri Alope Jalan, Whole Time Director.

The approval of the Members is being sought by way of Special Resolution, as the remuneration to Director – Sales & Marketing, may exceed 10% and 5% limits specified under Section 197 of Companies Act, 2013 and Regulation 17(6)(e) of the Listing Regulation, 2015, respectively, during their tenure of appointment. The Board recommends the resolution for approval of the Members.

None of the Directors or Key Managerial Personnel or their relatives, other than Shri Rohit Deepak Jalan, Whole Time Director, and his relatives, are deemed to be concerned or interested financially or otherwise, in the resolution set out at Item No. 4 of this Notice.

Information required to be disclosed under the provisions of the Second Proviso to Section-II, Part-II of Schedule V of the Act is as follows:

- i. The proposed remuneration has been approved by the Nomination and Remuneration Committee as well as by the Board.

- ii. The Company has not defaulted in the payment of dues to any bank or public financial institution or any other secured creditor.
- iii. A Special Resolution is being passed at the forthcoming Annual General Meeting for payment of the remuneration for the remaining period ending on September 30, 2025.
- iv. A statement containing further specified information is set out hereunder:

#### A. General Information

1. Nature of Industry: The Company is engaged in the manufacturing and marketing of writing instrument and allied stationery.
2. Date or expected date of commencement of commercial production: The Company is in the business since its inception in the year 1994. The commercial production of the new manufacturing facility at Umbergaon, Gujarat was commenced on 15th July, 2017.
3. Financial Performance based on given indicators (for the year ended 31.03.2023

(Rs. In Crores)			
Revenue from Operation:	486.75	EBIDTA:	64.83
		Finance Cost:	0.63
		Depreciation:	14.11
		Profit before Tax	50.08
		Provision for Tax	12.69
Net worth:	177.22	Profit after Tax:	37.40

Foreign Investments or Collaborations: Investment in Share Capital to the extent of 13.45% (20,00,000 Equity Shares of Rs. 10/- each) by Mitsubishi Pencil Co. Ltd., Japan

Foreign Collaboration – None

#### B. Information about the Appointee:

1. Background Details: furnished above in explanatory statement.
2. Past Remuneration: Rs. 4,50,000/- p.m. in addition to perquisites as mentioned above.
3. Recognition or awards: Nil
4. Job Profile and suitability: furnished above in explanatory statement.
5. Remuneration Proposed: As mentioned in the respective resolutions and explanatory statement.
6. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of her origin): Remuneration is in line with that drawn by their peers in Industry.

7. Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any: besides remuneration as stated in resolution and explanatory statement Shri Rohit Deepak Jalan does not have any pecuniary relationship with the Company. Shri Rohit Deepak Jalan is related to Shri Deepak Jalan, Managing Director and Shri Alope Jalan, Whole Time Director.

#### C. Other Information

1. Reasons of loss or inadequate profits: The profitability of the Company suffered during the previous year on account of steep increase in prices of raw materials, extraordinary tax expense and inventory correction.
2. Steps taken or proposed to be taken for improvement: The Company has taken steps like –upgrading the product mix and improving the geographical reach / presence.
3. Expected increase in productivity and profits in measurable terms: The measures taken will improve the profitability of the company, but it will be difficult at this stage to quantify the effect of the measures taken.

#### D. Disclosures:

The required disclosures are given in the Report on Corporate Governance annexed to the Directors' Report.

##### Item No. 5:

The Audit Committee, the Nomination & Remuneration Committee and the Board of Directors of the Company have recommended the enhancement of remuneration of Mrs. Ekta Jalan, relative of Whole Time Director and Managing Director of the Company, at their meetings held on 12th May, 2023, in terms of the provisions of Section 177, 188 and other applicable provisions of the Companies Act, 2013 (the 'Act').

Section 188(1)(f) of the Companies Act, 2013 read with Rule 15(3) (i) of Companies (Meetings of Board and its Powers) Rules, 2014 as amended, provides that related party's appointment to any office or place of profit in the Company carrying monthly remuneration exceeding ₹250,000/- shall be subject to approval by the Board of Directors of the Company and the Members of the Company. Further, fourth proviso to Section 188(1) of the Act prescribes that nothing in this sub-section shall apply to any transactions entered into by the company in its ordinary course of business other than transactions which are not on an arm's length basis. Although, the above transaction is at arms' length basis and in ordinary course of business for the Company, approval of shareholders is sought by way of Ordinary resolution as a good governance practice.

Given below is a statement of disclosures as required under the Companies (Meetings of Board and its Powers) Rules, 2014:

- a. Name of the related party: Ms. Ekta Jalan
- b. Name of the director or key managerial personnel who is related, if any: Shri Rohit Deepak Jalan and Shri Deepak Jalan
- c. Nature of relationship: Ms. Ekta Jalan, is wife of Shri Rohit Deepak Jalan, Whole Time Director and son's wife of Shri Deepak Jalan, Managing Director of the Company.

d. Nature, material terms, monetary value and particulars of the contract or arrangement:

Ms. Ekta Jalan to hold the office or place of profit with effect from 1st October, 2023 on a remuneration payable upto maximum limit of Annual remuneration not exceeding Rs. 60,00,000/- (Rupees sixty lacs ) as may be approved by the Board of Directors or any committee thereof as may be authorised by the Board.

Other benefits, perquisites, allowances, amenities and facilities, as applicable / payable to the other employees occupying similar position, as per the applicable policy of the Company.

The Board at its meeting held on 12th May, 2023 considered and recommended passing of the resolution at Item No. 5 of this Notice by way of an Ordinary Resolution.

No member of the Company shall vote on such resolution, to approve any contract or arrangement which may be entered into by the Company, if such member is a related party, in the manner as prescribed under the applicable laws.

None of the Directors or Key Managerial Personnel or their relatives, other than Shri Rohit Deepak Jalan, Whole Time Director, and his relatives, are deemed to be concerned or interested financially or otherwise, in the resolution set out at Item No. 5 of this Notice.

**Registered Office**

Aurora Water Front, 18th Floor  
GN 34/1, Sector-V, Kolkata - 700 091  
Place- Kolkata  
Date- 12th May, 2023

**By Order of the Board of Directors**

  
(Kaushik Raha)  
Company Secretary