

**Administrative office :**

306, 3rd floor, Iscon Mall, Above Star Bazar, Jodhpur Cross Road, Ahmedabad-380015 . (India)  
Phone: +91-79-48002433 / +91-7948925585 Email:decomica\_accounts@heritagesurfaces.com

**Date: 6<sup>th</sup> September, 2023**

**To**  
**BSE Limited,**  
**Department of Corporate Services,**  
**P.J. Towers, Dalal Street,**  
**Fort, Mumbai- 400 001**

**Scrip Code: 531227**

**Dear Sir/Madam,**

**Sub: Submission of Annual Report for the Financial Year 2022-23**

Pursuant to the Provisions of Regulation 34 of the SEBI (LODR) Regulations, 2015 we are enclosing herewith Annual Report for the Financial Year 2022-23 along with the Notice of 34<sup>th</sup> Annual General Meeting of the Company to be held on 28<sup>th</sup> September, 2023.

Thanking You.

**For, Deco Mica Limited**

**Vijaykumar Agarwal**  
**Managing Director & CEO**  
**DIN: 01869337**





**DECO-MICA LIMITED**

**34<sup>th</sup>**

**Annual Report**

**2022-2023**



**ANNUAL REPORT  
2022-23  
CORPORATE INFORMATION**

**THE BOARD OF DIRECTORS**

1.	Mr. Vijaykumar Agarwal	Chairman and Managing Director
2.	Mr. Vishal Agarwal	Director
3.	Mr. Vikas Agarwal	Director
4.	Mr. Harishkumar Joshi	Independent Director
5.	Mr. Gunjan Pandya	Independent Director
6.	Ms. Nupur Modi	Independent Director

**CHIEF FINANCIAL OFFICER** : Mr. Vishal V. Agarwal

**COMPANY SECRETARY** : a) Ms. Siddhi Shah \*  
b) Mrs. Niharika Modi #

**BANKERS** : HDFC Bank Limited

**STATUTORY AUDITOR** : M/s. J.T. Shah & Co.  
Chartered Accountants,  
Ahmedabad

**REGISTERED OFFICE** : 306, 3<sup>rd</sup> Floor, Iscon Mall, Star Bazaar Building,  
Jodhpur Cross Road, Satellite, Ahmedabad -380015

**FACTORY** : Plot No. 1195, Rajpur Village, Chatral Mehsana Highway,  
Kadi (Taluka), Mehsana - 382715

**CIN** : L20299GJ1988PLC010807

**WEBSITE** : www.decomicaltd.com

**E-MAIL ID** : cs@heritagesurfaces.com

**REGISTRAR AND  
SHARE TRANSFER AGENTS** : MCS Share Transfer Agent Limited  
101, Shatdal Complex, 1st Floor, Opp. Bata Show  
Room, Ashram Rd, Shreyas Colony,  
Ahmedabad, Gujarat 380009

**E-MAIL ID** : Email Id:mcsstaahmd@gmail.com

**\*Company Secretary till 31.12.2022**

**#Company Secretary appointed w.e.f. 01.04.2023**

**NOTICE**

**NOTICE** is hereby given that the 34<sup>th</sup> Annual General Meeting of the Members of the **DECO MICA LIMITED** (CIN: L20299GJ1988PLC010807) is scheduled to be held on Thursday, 28<sup>th</sup> September, 2023 at **12.30 p.m.** through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) to transact the following business:

**ORDINARY BUSINESS**

To consider and, if thought fit, to pass, the following resolutions as an **Ordinary Resolutions**:

**Ordinary Resolutions**

- 1. To receive, consider, approve and adopt the Audited Financial Statements of the Company for the financial year ended March, 31, 2023**

"**RESOLVED THAT** audited Financial Statements of the Company for the financial year ended March 31, 2023 including Balance Sheet as on March, 31, 2023, Statements of Profit and Loss for the year ended and Cash Flow Statements for the year ended on that date along with Independent Auditor's Report thereon and Directors' Report of the Company be and are hereby received, considered, approved and adopted."

- 2. To appoint a Director in place Mr. Vishal Vijaybhai Agarwal (DIN: 01763739) who retires by rotation and being eligible, offers himself for re-appointment.**

"**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof), Mr. Vishal Vijaybhai Agarwal (DIN: 01763739), who retires by rotation and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

**NOTES:**

- In compliance with all applicable provisions of the Companies Act, 2013 and Rules made thereunder and the General Circular Nos. - 14/2020 dated 08<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 20/2020 dated 05<sup>th</sup> May, 2020 and 10/2022 dated 28<sup>th</sup> December, 2022, issued by the Ministry of Corporate Affairs ("MCA") and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05<sup>th</sup> January, 2023, issued by the Securities and Exchange Board of India ("SEBI") (Hereinafter collectively referred to as "the Circulars") permitting the holding of the AGMs, through VC/OAVM, without the physical presence of the Members at a common venue.
- Members are requested to advise immediately any change in their address to the Company.
- Corporate members intending to send their authorized representatives to attend the Meeting pursuant to section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution/Authority letter, authorizing their representative(s) to attend and vote on their behalf at the Meeting.
- Since this AGM is being held through VC/OAVM, the physical attendance of the Members has been dispensed with. Accordingly, the facility for appointment of the Proxies by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed to the Notice.
- Member Register and Share Transfer books shall remain closed from 22.09.2023 to 28.09.2023 (both days inclusive).
- Members may avail of the facility of nomination in terms of section 72 of the Companies Act, 2013 by nominating any person to whom their shares in the Company shall vest on occurrence of events stated in Form SH-13. Form SH-13 is to be submitted in duplicates to MCS Share Transfer Agent Private Limited, Registrar and Share transfer Agent (RTA) of the Company. In case of shares held in dematerialized form, the nomination has to be lodged with the respective Depository Participant.
- Members who have not registered their e-mail address so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
- In line with the 'Green Initiative in the Corporate Governance' launched by the ministry of Corporate affairs, Electronic Copy of the Notice of Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance slip and Proxy Form are being sent to all the members whose e-mail IDs are registered with the Company/Depository Participant(s) and have given

their positive consent to receive the same through electronic means. Members other than above, physical copies of the Notice of the Annual General Meeting (AGM) of the Company inter alia indicating the process and manner of e-voting along with attendance slip and Proxy Form are being sent in the permitted mode.

9. The Securities and Exchange Board of India (SEBI) has decided that securities of listed companies can be transferred only in dematerialized w.e.f. December 05, 2018 onwards. In view of the above and to avail various benefits of dematerialization, members are advised to dematerialize shares held by them in physical form.
10. The Securities and Exchange Board of India (SEBI) vide Circular No. SEBI/HO/MIRSD/MIRSD-PoD1/P/CIR/2023/37 dated March 16, 2023, has mandated furnishing of PAN, KYC details (i.e., Postal Address with pin code, Email Address, mobile number, bank account details) and nomination details by holder of securities in physical form. Members who are holding shares in physical mode and have not updated their KYC details, are required to update the same with the RTA i.e. MCS Share Transfer Agent Limited through email [mcsstaahmd@gmail.com](mailto:mcsstaahmd@gmail.com) or via post.

The members should note that effective October 1, 2023 or such other date as may be decided by the relevant Statutory Authority, any service request or complaints received from members, who are holding shares in physical forms and have not updated their KYC details, will not be processed by RTA. Further, RTA shall be constrained to freeze such Folio(s).

11. Non Resident Indian members are requested to inform MCS Share Transfer Agent Limited / respective DPs, immediately of :
  - a) Change in their residential status on return to India for permanent settlement
  - b) Particulars of their Bank Account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier
12. Members may also note that the notice of Annual General Meeting will also be available on the Company's website [www.decomicaltd.com](http://www.decomicaltd.com)
13. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
14. The attendance of the Members attending the EGM/AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
15. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM/AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the EGM/AGM will be provided by NSDL.

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

The remote e-voting period begins on 25<sup>th</sup> September, 2023 at 9.00 A.M. and ends on 27<sup>th</sup> September, 2023 at 5.00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 21<sup>st</sup> September, 2023, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 21<sup>st</sup> September, 2023.

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


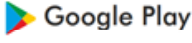


The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

**Step 1: Access to NSDL e-Voting system**

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>1. Existing IDeAS user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider 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.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS Portal" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider 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> <div style="text-align: center; margin-top: 20px;"> <p><b>NSDL Mobile App is available on</b></p>   <div style="display: flex; justify-content: space-around; margin-top: 10px;">   </div> </div>

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



**B. Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

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 :
5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password
  - c) How to retrieve your 'initial password'?
    - i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'
    - ii. If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
  - a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](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: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

**How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

- ii. 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.

- ii. 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".
- iii. Now you are ready for e-Voting as the Voting page opens.
- iv. 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
- v. Upon confirmation, the message "Vote cast successfully" will be displayed.
- vi. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- vii. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**General Guidelines for shareholders**

- i. 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 govilrathi@outlook.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
- ii. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/ Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
- iii. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to (Name of NSDL Official) at evoting@nsdl.co.in

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@heritagesurfaces.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@heritagesurfaces.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step **1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-**

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

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

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [cs@heritagesurfaces.com](mailto:cs@heritagesurfaces.com). The same will be replied by the company suitably.

**Place: Ahmedabad**  
**Date: 30/05/2023**

**By Order of the Board of Directors**  
**For, Deco Mica Limited**

**Sd/-**  
**Vijaykumar Agarwal**  
**Managing Director and CEO**  
**DIN: 01869337**

**ANNEXURE TO ITEMS NO. 2 OF THE NOTICE**

**Details of Director seeking appointment/ Reappointment at the Forthcoming Annual General Meeting  
(In pursuance of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015)**

<b>Sr. No.</b>	<b>Particulars</b>	<b>Mr. Vishal Agarwal</b>
1	DIN	01763739
2	Date of Birth	08.08.1978
3	Date of First Appointment	08.11.2008
4	Qualifications:	MAIBM London
5	Directorship in other Companies/LLP:	1. Kavery Laminart Private Limited 2. Krishna Decor Private Limited 3. Heritage Laminates Private Limited 4. Salasar Laminates Limited 5. Heritage Ply Board Private Limited 6. Heritage Industries Private Limited 7. Salasar Agropanel Private Limited 8. Heritage Board Limited 9. Heritage Decorative Surfaces LLP
6	No. of Board Meetings attended during the Financial Year 2022-23	Ten (10)
7	No. of Shares	1,38,300
8	Relations between directors inter-se	Family

**Note:**

The aforesaid details contains the brief profiles of retiring Director in the conformity with the listing requirements.

**Place: Ahmedabad  
Date: 30/05/2023**

**By Order of the Board of Directors  
For, Deco Mica Limited**

**Sd/-  
Vijaykumar Agarwal  
Managing Director and CEO  
DIN: 01869337**

**DIRECTORS' REPORT**

To,  
**The Members,**  
**DECO MICA LIMITED**  
**CIN: L20299GJ1988PLC010807**

Your Directors are pleased to present the Thirty-Fourth (34th) Annual Report on the business and operations of the Company along with the Audited Financial Statements for the financial year ended 31<sup>st</sup> March, 2023.

**1. FINANCIAL PERFORMANCE:**

The Financial Performance of the Company for the financial year ended 31st March, 2023 is summarized below:

(₹ in Lakhs)

Particular	Current year (For the year ended 31.03.2023)	Previous Year (For the year ended 31.03.2022)
<b>Sales</b>	<b>7830.09</b>	<b>7170.61</b>
<b>Other Income</b>	<b>77.80</b>	<b>42.78</b>
<b>Total Income</b>	<b>7907.89</b>	<b>7213.39</b>
Depreciation	130.79	115.61
<b>TAX</b>		
Current Tax	102.80	92.00
Tax Expenses related to prior year	4.64	1.24
Deferred Tax	(5.96)	(5.82)
<b>Profit/(Loss) for the year</b>	<b>228.22</b>	<b>202.45</b>
Other Comprehensive Income	(8.67)	(0.65)
<b>Total Comprehensive Income for the year</b>	<b>219.55</b>	<b>201.81</b>
Earnings per share (Rs.) : Basic	5.43	4.82
Diluted	5.43	4.82

**2. SHARE CAPITAL**

The Paid-up Share capital of the Company as on March 31, 2023 is Rs. 4,20,00,000 divided into 42,00,000 equity shares of Rs.10/- each fully paid up. There is no increase in capital of the Company.

**3. DIVIDEND:**

Keeping in view the future strategic initiatives of the Company, the Board has not recommended any dividend for the year ended 31 March, 2023.

**4. DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS**

The Company has adequate and effective internal controls to provide reasonable assurance on achievement of its operational, compliance and reporting objectives. The Company has reviewed and discussed with the Management the Company's major financial risk exposures and taken steps to monitor and control such exposure.

**5. DETAILS OF SUBSIDIARY/JOINT VENTURES/ ASSOCIATE COMPANIES:**

Your Company does not have any Subsidiary or Joint Venture or Associate Company.

**6. TRANSFER TO RESERVES:**

For the financial year ended 31<sup>st</sup> March, 2023, the Company is not carrying any amount to General Reserve Account.

**7. DEPOSITS:**

During the year ended March 31, 2023, the Company has not accepted any public deposits and as such, no amounts on account of principal or interest on public deposits were outstanding as on the date of the Balance Sheet.

**8. Disclosure relating to Managerial remuneration:**

The information required under Section 197 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of Directors / employees of your Company is set out in **Annexure A** to this report. Company does not have any employee, who was in receipt of remuneration in excess of limits specified in the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

**9. STATUTORY AUDITORS:**

At the 33<sup>rd</sup> Annual General Meeting held on 29<sup>th</sup> day of September, 2022, M/s J.T. Shah & Associates, Chartered Accountants (FRN: 109616W) was appointed as statutory auditors of the company to hold office till the conclusion of the 38<sup>th</sup> Annual General Meeting to be held for the financial year 2026-2027.

There are no qualifications or adverse remarks in the Auditors' Report which require any Clarification/ explanation. The Notes on financial statements are self-explanatory, and needs no further explanation.

**10. SECRETARIAL AUDIT:**

Pursuant to the provision of Section 204 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors has appointed M/s Govil Rathi & Associates, Company Secretaries in Practice, to undertake the Secretarial Audit of the Company due to unexpected demise of CS Dilip Motwani, Proprietor of D.N. Motwani & Co., Company Secretaries on 13<sup>th</sup> January, 2023.

Secretarial Audit Report given by Mr. Govil Rathi, Practicing Company Secretary (COP No. 8953) is set out as **Annexure B** and Certificate of Non disqualification of Directors as **Annexure C** to this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark or disclaimer.

**11. NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR:**

During the year under review, 10 (Ten) meetings of the Board of Directors were held. Details on Composition of the Board and its Committees, including the dates and terms of reference is provided in the Corporate Governance Report which forms part of this Annual Report.

**12. MATERIAL CHANGES AND COMMITMENTS:**

There are no such material changes and commitments, affecting the financial position of the Company which has occurred between the end of the financial year ended March 31, 2023 and the date of report.

**13. PARTICULARS OF EMPLOYEE:**

There are no employees employed by the Company throughout the financial year or for a part of the financial year who were drawing remuneration above the limits provided in section 197 (12) of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and therefore there are no details required to be given in the report.

**14. DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

- a) Mr. Vishal Agarwal (DIN: 01763739) retires by rotation, and being eligible, has offered himself for reappointment. The Board has recommended his reappointment.
- b) Declaration by an Independent Director(s): A declaration by an Independent Directors that they meet the criteria of independence as provided in subsection (6) and (7) of Section 149 of the Companies Act, 2013 has been received and there has been no change in the circumstances affecting their status as Independent Directors of the Company.
- c) In the Board Meeting dated 24<sup>th</sup> March 2023, CS Niharika Modi has been appointed as the Company Secretary and Compliance Officer of the Company with effect from 01<sup>st</sup> April 2023.

**15. PARTICULARS OF LOANS GUARANTEES OR INVESTMENTS UNDER SECTION 186:**

The company has not given any loans or guarantees covered under the provisions of section 186 of the Companies Act, 2013. The investment in other securities is within the authority given to the Board by the shareholders under Section 186 of the Companies Act, 2013.

**16. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:**

The particulars of every contract or arrangements entered into by the Company with related parties referred to in subsection (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto shall be disclosed in Form No. AOC-2. The particulars of contracts or arrangements with related parties referred to in sub-section (1) of Section 188 entered by the Company during the financial year ended March 31, 2023 in prescribed Form AOC-2 is annexed to this Board's Report as **Annexure D**.

**17. DIRECTORS' RESPONSIBILITY STATEMENT:**

In accordance with the provisions of Section 134(5) of the Companies Act 2013, your directors confirm that:

- I. In the preparation of the Annual Accounts for the financial year ended March 31, 2023, the applicable accounting standards had been followed along with proper explanation relating to material departures;

- II. 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 as at 31<sup>st</sup> March, 2023 and of the profit /loss of the Company for that period;
- III. The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- IV. The directors had prepared the Annual Accounts for the financial year ended March 31, 2023 on a going concern basis;
- V. The directors have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- VI. 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.

**18. RISK MANAGEMENT POLICY:**

A statement indicating development and implementation of a risk management policy for the Company including identification therein of elements of risk, if any, this in the opinion of the Board may threaten the existence of the company.

The Board of Directors has duly developed and implemented a risk management policy for the company. The Policy mandates the ways in which respective risks are expected to be mitigated and monitored.

**19. CODE OF CONDUCT:**

The Board has laid down a Code of Conduct for Board Members and for Senior Management and Employees of the Company (Code). All the Board Members and Senior Management Personnel have affirmed compliance with these Codes. A declaration signed by the Managing Director to this effect is enclosed at the end of this Report.

The Board has also laid down a Code of Conduct for Independent Directors pursuant to section 149(8) and Schedule IV to the Companies Act, 2013 via terms and conditions for appointment of Independent Directors, which is a guide to professional conduct for Independent Directors and is uploaded on the website of the Company.

**20. INTERNAL AUDITORS:**

The Board of Directors of the Company have appointed M/s Nimesh M. Shah & Co., Chartered Accountants as Internal Auditors to conduct Internal Audit of the Company for the financial year ended March 31, 2023.

**21. DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES:**

The Company promotes ethical behavior in all its business activities and has put in implementation of a mechanism wherein the Employees are free to report illegal or unethical behavior, actual or suspected fraud or violation of the Company's Codes of Conduct or Corporate Governance Policies or any improper activity to the Chairman of the Audit Committee of the Company or Chairman of the Company or the Compliance Officer of the Company.

The Whistle Blower Policy has been appropriately communicated within the Company. Under the Whistle Blower Policy, the confidentiality of those reporting violation(s) is protected and they are not subject to any discriminatory practices. No personnel have been denied access to the Audit Committee.

**22. DISCLOSURE UNDER THE SEXUAL HARRASMENT OF WOMAN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT,2013**

The Company has been employing six woman employee. The Company has in place an Anti harassment Policy in line with the requirements of the Sexual Harassment of Woman at Workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal Complaint Committee is set up to redress complaints received regularly, is monitored and directly report to the Chairman & Managing Director. There was no complaint received from employee during the financial year 2022-23 and hence no complaint is outstanding as on 31.03.2023 for redressal.

**23. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:**

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

**24. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE :**

The Details of Energy and Technology Absorption are as under:

**i. CONSERVATION OF ENERGY:**

The Company continues its endeavor to improve energy conservation and utilization.

**ii. Technology Absorption:**
**a) The Efforts made toward technology absorption:**

Indigenously developed technologies for the improvement of production in the factory were adopted and required modifications and innovations were done on continuous basis.

**b) The benefits derived like product improvement , cost reduction , product development or import substitution:**

The innovations made by the Company has provided better results in quality and production and also reducing the involvement of manual workers without increasing the overall cost of production and maintenance.

**c) In case of imported technologies (imported during last years reckoned from the beginning of financial year:**

The details of technology imported:	Nil
The year of import:	Nil
Whether the technology been fully absorbed:	Not applicable
If not fully absorbed, areas where absorption has not taken place and the reasons thereof:	Not applicable

**iii. Foreign Exchange Earnings and Outgo (2022-23):**

a) The Foreign Exchange earned in terms of actual inflows during the year: Rs 8,64,46,841.21

b) The Foreign Exchange outgo during the year in terms of actual outflows: Rs 27,14,07,542.00

**25. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:**

Management Discussion and Analysis, for the year under review, as stipulated in SEBI (LODR), 2015, is presented in a separate section forming part of this Annual Report.

**26. CORPORATE GOVERNANCE:**

Provisions of Regulation 27 of the SEBI (Listing Obligation & Disclosure Requirements) Regulations 2015, relating to Corporate Governance are not applicable to the Company. However, with a view to increase investors' trust and transparency in its operations, the Board has decided to provide separate Report on Corporate Governance forms part of this Annual Report.

**27. DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 DURING THE YEAR ALONGWITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR**

During the year under review, there were no applications made or proceedings pending in the name of the company under the insolvency and Bankruptcy Code, 2016.

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

During the year under review, there has been no one time settlement of loans taken from Banks and Financial Institutions.

**29. ACKNOWLEDGMENT:**

The Directors place on record deep appreciation and gratitude for the co-operation and assistance received by the Company from the staff and employees. The Board further thanks bankers, business associates, regulatory and government authorities for their continued support to the Company.

Place: Ahmedabad

Date: 30/05/2023

By Order of the Board of Directors

For, Deco Mica Limited

Sd/-

Vijaykumar Agarwal

Managing Director and CEO

DIN: 01869337



**Annexure- A to the Director's Report**
**Information required under section 197 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rule, 2014**

- A. Ratio of Remuneration of each Director to the median remuneration of all the employees of your Company for the financial year 2022-23 is as follows:**

<u>Name of Director</u>	<u>Total Remuneration</u>	<u>Ratio of remuneration of Director to the median remuneration</u>
Mr. Vijay Agarwal	75,00,864	20:1
Mr. Vishal Agarwal	79,95,324	20:1

**Notes:** No remuneration is being paid to any other director. The median remuneration for all employees of the company has been calculated only for employees working with the company as on March 31, 2023.

- B. Details of percentage increase in the remuneration of Director and CFO for the financial year 2022-23:**

<u>Sr. No.</u>	<u>Name of Directors</u>	<u>Category</u>	<u>% increase in remuneration in the financial year</u>
1	Vijaykumar Agarwal	Managing Director	35%
2	Vishal Agarwal	CFO	44%

- C. Percentage increase in the median remuneration of all employees in the FY 2022-23:**

It is not practical to ascertain the above as the type and number of employees at different levels has changed between FY 2021-22 and 2022-23.

- D. Number of permanent employees on the rolls of the Company as on 31.03.23 : 79**

- E. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:**

The increase in remuneration is linked to the performance of Company as a Whole, the concerned division, the employees and other factors like industry trends and economic environment.

As per the Company's policy of rewarding the employees, including Key Managerial Personnel, the increase in remuneration and variable pay is based on an individual performance rating and business unit performance and the bench mark study is also factored. Considering the performance of the KMPs in the year, they were appropriately compensated.

- F. Key Parameters of the variable Component of remuneration paid to the director:**

The remuneration payable to the Director for the year 2022-23 does not include any variable component.

- G. There are no employees of the Company who receive remuneration in excess of the highest paid Director of the Company**

- H. Affirmation**

Pursuant to Rule 5(1) (xii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, it is affirmed that the remuneration paid to the Directors, Key Managerial Personnel and senior management is as per the Remuneration Policy of your Company.

## ANNEXURE-B TO THE BOARD'S REPORT

## FORM NO. MR-3

## SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31<sup>ST</sup> MARCH, 2023

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

To,  
The Members,  
**DECO MICA LIMITED**  
(CIN: L20299GJ1988PLC010807)  
306, 3rd Floor, Iscon Mall,  
Star Bazar Building, Jodhpur Char Rasta,  
Satellite, Ahmedabad- 380015, Gujarat, India.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **DECO MICA LIMITED (CIN: L20299GJ1988PLC010807)** (hereinafter called "the Company") having its Registered office at 306, 3<sup>rd</sup> Floor, Iscon Mall, Star Bazar Building, Jodhpur Char Rasta, Satellite, Ahmedabad-380015, Gujarat, India. Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

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

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **DECO MICA LIMITED (CIN: L20299GJ1988PLC010807)** (hereinafter called "the Company") for the financial year ended on 31<sup>st</sup> March, 2023 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - a) The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulation, 2015;
  - b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **(Not applicable to the company during the audit period)**
  - c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
  - d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 as well as The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 to the extent applicable; **(Not applicable to the company during the audit period)**
  - e) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **(Not applicable to the company during the audit period)**
  - f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the company during the audit period)**
  - g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations,

- 1993 regarding the Companies Act and dealing with client; **(Not applicable to the company during the audit period)**
- h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and **(Not applicable to the company during the audit period)**
  - i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable to the company during the audit period)**
- vi. Management has identified and confirmed the following laws as being specifically applicable to the Company:
- a) The Factory Act, 1948
  - b) The Employees' Provident Funds and Miscellaneous Provisions Act, 1952;
  - c) The Boilers Act, 1923;
  - d) The Central Goods and Services Tax Act, 2017;
  - e) The Integrated Goods and Services Tax Act, 2017;
  - f) The State Goods and Services Tax (SGST) Act, 2017;
  - g) The Income-tax Act, 1961;
  - h) The Employees' Compensation Act, 1923;
  - i) The Payment of Wages Act, 1936;
  - j) The Industrial Employment (Standing Orders) Act, 1946;
  - k) The Industrial Disputes Act, 1947;
  - l) The Minimum Wages Act, 1948;
  - m) The Air (Prevention and Control of Pollution) Act, 1981;
  - n) The Water (Prevention and Control of Pollution) Act, 1974;
  - o) Gujarat Fire Prevention and Life Safety Measures Act, 2013
  - p) The Municipal Solid Waste (Management and Handling) Rules, 2000

I 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 Stock Exchange(s), if applicable;
- iii. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

During the period under review, subject to the information provided by the Company, Directors, KMPs, and other Authorized persons, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except the following:

1. The Company Appointed Internal Auditor by passing a resolution in the meeting of the Board of Directors held on the 24<sup>th</sup> Day of March 2023. The intimation, as required under the Applicable provisions of the Companies Act, 2013 and Rules thereunder, to the Registrar of Companies for the above stated Appointment is yet to be filed by the Company and no e-forms have been filed till the date of issuing this report for the mentioned Appointment.

#### **I further report that**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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/as per Companies Act, 2013, 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.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

**I further report** that the compliance by the Company of applicable finance laws like Direct and Indirect tax laws has not been reviewed in this audit since the same have been subject to review by Statutory Financial Auditor and other designated professionals engaged by the Company.

**I further report** that during the audit period the company there has been no material discrepancy in the business and no specific change in the nature of the Business.

**I further report** that while conducting the Secretarial Audit of the Company, it has come to my attention that the Company received a Show Cause Notice dated Monday, 4<sup>th</sup> November, 2019, under Section 99 for the Contravention of Section 96 of the Companies Act, 2013. The case was then moved to the Court of Hon'ble Add Chief Metropolitan Magistrate, as on date 24<sup>th</sup> March, 2022. For the resolution of the case the company filed an Application for Compounding of Offences under Section 441. Form GNL- 1 and further INC-28 with Regard to the Compounding Application has been duly filed with the concerned Registrar of Companies and Regional Director and the Forms have subsequently been approved by the respective Authorities. The Regional Director has passed the necessary orders as on date 28<sup>th</sup> July, 2023. Further proceedings shall be carried out accordingly by the Registrar of Companies and the Company and by Court of Hon'ble Add Chief Metropolitan Magistrate.

*[Note: The detail mentioned in the Secretarial Audit Report represents the duration starting from 01/04/2022 till the date of signing the report. We are not responsible for any changes done after the date of signing of audit report.]*

**Place: Ahmedabad**

**Date: 02/09/2023**

**For, M/s GOVIL RATHI & ASSOCIATES  
(FRN: S2019GJ681500)  
(Peer Review Certificate No. 2737/2022)  
Practicing Company Secretary and  
Registered Trademarks Agent**

**CS Govil Rathi  
CP. NO. 22106 ACS No. 58653  
(UDIN: 2303559BGRNXJ6499)**

Note: This report is to be read with our letter of even date which is annexed as "ANNEXURE A" and forms an integral part of this report.

**Annexure- A**

To,  
The Members,  
**DECO MICA LIMITED**  
(CIN: L20299GJ1988PLC010807)  
306, 3rd Floor, Iscon Mall, Star Bazar Building,  
Jodhpur Char Rasta, Satellite,  
Ahmedabad- 380015, Gujarat, India

Our Secretarial Audit Report of even date, for the financial year 2022-2023 is to be read along with this letter:

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

**Place: Ahmedabad**  
**Date: 02/09/2023**

**For, M/s GOVIL RATHI & ASSOCIATES**  
**(FRN: S2019GJ681500)**  
**(Peer Review Certificate No. 2737/2022)**  
**Practicing Company Secretary and**  
**Registered Trademarks Agent**

**CS Govil Rathi**  
**CP. NO. 22106 ACS No. 58653**  
**(UDIN: 2303559BGRNXJ6499)**

**ANNEXURE C TO THE BOARD'S REPORT**  
**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

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

I, **Govil Rathi**, Practicing Company Secretary, have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Deco Mica Limited (the Company) (CIN: L20299GJ1988PLC010807) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31<sup>st</sup> March, 2023 and produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its directors and officers, I certify that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Securities Exchange Board of India/Ministry of Corporate Affairs or any such statutory authority.

<b>Sr. No.</b>	<b>Name of Director</b>	<b>DIN</b>	<b>Date of appointment</b>
1.	Vishal Vijay Bhai Agarwal	01763739	08/11/2008
2.	Vikas Vijay Bhai Agarwal	01763769	13/02/2018
3.	Vijay Kumar Dindayal Agarwal	01869337	01/01/1997
4.	Harishkumar Dhanjibhai Joshi	01871634	15/03/2007
5.	Nupur Bipinchandra Modi	08261303	03/10/2018
6.	Gunjan Yogesh Pandya	08493307	27/09/2019

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

**Place: Ahmedabad**

**Date: 02/09/2023**

**For, M/s GOVIL RATHI & ASSOCIATES**  
**Practicing Company Secretary**

Sd/  
CS Govil Rathi  
CP. NO. 22106 ACS No. 58653  
(UDIN: 2303559BGRNXJ6499)

**ANNEXURE-D TO THE BOARD'S REPORT**  
**FORM NO. AOC -2**

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

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso thereto.

**1. Details of contracts or arrangements or transactions not at Arm's length basis.**

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	NIL
b)	Nature of contracts/arrangements/transaction	NIL
c)	Duration of the contracts/arrangements/transaction	NIL
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	NIL
e)	Justification for entering into such contracts or arrangements or transactions'	NIL
f)	Date of approval by the Board	NIL
g)	Amount paid as advances, if any	NIL
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	NIL

**2. Details of contracts or arrangements or transactions at Arm's length basis.**

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	SALASAR LAMINATES LIMITED
b)	Nature of contracts/arrangements/transaction (Amount in Lakhs)	SALES AND OTHER INCOME (122.67 Lakhs)
c)	Duration of the contracts/arrangements/transaction	1 YEAR
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	ENTITIES CONTROLLED BY DIRECTORS/ RELATIVE OF DIRECTORS
e)	Date of approval by the Board	30/05/2023
f)	Amount paid as advances, if any	0

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	HERITAGE BOARD LIMITED
b)	Nature of contracts/arrangements/transaction (Amount in Lakhs)	SALES AND OTHER INCOME (53.36 Lakhs)
c)	Duration of the contracts/arrangements/transaction	1 YEAR
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	ENTITIES CONTROLLED BY DIRECTORS/ RELATIVE OF DIRECTORS
e)	Date of approval by the Board	30/05/2023
f)	Amount paid as advances, if any	0

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	HIDESIGN INNOVATION
b)	Nature of contracts/arrangements/transaction (Amount in Lakhs)	SALES AND OTHER INCOME (339.98 Lakhs)
c)	Duration of the contracts/arrangements/transaction	1 YEARS
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	ENTITIES CONTROLLED BY DIRECTORS/ RELATIVE OF DIRECTORS
e)	Date of approval by the Board	30/05/2023
f)	Amount paid as advances, if any	0

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	MEGASOL GLOBAL SANTEJ
b)	Nature of contracts/arrangements/transaction (Amount in Lakhs)	SALES AND OTHER INCOME (1.10 Lakhs)
c)	Duration of the contracts/arrangements/transaction	1 YEAR
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	ENTITIES CONTROLLED BY DIRECTORS/RELATIVE OF DIRECTORS
e)	Date of approval by the Board	30/05/2023
f)	Amount paid as advances, if any	0

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	VIJAYKUMAR D. AGARWAL
b)	Nature of contracts/arrangements/transaction (Amount in Lakhs)	REMUNERATION AND PERQUISITES (75.01 Lakhs)
c)	Duration of the contracts/arrangements/transaction	1 YEAR
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	KEY MANAGEMENT PERSONNEL
e)	Date of approval by the Board	30/05/2023
f)	Amount paid as advances, if any	0

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	VISHAL V. AGARWAL
b)	Nature of contracts/arrangements/transaction (Amount in Lakhs)	REMUNERATION AND PERQUISITES (79.95 Lakhs)
c)	Duration of the contracts/arrangements/transaction	1 YEAR
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	KEY MANAGEMENT PERSONNEL
e)	Date of approval by the Board	30/05/2023
f)	Amount paid as advances, if any	0

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	VIKAS V AGARWAL
b)	Nature of contracts/arrangements/transaction (Amount in Lakhs)	REMUNERATION AND PERQUISITES (0.30 Lakhs)
c)	Duration of the contracts/arrangements/transaction	1 YEAR
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	KEY MANAGEMENT PERSONNEL
e)	Date of approval by the Board	30/05/2023
f)	Amount paid as advances, if any	0

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	SHRADDHA V. AGARWAL
b)	Nature of contracts/arrangements/transaction (Amount in Lakhs)	REMUNERATION AND PERQUISITES (48.00 Lakhs)
c)	Duration of the contracts/arrangements/transaction	1 YEARS
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	RELATIVES AND KEY MANAGEMENT PERSONNEL
e)	Date of approval by the Board	30/05/2023
f)	Amount paid as advances, if any	0



SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	VIJAYKUMAR D. AGARWAL
b)	Nature of contracts/arrangements/transaction (Amount in Lakhs)	INTEREST EXPENSES (17.14 Lakhs)
c)	Duration of the contracts/arrangements/transaction	1 YEAR
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	KEY MANAGEMENT PERSONNEL
e)	Date of approval by the Board	30/05/2023
f)	Amount paid as advances, if any	0

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	VISHAL V. AGARWAL
b)	Nature of contracts/arrangements/transaction (Amount in Lakhs)	INTEREST EXPENSES (10.68 Lakhs)
c)	Duration of the contracts/arrangements/transaction	1 YEAR
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	KEY MANAGEMENT PERSONNEL
e)	Date of approval by the Board	30/05/2023
f)	Amount paid as advances, if any	0

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	VIKAS V. AGARWAL
b)	Nature of contracts/arrangements/transaction (Amount in Lakhs)	INTEREST EXPENSES (14.62 Lakhs)
c)	Duration of the contracts/arrangements/transaction	3 YEARS
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	KEY MANAGEMENT PERSONNEL
e)	Date of approval by the Board	30/05/2023
f)	Amount paid as advances, if any	0

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	AARYA V. AGARWAL
b)	Nature of contracts/arrangements/transaction (Amount in Lakhs)	INTEREST EXPENSES (2.07 Lakhs)
c)	Duration of the contracts/arrangements/transaction	1 YEARS
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	RELATIVES AND KEY MANAGEMENT PERSONNEL
e)	Date of approval by the Board	30/05/2023
f)	Amount paid as advances, if any	0

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	KHWAISH V. AGARWAL
b)	Nature of contracts/arrangements/transaction (Amount in Lakhs)	INTEREST EXPENSES (2.10 Lakhs)
c)	Duration of the contracts/arrangements/transaction	1 YEARS
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	RELATIVES AND KEY MANAGEMENT PERSONNEL
e)	Date of approval by the Board	30/05/2023
f)	Amount paid as advances, if any	0

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	SANTOSHDEVI VIJAYKUMAR AGARWAL
b)	Nature of contracts/arrangements/transaction (Amount in Lakhs)	INTEREST EXPENSES (0.05 Lakhs)
c)	Duration of the contracts/arrangements/transaction	1 YEAR
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	RELATIVES AND KEY MANAGEMENT PERSONNEL
e)	Date of approval by the Board	30/05/2023
f)	Amount paid as advances, if any	0

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	VIJAYKUMAR DINDAYAL AGARWAL HUF
b)	Nature of contracts/arrangements/transaction (Amount in Lakhs)	INTEREST EXPENSES (0.66 Lakhs)
c)	Duration of the contracts/arrangements/transaction	1 YEAR
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	RELATIVES AND KEY MANAGEMENT PERSONNEL
e)	Date of approval by the Board	30/05/2023
f)	Amount paid as advances, if any	0

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	VIKASKUMAR VIJAYKUMAR AGARWAL HUF
b)	Nature of contracts/arrangements/transaction (Amount in Lakhs)	INTEREST EXPENSES (1.50 Lakhs)
c)	Duration of the contracts/arrangements/transaction	1 YEARS
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	RELATIVES AND KEY MANAGEMENT PERSONNEL
e)	Date of approval by the Board	30/05/2023
f)	Amount paid as advances, if any	0

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	V.K.A. FINANCE AND INVESTMENT COMPANY
b)	Nature of contracts/arrangements/transaction (Amount in Lakhs)	INTEREST EXPENSES (4.47 Lakhs)
c)	Duration of the contracts/arrangements/transaction	1 YEARS
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	ENTITIES CONTROLLED BY DIRECTORS/ RELATIVE OF DIRECTORS
e)	Date of approval by the Board	30/05/2023
f)	Amount paid as advances, if any	0

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	VISHAL V. AGARWAL
b)	Nature of contracts/arrangements/transaction (Amount in Lakhs)	REIMBURSEMENT OF RENT, MUNICIPAL TAX AND OTHER CHARGES (2.43 Lakhs)
c)	Duration of the contracts/arrangements/transaction	1 YEAR
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	KEY MANAGEMENT PERSONNEL
e)	Date of approval by the Board	30/05/2023
f)	Amount paid as advances, if any	0

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	VIKAS V. AGARWAL
b)	Nature of contracts/arrangements/transaction (Amount in Lakhs)	REIMBURSEMENT OF RENT, MUNICIPAL TAX AND OTHER CHARGES (2.43 Lakhs)
c)	Duration of the contracts/arrangements/transaction	1 YEARS
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	KEY MANAGEMENT PERSONNEL
e)	Date of approval by the Board	30/05/2023
f)	Amount paid as advances, if any	0

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	V.K.A FINANCE AND INVESTMENT COMPANY
b)	Nature of contracts/arrangements/transaction (Amount in Lakhs)	REIMBURSEMENT OF RENT, MUNICIPAL TAX AND OTHER CHARGES (3.60 Lakhs)
c)	Duration of the contracts/arrangements/transaction	1 YEARS
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	ENTITIES CONTROLLED BY DIRECTORS/ RELATIVE OF DIRECTORS
e)	Date of approval by the Board	30/05/2023
f)	Amount paid as advances, if any	0

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	HERITAGE LAMINATES PRIVATE LIMITED
b)	Nature of contracts/arrangements/transaction (Amount in Lakhs)	SALES AND OTHER INCOME (77.96 Lakhs)
c)	Duration of the contracts/arrangements/transaction	1 YEAR
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	ENTITIES CONTROLLED BY DIRECTORS/ RELATIVE OF DIRECTORS
e)	Date of approval by the Board	30/05/2023
f)	Amount paid as advances, if any	0

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	KRISHNA DÉCOR PRIVATE LIMITED
b)	Nature of contracts/arrangements/transaction (Amount in Lakhs)	REIMBURSEMENT OF RENT, MUNICIPAL TAX (1.92 Lakhs)
c)	Duration of the contracts/arrangements/transaction	1 YEARS
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	ENTITIES CONTROLLED BY DIRECTORS/ RELATIVE OF DIRECTORS
e)	Date of approval by the Board	30/05/2023
f)	Amount paid as advances, if any	0

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	SALASAR LAMINATES LIMITED
b)	Nature of contracts/arrangements/transaction (Amount in Lakhs)	PURCHASES AND STORE CONSUMPTION (78.11 Lakhs)
c)	Duration of the contracts/arrangements/transaction	1 YEAR
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	ENTITIES CONTROLLED BY DIRECTORS/ RELATIVE OF DIRECTORS
e)	Date of approval by the Board	30/05/2023
f)	Amount paid as advances, if any	0

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	HERITAGE BOARD LIMITED
b)	Nature of contracts/arrangements/transaction (Amount in Lakhs)	PURCHASES AND STORE CONSUMPTION (113.50 Lakhs)
c)	Duration of the contracts/arrangements/transaction	1 YEARS
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	ENTITIES CONTROLLED BY DIRECTORS/ RELATIVE OF DIRECTORS
e)	Date of approval by the Board	30/05/2023
f)	Amount paid as advances, if any	0

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	MEGASOL GLOBAL SANTEJ
b)	Nature of contracts/arrangements/transaction (Amount in lakhs)	PURCHASES AND STORE CONSUMPTION (10.71 Lakhs)
c)	Duration of the contracts/arrangements/transaction	1 YEARS
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	ENTITIES CONTROLLED BY DIRECTORS/ RELATIVE OF DIRECTORS
e)	Date of approval by the Board	30/05/2023
f)	Amount paid as advances, if any	0

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	V K FOUNDATION
b)	Nature of contracts/arrangements/transaction (Amount in lakhs)	DONATION (0.60 Lakhs)
c)	Duration of the contracts/arrangements/transaction	1 YEARS
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	ENTITIES CONTROLLED BY DIRECTORS/ RELATIVE OF DIRECTORS
e)	Date of approval by the Board	30/05/2023
f)	Amount paid as advances, if any	0

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	VIJAYKUMAR D AGARWAL
b)	Nature of contracts/arrangements/transaction (Amount in lakhs)	LOAN TAKEN (28.65 Lakhs)
c)	Duration of the contracts/arrangements/transaction	1 YEARS
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	KEY MANAGEMENT PERSONNEL
e)	Date of approval by the Board	30/05/2023
f)	Amount paid as advances, if any	0

**FOR, DECO MICA LIMITED**

Sd/-

**VIJAYKUMAR AGARWAL**

**MANAGING DIRECTOR AND CEO**

**(DIN: 01869337)**

**MANAGEMENT DISCUSSION AND ANALYSIS REPORT****a) Outlook**

The company is engaged in the business of manufacturing of Laminates Sheets. It has built up a reputation as a manufacturer of high quality products and is known for its ethical dealings in business. The company supplies its products to leading Manufacturers of Laminates companies of India. The products are also being exported to various countries across the world.

**a) Opportunities and Threats**

The Company faces the Competition from the other players in the market and barring unforeseen circumstances. The management is hopeful to conquer such threats.

Due to opening of the market, there is ample opportunities in the domestic as well as international markets.

**b) Risks and Concerns:**

Risk is inherent in every business and Laminate Industry is no exception. The Laminate industry displays strong commodity characteristics and is subject to cyclical price movements in business cycles. The Company is exposed to risks from overall market fluctuations, import and export of laminates, changes in government policy, Country laws, taxation, man-made disasters, political risks and Currency risk arises from exposure to foreign currencies and the volatility associated therewith, etc. which affects the financial performance of the industry as a whole and also of the Company.

**c) Internal Control System and its Adequacy:**

The Company has proper and adequate system of internal controls commensurate with its size and nature of operations to provide reasonable assurance that all assets are safeguarded, transactions are authorized, recorded and reported properly and applicable statutes are duly complied with. The Company has constituted an Audit Committee to monitor the adequacy and efficacy of internal control systems.

The adequacy of these compliances and their effectiveness is subject to statutory audit and the same has been adequately reported by the Auditors in their report as required under the relevant provisions of the Companies Act, 2013. The Company also has as Internal Audit System.

**e) Material Developments in HRD and industrial Relations Front:**

Your Directors recognize the value of employees as valuable assets. Developing, motivating, and retaining talented employees is a key responsibility and policy of the Company's Management.

**DECLARATION OF COMPLIANCE WITH THE CODE OF CONDUCT**

I hereby confirm that the company has obtained from all the members of the Board and employees at senior management level, affirmation that they have complied with the code of conduct for Board of Directors and senior management level employees.

**By the Order of Board of Directors  
For Deco Mica Limited**

**Place: Ahmedabad  
Date: 30/05/2023**

**Sd/-  
Vijaykumar Agarwal  
Managing Director & CEO  
DIN: 01869337**

**CERTIFICATE PURSUANT TO REGULATION 17(8) OF THE LISTING REGULATIONS**

Mr. Vijaykumar Agrawal, Managing Director and Mr. Vishal Agarwal, CFO of the company shall certify that, to the best of our knowledge and belief:

- I. They have reviewed the balance sheet and profit and loss account and all its schedules and notes on accounts, as well as the cash flow statements and the Directors' Report;
- II. These statements do not contain any materially untrue statement or omit any material fact nor do they contain statements that might be misleading;
- III. These statements together present a true and fair view of the company, and are in compliance with the existing accounting standards and / or applicable laws / regulations;
- IV. They are responsible for establishing and maintaining internal controls and have evaluated the effectiveness of internal control systems of the company; and they have also disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, and what they have done or propose to do to rectify these;
- V. They have also disclosed to the auditors as well as the Audit Committee, instances of significant fraud, if any, that involves management or employees having a significant role in the company's internal control systems; and
- VI. They have indicated to the auditors, the Audit Committee and in the notes on accounts, whether or not there were significant changes in internal control and / or of accounting policies during the year.

**For & On behalf of the Board  
For Deco Mica Limited**

**Place: Ahmedabad  
Date: 30/05/2023**

**Sd/-  
Vijaykumar Agarwal  
Managing Director & CEO  
DIN: 01869337**

**Sd/-  
Vishal Agarwal  
Director & CFO  
DIN: 01763739**



**REPORT ON CORPORATE GOVERNANCE & GENERAL SHAREHOLDER INFORMATION**
**A. REPORT ON CORPORATE GOVERNANCE:**
**I. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:**

Your company has always adapted the highest ethical standards in business and good Corporate Governance practices so that positive aspects of a family-run business are combined with the assurance that investors' interests would be recognized and addressed.

**The salient features features of Company's Philosophy on Corporate Governance are:**

- 1) Compliance with all Statutory laws as also other rules / requirements regarding directors / related person remuneration, disclosures, etc.
- 2) Clear separation of company owned resources and personal accounts
- 3) Reliance on structures and processes that are recognized as good and moral corporate practices rather on family persons, making it a truly professionally managed Company.
- 4) Full transparency in functioning and accountability of management to the Board.
- 5) Internal controls and Risk management under supervision of Independent Directors With transparent and honest administrative practices, the management of your company believes it can further increase investors trust and work responsibly to maximize all shareholders value.

**II. GOVERNANCE STRUCTURE AND ROLE AND RESPONSIBILITIES:**

Company's governance structure comprises of Board of Directors, Committees of the Board and the Management.

**Board of Directors**
**Composition:**

As on date, the Board of Directors of your Company comprises Five (6) Directors of which Three (3) are Non-Executive Independent Directors. The composition of the Board is in conformity with Regulation 27 and suitable applicable provisions of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (hereinafter referred to as SEBI (LODR) Regulations, 2015).The details of the Directors being appointed / re-appointed on retirement by rotation at the ensuing Annual General Meeting, as required pursuant to Regulation 27 and suitable applicable provisions of SEBI (LODR) guidelines, are mentioned in the Notice to the Annual General Meeting, forming part of the Report.

**Number of Board Meetings:**

During the year under review, 10 (Ten) meetings of the Board of Directors were held as on 31<sup>st</sup> March, 2023.

Sr. No.	Date of Meeting	Board Strength	No. of Directors Present
1.	01/04/2022	6	6
2.	10/05/2022	6	6
3.	24/05/2022	6	6
4.	24/06/2022	6	6
5.	22/07/2022	6	6
6.	10/08/2022	6	6
7.	10/11/2022	6	6
8.	31/12/2022	6	6
9.	11/02/2023	6	5
10.	24/03/2023	6	3

The Board meets at least once in a quarter to review the quarterly financial results and operations of the Company. In addition to the above, the Board also meets as and when necessary to address specific issues relating to the business.

**Committees of the Board:**

Currently, there are Three (3) Committees of the Board, namely: Audit Committee, Nomination & Remuneration Committee and Stakeholder Relationship committee. The Board decides the terms of reference for these Committees. The minutes / report of the meetings of the Committees are placed before the Board for information and action thereon, if any. The details as to the composition, terms of reference, number of meetings etc., of these Committees are provided hereunder:

**AUDIT COMMITTEE:**

The Committee comprises of Four Directors and out of which three are Non Executive Independent Director.

Composition of the Audit Committee is as follows:

Sr. No.	Name	Designation
1.	Mr. Vijaykumar D. Agarwal	Chairman
2.	Mr. Harishkumar D. Joshi	Member
3.	Mr. Gunjan Y. Pandya	Member
4.	Miss Nupur B. Modi	Member

The constitution of Audit Committee meets with the requirements of Corporate Governance guidelines as well as the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 and suitable applicable provisions of SEBI (LODR) guidelines. Terms of reference of appointment of Audit Committee are as under,

**The Committee's terms of reference includes**
**Powers of the Audit Committee:**

- It shall have authority to investigate into any matter in relation to the items specified in Section 177 of the Companies Act, 2013 or referred to it by the Board and for this purpose, shall have full access to information contained in the records of the Company and external professional advice, if necessary
- To investigate any activity within its terms of reference
- To seek information from any employee
- To obtain outside legal or other professional advice.
- To secure attendance of outsiders with relevant expertise, if it considers necessary

**Responsibilities of the Audit Committee:**

- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- Recommending the appointment and removal of external auditor, fixation of audit fees and also approval for payment for any other services.
- Reviewing with management the annual financial statements before submission to the Board.
- Reviewing the findings if any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- Reviewing the adequacy of internal audit function and discussing with the internal auditors on the significant findings and further course adopted..

Audit Committee met four times during the F.Y. 2022-23 .

Sr. No.	Date of Meeting	Committee Strength	No. of Members Present
1.	26/05/2022	4	4
2.	10/08/2022	4	4
3.	10/11/2022	4	4
4.	11/02/2023	4	4

**NOMINATION AND REMUNERATION COMMITTEE:**
**Composition and terms of reference:**

In Compliance of section 178 of Companies Act, 2013 the Nomination and Remuneration Committees comprise of three directors out of which three directors are Non Executive Independent directors and an Non Executive Independent director act as the Chairman of the Committee.

Composition of the Committee is as follows:

Sr. No.	Name	Designation
1.	Mr. Harishkumar D. Joshi	Chairman
2.	Mr. Gunjan Y. Pandya	Member
3.	Miss Nupur B. Modi	Member

**The Committee's terms of reference includes;**

- Reviewing and recommending to the Board the salary, commission, other benefits, service agreements and employment conditions of the Whole-time and the Managing Director and
- Approve the selection, appointment and remuneration of relatives of Directors for holding an office of profit pursuant to Section 188 of the Companies Act, 2013

Nomination and Remuneration Committee met four times during the F.Y. 2022-23.

Sr. No.	Date of Meeting	Committee Strength	No. of Members Present
1.	26/05/2022	3	3
2.	10/08/2022	3	3
3.	10/11/2022	3	3
4.	11/02/2023	3	3

**STAKEHOLDER RELATIONSHIP COMMITTEE :**
**Composition and terms of reference:**

As per sub-section (5) section 178 of Companies Act, 2013 the Share transfers committee has been merged in to Stakeholder Relationship Committee.

Composition of the Committee is as follows:

Sr. No.	Name	Designation
1.	Mr. Harishkumar D. Joshi	Chairman
2.	Mr. Gunjan Y. Pandya	Member
3.	Miss Nupur B. Modi	Member

**The terms of reference of the Committee include, inter-alia, the following:**

- To specially look into queries and complaints received from the shareholders of the Company,
- To oversee the performance of the Registrar and Transfer Agent of the Company, and
- To recommend measures for overall improvement in the quality of services to the investors,
- To effect transfer of shares;
- To effect transmission or deletion of shares;
- To issue duplicate share certificates, issue of certificate on receipt of requests for rematerialization, consolidation or split of share certificates;
- To approve the register of members as on the record date(s) and/ or book closure dates for receiving dividends and other corporate benefits:

INVESTOR COMPLAINTS		
1	Pending at the beginning of the year	Nil
2	Received during the year	Nil
3	Disposed of during the year	Nil
4	Remaining unresolved at the end of the year	Nil

Stakeholder Relationship Committee met four times during the F.Y. 2022-23

Sr. No.	Date of Meeting	Committee Strength	No. of Members Present
1.	26/05/2022	3	3
2.	10/08/2022	3	3
3.	10/11/2022	3	3
4.	05/01/2023	3	3

**III. GENERAL MEETINGS:**

The venue and the time of the last three Annual General Meetings of the Company are as follows:

Year	Location	Meeting Date	Time	No. of Special Resolution set Out at the AGM
2021-22	Through Video Conference (Ahmedabad)	29 <sup>th</sup> September, 2022	12.00 p.m.	0
2020-21	Through Video Conference (Ahmedabad)	29 <sup>th</sup> September, 2021	11.00 a.m.	2
2019-20	Through Video Conference (Ahmedabad)	29 <sup>th</sup> December, 2020	11.00 a.m.	3

There was no Extra Ordinary General Meeting (EGM) held during the year ended March 31, 2023.

All special resolutions set out in the notices for the Annual General Meetings were passed by the shareholders at the respective meetings with requisite majority.

**IV. DISCLOSURES:**

**Disclosures on materially significant related party transactions:**

Your Company has not entered into any transaction of a material nature except transactions with related parties which are furnished under Notes to the Financial Statements as stipulated under Indian Accounting Standard 24 (AS-24), with the Promoters, Directors or the Management, their subsidiaries or relatives etc. All transactions were carried out on an arms-length basis and were not prejudicial to the interest of the Company.

**Disclosures on non-compliances by the Company**

Your Company has complied with all the requirements of the Stock Exchange(s) and the Securities Exchange Board of India on matters related to Capital Markets or any other matter, as may be applicable from time to time. There were no penalties imposed or strictures passed against the Company by the statutory authorities in this regard.

**Disclosure of Accounting Treatment:**

Your Company follows Accounting Standards prescribed by the Companies Accounting Standard Rules, 2006 and relevant provisions of the Companies Act, 2013. In preparation of financial statements, the Company has not adopted a treatment different from that prescribed in the Accounting Standards.

**Details of compliance with mandatory and non-mandatory requirements of Regulation 27 and suitable applicable provisions of SEBI (LODR) Regulations 2015 of the Listing Agreement:**

As already mentioned in the Director's Report, the provisions of the Regulation 27 and suitable applicable provisions of SEBI (LODR) Regulations, 2015, do not apply to the Company. However, the company has voluntarily chosen to adopt and follow certain provisions of the Regulation 27 and suitable applicable provisions of SEBI (LODR) Regulations 2015. The company complies with all the mandatory requirements of the SEBI (LODR) Regulations 2015 with regard to corporate governance.

**Vigil mechanism**

The company has established vigil mechanism for directors, employees and other stakeholders to report concerns about unethical behavior, actual or suspected fraud or violation of the company's code of conduct or the ethical policy.

The company has provided opportunities to encourage employees to become whistle blowers. It has also ensured a mechanism within the same framework to protect them from any kind of harm. It is hereby affirmed that no personnel has been denied access to the audit committee.

**B. GENERAL SHAREHOLDER INFORMATION:**

1)	AGM for the F.Y 2021-22	28 <sup>th</sup> September, 2023 at 12.30 p.m. through Video Conference			
2)	Date of Book closure	22.09.2023 to 28.09.2023 (both days inclusive)			
3)	Listing on Stock Exchanges	BSE ( Scrip Code : 531227)			
4)	Share Registrar	MCS Share Transfer Private Limited; 101, Shatdal Complex, opp. Bata Show Room, Ashram Road, Ahmedabad- 380009			
5)	Share Transfer System	The shares of the company are compulsorily traded in dematerialized form. Shares received in physical form are transferred within a period of 30 days from the date of lodgment subject to documents being valid and complete in all respects			
6)	De-materlisation of Shares	As on 31.03.2023 approx. 86.22% shares of the Company were held in dematerialization form.			
7)	Market Data: High, Low during each month in last financial year 2022-23				
		<b>Month</b>	<b>High (Rs.)</b>	<b>Low (Rs.)</b>	<b>Volume (Nos)</b>
		Apr- 22	59.80	40.00	21800
		May- 22	57.80	36.75	6800
		June- 22	38.60	35.00	2300
		July- 22	35.00	28.00	20400
		Aug- 22	39.65	29.50	5900
		Sept- 22	32.50	29.55	2400
		Oct- 22	41.40	32.55	8000
		Nov- 22	58.90	43.45	30100
		Dec- 22	46.10	38.05	900
		Jan- 23	78.95	41.95	11700
		Feb- 23	82.85	51.20	93198
Mar- 23	65.75	52.82	19343		
8)	Factory Location:	Plot No. 1195, Rajpur Village, Chatral Mehsana Highway, Kadi (Taluka), Mehsana- 382715			

**GREEN INITIATIVE IN CORPORATE GOVERNANCE:**

Pursuant to Circular No. 17/2011 dated 21 April, 2011 and Circular No. 18/2011 dated 29 April, 2011, Ministry of Corporate Affairs (MCA) has launched Green Initiative in Corporate Governance whereby the companies are allowed to send notices, documents and other communication to the shareholders in electronic mode. In view of the above circulars issued by MCA, your Company proposes to send documents like the Notice convening the general meetings, Financial statements, Directors' Report, Auditors' Report, etc to the email address provided by you to your Depository Participant (DP). Your Company encourages its shareholders to support the Green Initiative by registering their email addresses with their respective depositories/ Company's Registrar and Transfer Agent and intimate changes in the email address from time to time.

**INDEPENDENT AUDITORS' REPORT**

To,  
The Members of  
**DECO-MICA LIMITED**  
Ahmedabad

**Report on the Audit of the Standalone Financial Statements**
**Opinion**

1. We have audited the accompanying Standalone Financial Statements of Deco-Mica Limited (the 'Company') which comprise the Balance Sheet as at 31<sup>st</sup> March 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flow and the Statement of Changes in Equity for the year then ended and a summary of the significant accounting policies and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the 'Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ('Ind AS') and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, its Profit including Other Comprehensive Income, its Cash Flows and the Statement of Changes in Equity for the year ended on that date.

**Basis for Opinion**

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

**Key Audit Matters**

4. Key audit matters are those matters that, in our professional, judgment, were of most significance in our audit of the, Standalone Financial Statements of the current period. These matters were addressed in the context of our audit, of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion, on these matters.
5. **Key audit matter identified in our audit is on recoverability assessment of trade receivables as follows:**

Key audit matter	How our audit addressed the key audit matter
<b>Measurement of Expected Credit Loss on Trade Receivables</b>	
<p>The company has trade receivables (net) outstanding of Rs. 2753.16 Lakhs after deducting the provision for impairment of Rs. 28.60 Lakhs at the end of reporting period.</p> <p>This represents 43.39% of the total assets of the company.</p> <p>These balances are receivable in relation to the revenue recognized in accordance with the requirements of Ind AS 115 "Revenue from Contracts with Customers". The recoverability of trade receivables is a key element of the company's working</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> <li>• Reviewing the accounting policy with respect to               <ul style="list-style-type: none"> <li>o recognition of revenue &amp; its appropriateness in accordance with Ind AS 115: Revenue from Contract with Customers;</li> <li>o Appropriateness of Recognition, Measurement and Impairment of Trade Receivables in accordance with Ind AS 109: Financial Instruments.</li> </ul> </li> <li>• Evaluating the design &amp; implementation of internal controls in relation to recovery of Trade receivables, calculation of allowance for impaired trade receivable along with testing its operating effectiveness on sample basis.</li> </ul>

<p>capital management, which is managed on an ongoing basis by its management. Due to the nature of the business, the requirements of customers and various contract terms that are in place, there is a risk that the carrying values may not reflect the recoverable amounts as at the reporting date.</p> <p>Therefore, the assessment of existence &amp; recoverability of trade receivables is a key audit matters due to its size, and inherent uncertainty involved in the Management judgement.</p> <p>Refer note VII to accounting policies and note 9 and 42 to the standalone Financial statements.</p>	<ul style="list-style-type: none"> <li>• Obtaining the external balance confirmations on samples basis to ascertain the existence &amp; completeness of trade receivables.</li> <li>• Evaluating the reconciliations prepared by the management with respect to the balance confirmations received.</li> <li>• Verified the subsequent receipts of trade receivables for selected samples to ascertain its existence as on balance sheet date.</li> <li>• Obtaining an understanding of the processes for evaluating the recoverability of the trade receivables including the collection process &amp; allowances for impaired trade receivables.</li> <li>• Evaluating management's assumptions in determining the provision for impairment of trade receivables, by analysing the ageing of receivables, assessing significant overdue Individual trade receivables and specific local risks, historical trends &amp; patterns, combined with the legal documentations, where applicable.</li> <li>• Verifying the ageing analysis of Trade receivables, long outstanding &amp; overdue balances, latest correspondences with customers for recovery of dues &amp; evaluating its impact on provisioning &amp; impairment.</li> <li>• Assessing the adequacy of the disclosures as required by the statute.</li> </ul>
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**Information other than the Standalone Financial Statements and Auditor's Report thereon**

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

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

In connection with our audit of the Standalone Financial Statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and as may be legally advised.

**Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements**

7. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act, with respect to the preparation of these standalone financial statement that give a true and fair view of the Financial Position, Financial Performance including Other Comprehensive Income, Cash Flows and the Statement of Changes in Equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of the appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and fair presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

8. 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.

9. 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**

10. Our objectives are to obtain reasonable assurance about whether the Standalone Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards on Auditing 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.

11. As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional scepticism 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 explaining our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

12. 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.

13. 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.

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



**Report on Other Legal and Regulatory Requirements**

15. As required by the Companies (Auditor's Report) Order, 2020 (the 'Order') issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order.
16. Further to our comments in Annexure A, as required by Section 143(3) of the Act, we report that:
- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The standalone financial statements dealt with by this report are in agreement with the books of account.
  - d) In our opinion, the aforesaid standalone financial statements comply with accounting principles generally accepted in India as specified under Section 133 of the Act read with the Companies (Indian Accounting Standard Rules) 2015, as amended.
  - e) On the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2023 from being appointed as a director in terms of Section 164(2) of the Act.
  - f) We have also audited the internal financial controls over financial reporting (IFCoFR) of the Company as on 31<sup>st</sup> March 2023 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date and our report as per Annexure B expressed an unmodified opinion.
  - g) In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act 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, in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements. (Refer Note 38 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 were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
    - iv. (i) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other persons or entities, including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediaries shall, whether, directly or indirectly lend or invest in the other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.  
(ii) The management has represented, that to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether directly or indirectly lend or invest in the other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- (iii) Based on such audit procedures applied by us, nothing has come to our notice that has caused us to believe that the representations made under sub clause (i) and (ii) above contain any material misstatement.
- v. The company has not declared or paid any dividend during the year as prescribed under Section 123 of the Act.
- 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 financial year ended March 31, 2023.

**Place: Ahmedabad**  
**Date: 30/05/2023**

**For, J T Shah & Co.**  
**Chartered Accountants,**  
**[Firm Regd. No. 109616W]**

**[N C Shah]**  
**Partner**  
**[M. No. 35159]**  
**(UDIN: 2303559BGRNXJ6499)**

**ANNEXURE-A TO THE AUDITORS REPORT**

Referred to in paragraph 15 under "Report on Other Legal and Regulatory Requirements" section of our Report to the Members of **Deco-Mica Ltd.** of even date.

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

**1. In respect of Property, Plant and Equipment :**

- (a) (i) The Company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant & Equipments.
- (ii) The Company has maintained proper records showing full particulars of intangible assets.
- (b) The property, plant and equipments were physically verified by the Management according to a phased programme at regular interval which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. Pursuant to the programme, property, plant and equipments have been physically verified by the management during the year and no material discrepancies have been noticed on such verification.
- (c) The title deeds of all the immovable properties disclosed in the financial statements are held in the name of the company.
- (d) The company has not revalued its Property, Plant & Equipments or intangible assets during the year.
- (e) No proceedings have been initiated or pending against the company for holding any Benami property under the Benami Transaction (Prohibition) Act, 1988 and rules made there under.

**2. In respect of its Inventories :**

- (a) The physical verification of inventories has been conducted at reasonable intervals by the management. In our opinion, the coverage and procedure of such verification by management is appropriate and no material discrepancies of 10% or more in aggregate for each class of inventory were noticed on such physical verification.
- (b) The company has been sanctioned working capital limit of Rs. 20.65 Crores in aggregate from Banks and Financial Institutes. Copies of quarterly statement and return, furnished to bank have also been made available for our verification. We have verified the same on random sampling basis and found the same in agreement with books of accounts. Discrepancies noticed during the verification, were reasonably explained by the management.

**3. In respect of Loans and Advances granted during the year:**

The company has not made any investments in, 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 covered in the register maintained under section 189 of the Companies Act, 2013 and therefore, the Clauses 3(iii) (a) to (f) of the Companies (Auditor's Report) Order, 2020 (the Order) are not applicable to the company.

**4. Loans, Investments and Guarantees:**

The company has not granted any loans or made any investments or provided any guarantees or security during the year. Hence, the provisions of section 185 and 186 of the companies Act are not applicable. Therefore, Clause 3 (iv) of the Order is not applicable to the company.

**5. In respect of Deposits:**

The company has not accepted any deposits or amount which are deemed to be deposits and hence the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules framed there under are not applicable to the company. Accordingly, clause 3(v) of the Order is not applicable.

**6. In Respect of Cost Records:**

We have broadly reviewed the books of accounts relating to materials, labour and other items of cost maintained by the company pursuant to the Rules made by the Central Government for the maintenance

of cost records under Section 148 (1) of the Companies Act, 2013 and we are of the opinion that prima facie the prescribed accounts and records have been made and maintained. We have not, however made a detailed examination of the records with a view to determine whether they are accurate or complete.

**7. In respect of Statutory Dues :**

(a) The Company is by and large regular in depositing with appropriate authorities undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income Tax, Duty of Customs, cess and any other material statutory dues with the appropriate authorities.

No undisputed amounts payable in respect statutory dues were outstanding as at 31st March, 2023 for a period of more than six months from the date they became payable except there is an undisputed amount of Rs. 57.25 lacs in respect of Advance Tax of current financial year which has remained unpaid for a period exceeding six months from the date it became payable.

(b) There were no dues of Goods and Service Tax, Provident Fund, Employees State Insurance, Income Tax, Duty of Customs, cess and any other statutory dues which have not been deposited on account of any dispute.

**8. In Respect of Undisclosed Income Discovered in Income tax Assessment:**

There were no transactions that were not recorded in books of accounts and have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961. Hence, clause 3(viii) of the Order is not applicable to the company.

**9. In respect of Repayment of Loans:**

(a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lenders.

(b) The company is not declared as willful defaulter by any bank or financial institution or other lenders.

(c) In our opinion, the term loans taken during the year were applied for the purpose for which they were obtained.

(d) The company has not utilized any funds raised on short term basis for long term purpose. Hence, clause 3 (ix)(d) of the Order is not applicable to the Company.

(e) The company has not taken any funds from any entity or person to meet obligations of its subsidiaries, associates or joint ventures. Hence reporting under clause 3 (ix) (e) of the Order, is not applicable to the Company.

(f) The company has not has raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Hence, clause 3 (ix)(f) of the Order is not applicable to the Company.

**10. In Respect of Public Offerings:**

(a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, 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 or convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable to the Company.

**11. (a)** To the Best of our knowledge and according to the information and explanation given to us ,no fraud by the Company or no material on the company has been noticed or reported during the year.

(b) No report under sub-Section (12) of Section 143 of the Companies Act,2013 has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Auditor and Auditor) Rules 2014 with the Central Government.

(c) No whistle-blower complaints were received during the year by the company.

**12.** As the company is not a Nidhi Company, the Nidhi Rules, 2014 are not applicable to it. Accordingly, provisions of clause (xii) (a) to (c) of the Order are not applicable to the Company.

**13.** The company is in compliance with section 177 and 188 of the Companies Act 2013 where applicable, for all transactions with the related parties and the details of related part transactions have been disclosed in the standalone financial statements as required under Indian Accounting Standard (Ind AS) 24 "Related Party Disclosure" specified under section 133 of the act.

**14. In Respect of Internal Audit:**

- (a) In our opinion and according to the information and explanations given to us, the company has an internal audit system commensurate with the size and nature of its business of the company.
- (b) During the course of our audit, we have considered, the reports of Internal Audit for the period under audit, issued to the Company during the year till date, in determining the nature, timing and extent of our audit procedures in accordance with the guidance provided in SA 610 "Using the work of Internal Auditors".

**15.** The Company has not entered in to any non-cash transactions with its directors or persons connected with him. Accordingly, clause 3(xv) of the Order is not applicable to the Company

**16. In Respect to the Provisions of Reserve Bank Of India Act 1934:**

- (a) The company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause (xvi)(a) of the Order is not applicable to the company.
- (b) The company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, clause (xvi)(b) of the Order is not applicable to the company.
- (c) The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Hence, clause (xvi)(c) & (d) of the Order are not applicable to the company.

**17.** The Company has not incurred any cash losses in the financial year under review and immediately preceding financial year. Accordingly, clause (xvii) of the Order is not applicable to the company.

**18.** During the year, M/s. Samir M Shah & Associates, the erstwhile statutory auditors of the Company have resigned with effect from 29th September'2022 consequent to the amended rules/regulations applicable to the Company. As informed, there have been no issues, objections or concerns raised by the said outgoing auditors.

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

**20.** There were no unspent amount required to be transferred to special account as required by Section 135 of the Companies Act,2013. Accordingly, provisions of sub clause (a) and (b) of clause (xx) of the Company's (Auditor's Report) Order, 2020 are not applicable to the company.

**For, J T Shah & Co.  
Chartered Accountants,  
[Firm Regd. No. 109616W]**

**Place: Ahmedabad**

**Date: 30/05/2023**

**[N C Shah]  
Partner  
[M. No. 35159]  
(UDIN: 2303559BGRNXJ6499)**

**ANNEXURE "B" TO INDEPENDENT AUDITORS' REPORT**

Referred to in paragraph 16 (f) of our Report of even date to the Members of DECO-MICA LIMITED for the year ended **31st March, 2023**.

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

We have audited the internal financial controls over financial reporting of **DECO-MICA LIMITED** as of **31st March 2023**, in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

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

**Auditors' Responsibility**

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

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

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

**Meaning of Internal Financial Controls over Financial Reporting**

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

**Inherent Limitations of Internal Financial Controls over Financial Reporting**

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

**Opinion**

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

**Place: Ahmedabad**

**Date: 30/05/2023**

**For, J T Shah & Co.  
Chartered Accountants,  
[Firm Regd. No. 109616W]**

**[N C Shah]  
Partner  
[M. No. 35159]  
(UDIN: 2303559BGRNXJ6499)**

**Balance Sheet As At 31st March 2023**

(₹ in Lakhs)

Particulars	Note No.	As at 31/03/2023	As at 31/03/2022
<b>A ASSETS</b>			
<b>1 Non-Current Assets</b>			
(a) Property, Plant and Equipment	3	1,169.44	1,091.39
(b) Intangible Assets	4	Nil	Nil
(c) Capital WIP	5	17.47	5.02
(d) Financial Assets			
(i) Other Financial Assets	6	23.95	23.93
(e) Other Non-Current Assets	7	37.67	5.13
<b>Total Non - Current Assets</b>		<b>1,248.53</b>	<b>1,125.47</b>
<b>2 Current assets</b>			
(a) Inventories	8	2,218.95	2,056.99
(b) Financial Assets			
(i) Trade Receivables	9	2,759.22	2,763.98
(ii) Cash and Cash Equivalents	10	1.31	4.96
(iii) Other Bank Balances	11	74.97	88.08
(iv) Other Financial Assets	12	2.34	2.78
(c) Other Current Assets	13	45.34	73.16
<b>Total Current Assets</b>		<b>5,102.13</b>	<b>4,989.95</b>
<b>Total Assets (1+2)</b>		<b>6,350.66</b>	<b>6,115.42</b>
<b>B EQUITY AND LIABILITIES</b>			
<b>1 Equity</b>			
(a) Share Capital	14	420.00	420.00
(b) Other Equity	15	1,860.07	1,640.52
<b>Total Equity</b>		<b>2,280.07</b>	<b>2,060.52</b>
<b>LIABILITIES</b>			
<b>2 Non-Current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	16	123.73	114.50
(b) Provisions	17	69.05	45.40
(c) Deferred Tax Liabilities (Net)	18	95.57	104.88
<b>Total Non - Current Liabilities</b>		<b>288.35</b>	<b>264.78</b>
<b>3 Current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	19	1,658.66	1,948.64
(ii) Trade Payables			
- total outstanding dues of micro enterprises and small enterprises	20	7.30	8.94
-total outstanding dues of creditors other than micro enterprises and small enterprises.	20	1,270.75	1,018.66
(iii) Other Financial Liabilities	21	181.30	127.51
(b) Other Current Liabilities	22	539.08	574.76
(c) Provisions	23	13.50	11.30
(d) Current Tax Liabilities (Net)	24	111.65	100.31
<b>Total Current Liabilities</b>		<b>3,782.24</b>	<b>3,790.12</b>
<b>Total Equity and Liabilities (1+2+3)</b>		<b>6,350.66</b>	<b>6,115.42</b>

Notes to Accounts

1 to 48

As per our report of even date attached herewith

For &amp; on behalf of the Board of Directors of

For, J. T. Shah &amp; Co.

DECO MICA LIMITED

 Chartered Accountants  
(Firm Regd. No. 109616W)

 (Vijaykumar D. Agarwal)  
Managing Director & CEO  
(DIN - 01869337)

 (Vishal V. Agarwal)  
Director & CFO  
(DIN - 01763739)

 (N C Shah)  
Partner  
(M.No.35159)

 (Niharika Modi)  
Company Secretary  
(ACS No. A47981)

 Place : Ahmedabad  
Date : 30/05/2023



**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31/03/2023**

(₹ in Lakhs)

Particulars	Note No.	Year Ended 31/03/2023	Year Ended 31/03/2022
<b>Continuing Operations</b>			
I Revenue from operations	25	7,830.09	7,170.61
II Other Income	26	77.80	42.78
<b>III Total Income (I + II)</b>		<b>7,907.89</b>	<b>7,213.39</b>
<b>IV EXPENSES</b>			
(a) Cost of materials consumed	27	4,934.14	4,493.61
(b) Changes in inventories of finished goods, stock-in-trade and work-in-progress	28	(243.31)	96.23
(c) Employee benefit expense	29	855.61	713.76
(d) Finance costs	30	237.76	165.10
(e) Depreciation and amortisation expense	31	130.79	115.61
(f) Other expenses	32	1,663.20	1,339.21
<b>Total Expenses</b>		<b>7,578.20</b>	<b>6,923.51</b>
<b>V Profit/(loss) before tax (III- IV)</b>		<b>228.22</b>	<b>202.45</b>
<b>VIII Other Comprehensive Income</b>			
A (i) Items that will not be reclassified to profit or loss			
(a) Remeasurements of the defined benefit Expenses/ (income)	34	(12.01)	(0.90)
(ii) Income tax relating to items that will not be reclassified to profit or loss (Liability)/Assets	34	3.34	0.25
<b>IX Total Other Comprehensive income (VII A + VII B)</b>		<b>(8.67)</b>	<b>(0.65)</b>
<b>X Total comprehensive income for the year (VII+IX)</b>		<b>219.55</b>	<b>201.81</b>
<b>XI Earning Per Shares (Face Value of Rs. 10/- each fully paid up):</b>			
A Basic	35	5.43	4.82
B Diluted		5.43	4.82

Notes to Accounts

3 to 48

As per our report of even date attached herewith  
 For, J. T. Shah & Co.  
 Chartered Accountants  
 (Firm Regd. No. 109616W)

(N C Shah)  
 Partner  
 (M.No.35159)

Place : Ahmedabad  
 Date : 30/05/2023

For & on behalf of the Board of Directors of  
 DECO MICA LIMITED

(Vijaykumar D. Agarwal)  
 Managing Director & CEO  
 (DIN - 01869337)

(Niharika Modi)  
 Company Secretary  
 (ACS No. A47981)

(Vishal V. Agarwal)  
 Director & CFO  
 (DIN - 01763739)

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023**

Particulars	Year 31/03/2023		Year 31/03/2022	
	(₹ in Lakhs)	(₹ in Lakhs)	(₹ in Lakhs)	(₹ in Lakhs)
<b>A: Cash from Operating Activities :</b>				
Net Profit before Taxation		329.69		289.88
<b>Adjustment For :</b>				
Depreciation	130.79		115.61	
Allowance for Bad & Doubtful Debts (ECL)	6.96		2.34	
Interest Paid	237.76		165.10	
Investment W/off	Nil		1.60	
Provision for I'ment W/Back	Nil		(1.54)	
Loss / (Profit) on Sale of Property, Plant and Equip. (Net)	(0.66)		Nil	
Interest Income	(3.37)		(3.66)	
		371.48		279.45
<b>Operating Profit Before Working Capital Changes:</b>		701.17		569.33
<b>Adjustment For :</b>				
Increase/(decrease) in Other Non Current Assets	(35.77)		(0.06)	
Decrease/(increase) in inventories	(161.96)		(730.42)	
Decrease/(increase) in Trade Receivable	(2.20)		(489.20)	
Increase/(decrease) in Other Bank Balance	13.11		(22.25)	
Increase/(decrease) in Other Non current financial assets	(0.02)		(0.01)	
Increase/(decrease) in Other Current Assets	27.82		(0.53)	
Increase/(decrease) in Non Current Provisions	11.64		11.09	
Decrease/(increase) in Trade Payable	250.45		540.23	
Increase/(decrease) in Other Current Financial Liability	51.51		45.62	
Increase/(decrease) in Other Current Liabilities	(35.68)		256.25	
Increase/(decrease) in Current Provision	2.21		1.18	
		121.09		(388.09)
Cash Generated From Operations		822.27		181.24
Income Tax Paid	(104.11)		(65.07)	
Interest Paid	(207.64)		(159.11)	
		(311.74)		(224.18)
<b>Net Cash From Operating Activities (A)</b>		<b>510.52</b>		<b>(42.94)</b>
<b>B: Cash Flow From Investment Activities :</b>				
Purchase of Property, Plant and Equipments (including WIP)	(225.62)		(149.40)	
Sale of Fixed Assets	5.00		Nil	
(Increase)/Decrease in Fixed Deposit	Nil		(1.00)	
Interest Income	3.81		2.94	
<b>Net Cash from Investment Activities (B)</b>		<b>(216.81)</b>		<b>(147.46)</b>
<b>C: Cash Flow From Financing Activities :</b>				
Repayment of Long Term Borrowings	(17.36)		(39.56)	
Proceeds of Long Term Borrowings	104.00		Nil	
Repayment of Short Term Borrowings	(423.31)		(182.21)	
Proceeds of Short Term Borrowings	39.30		410.96	
<b>Net Cash from Financing Activities (C)</b>		<b>(297.36)</b>		<b>189.19</b>
<b>Net Increase / (Decrease) in Cash &amp; Cash Equivalents</b>		<b>(3.65)</b>		<b>(1.21)</b>
Cash & Cash Equivalents at the Beginning		4.96		6.17
Cash & Cash Equivalents at the End		1.31		4.96

As per our report of even date attached.

**Notes :**

The above Cash Flow Statement has been prepared under the "Indirect Method" set out in the Indian Accounting Standard -7 "Cash Flow Statement" specified under section 133 of the Companies Act, read with Rule 7 of the Companies (Accounts) Rules, 2015.

As per our report of even date attached herewith

For & on behalf of the Board of Directors of

For, J. T. Shah & Co.

DECO MICA LIMITED

Chartered Accountants

(Firm Regd. No. 109616W)

(Vijaykumar D. Agarwal)  
Managing Director & CEO  
(DIN - 01869337)

(Vishal V. Agarwal)  
Director & CFO  
(DIN - 01763739)

(N C Shah)

Partner

(M.No.35159)

(Niharika Modi)  
Company Secretary  
(ACS No. A47981)

Place : Ahmedabad

Date : 30/05/2023

**STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED ON 31ST MARCH, 2023**
**Equity Share Capital**

(₹ in Lakhs)

Particulars	Note No.	Amount
Balance as on 1st April, 2021	14	420.00
Changes in Equity Share capital due to prior period Errors		Nil
Restated Balance at the beginning of the previous reporting period	14	420.00
Changes in equity share capital during the year		Nil
Balance as on 31st March, 2022	14	420.00
Changes in Equity Share capital due to prior period Errors		Nil
Restated Balance at the beginning of the previous reporting period	14	420.00
Changes in equity share capital during the year		Nil
<b>Balance as on 31st March, 2023</b>	<b>14</b>	<b>420.00</b>

**Other Equity**

(₹ in Lakhs)

Particulars	Note No.	Reserves and Surplus		Total
		Retained Earnings	General Reserve	
<b>Balance as at 1st April, 2021</b>	<b>15</b>	<b>1,415.54</b>	<b>23.18</b>	<b>1,438.72</b>
Profit for the year		202.45	Nil	202.45
Other comprehensive income for the year (net of Tax)		(0.65)	Nil	(0.65)
<b>Total Comprehensive Income for the year</b>		<b>201.81</b>	<b>Nil</b>	<b>201.81</b>
<b>Balance as at 31st March, 2022</b>	<b>15</b>	<b>1,617.34</b>	<b>23.18</b>	<b>1,640.52</b>
Profit for the year		228.22	Nil	228.22
Other comprehensive income for the year (net of Tax)		(8.67)	Nil	(8.67)
<b>Total Comprehensive Income for the year</b>		<b>219.55</b>	<b>Nil</b>	<b>219.55</b>
<b>Balance as at 31st March, 2023</b>	<b>15</b>	<b>1,836.89</b>	<b>23.18</b>	<b>1,860.07</b>

As per our report of even date attached herewith

For &amp; on behalf of the Board of Directors of

For, J. T. Shah &amp; Co.

DECO MICA LIMITED

 Chartered Accountants  
 (Firm Regd. No. 109616W)

 (Vijaykumar D. Agarwal)  
 Managing Director & CEO  
 (DIN - 01869337)

 (Vishal V. Agarwal)  
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 (DIN - 01763739)

 (N C Shah)  
 Partner  
 (M.No.35159)

 (Niharika Modi)  
 Company Secretary  
 (ACS No. A47981)

 Place : Ahmedabad  
 Date : 30/05/2023

**Notes forming part of the Standalone Financial Statements for the year ended on 31st March, 2023:**
**1. Corporate Information**

Deco Mica Limited (referred to as 'the company') is a leading in manufacturing of Decorative Laminated Sheets, Cut pieces & Industrial Insulators Board & Trading of goods. The company has its registered office at 306, 3rd Floor, Iscon Mall, Above Star Bazar, Near Jodhpur Cross Road, Satellite, Ahmedabad-380015.

**2. A. SIGNIFICANT ACCOUNTING POLICIES**
**(i) Basis of preparation and presentation :**

These individual financial statements are prepared in accordance with the Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis, except for certain financial instruments which are measured at fair values. The Ind AS is prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and amendments thereto.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. The Company retains the presentation and classification of items in the financial statements from one period to the next.

**(ii) Use of Estimates:**

The preparation and presentation of financial statements are in conformity with the Ind As which required management to make estimates and assumptions that affect the reported amounts of assets and liabilities (including contingent liabilities) on the date of the financial statements and the reported amount of revenues and expenses during the reporting year.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to the accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected. Management believes that the estimates used in the preparation of financial statements are prudent and reasonable. Future results could differ due to these estimates and differences between the actual results and estimates are recognized in the year in which the results are known / materialized.

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment within the next financial year are included in the following notes:

Note 18 - Current / Deferred tax liabilities

Note 29 - Measurement of defined benefit obligations

Note 09 - Expected credit loss for receivables

**(iii) Critical Accounting Estimates and Judgement used in application of Accounting Policies**
**a. Income Taxes:**

Significant judgements are involved in determining the provision for Income Taxes, including amount expected to be paid / recovered for uncertain tax positions. (Also refer Note 18 and 33.)

**b. Property, Plant and Equipment**

Property, plant and equipment represent a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful life and residual values of the Company's assets are determined by the Management at the time the asset is acquired and reviewed periodically, including at each financial year end. The life is based on historical experience with similar assets as well as anticipation of future events, which may impact their life such as changes in technology. (Refer Note 3)

**c. Impairment of Financial Assets**

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation based on empirical evidence available

without under cost or effort, existing market conditions as well as forward looking estimates at the end of each reporting period. (Refer Note 41).

**d. Defined Benefit Plan**

The cost of the defined benefit plan and other post-employment benefits and the present value of such obligations is determined using actuarial valuation. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and attrition rate. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. (Refer Note 29.1).

**e. Fair Value Measurement of Financial Instruments**

When the fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow (DCF) model. The inputs to these models are taken from observable markets, where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include consideration of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair values of financial instruments. (Refer Note 41).

**(iv) Property, Plant and Equipment & Depreciation:**

**a) Property Plant and Equipment:**

Property, plant and equipment are tangible items that are held for use in the production or supply of goods and services, rental to others or for administrative purposes and are expected to be used during more than one period. The cost of an item of property, plant and equipment is recognised as an asset if and only, if it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. Freehold land is carried at cost less accumulated impairment losses. All other items of property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

Cost of an item of property, plant and equipment comprises:

- Its purchase price, all costs including financial costs till commencement of commercial production are capitalized to the cost of qualifying assets. Tax credit, if any, are accounted for by reducing the cost of capital goods;
- Any other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

**b) Capital work in progress:**

Capital work in progress is stated at cost and net of accumulated impairment losses, if any. All the direct expenditure related to implementation including incidental expenditure incurred during the period of implementation of a project, till it is commissioned, is accounted as Capital work in progress (CWIP) and after commissioning the same is transferred / allocated to the respective item of property, plant and equipment. Pre-operating costs, being indirect in nature, are expensed to the statement of profit and loss as and when incurred.

**c) Depreciation methods, estimated useful life and residual value:**

Depreciation is provided for property, plant and equipment so as to expense the cost over their estimated useful lives based on evaluation. The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Depreciation on fixed assets has been provided on straight line method based on their useful lives which are in line with as specified under schedule II of the Act. However, land is not depreciated. However, land is not depreciated.

The useful lives are mentioned below:

<b>Asset Class</b>	<b>Useful life (years)</b>
Office Building	60
Factory Building	30
Plant and Equipment	15
Electric Installation	10
Laboratory Equipments	10
Office Equipment	5
Computers	3
Furniture & Fixtures	10
Motor Vehicle & Tempo	8
Motor Cycle & Scooter	10

Depreciation is calculated on pro rata basis with reference to the date of addition/disposal. The residual values are not more than 5% of the original cost of asset.

**d) Derecognition of Property, Plant and Equipment**

The carrying amount of an item of property, plant and equipment is derecognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss from the derecognition of an item of property, plant and equipment is recognised in profit or loss when the item is derecognized.

**(v) Intangible Assets and Amortisation :**

**Intangible Assets:**

Intangible assets are measured on initial recognition at cost (net of recoverable taxes, if any). Subsequently, intangible assets are carried out at cost less any accumulated amortization and accumulated impairment losses, if any.

**Amortisation methods, estimated useful life and residual value:**

Intangible assets are amortised on a straight line basis over their estimated useful lives based on underlying contracts where applicable. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any change in estimate being accounted for on a prospective basis. The amortisation expense on intangible assets with finite lives is recognised in the statement of Profit & Loss unless such expenditure forms part of carrying value of another asset.

Intangible assets are amortised on a straight-line basis over a period of 5 years.

**Derecognition**

The Company derecognises an intangible asset on its disposal or when no future economic benefits are expected from its use or disposal and any gain or loss on derecognition is recognised in profit or loss as gain / loss on derecognition of intangible asset.

**(vi) Impairment of non - financial assets**

The Company reviews the carrying amount of its Property, Plant and Equipment, including Capital Work in progress of a "Cash Generating Unit" (CGU) at the end of each reporting period to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the Cash Generating Unit to which the asset belongs.

Recoverable Amount is determined:

- i) In case of individual asset, at higher of the fair value less cost to sell and value in use; and
- ii) In case of cash generating unit (a group of assets that generates identified, independent cash flows), at the higher of the cash generating unit's fair value less cost to sell and the value in use.

If the recoverable amount of an asset (or cash generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognized immediately in the Statement of Profit and Loss.

**(vii) 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. The Company classifies financial instruments issued into financial liability and equity based on the substance of the arrangement and the contractual terms. Significant judgement is required to assess whether a particular asset is a financial instrument or otherwise. An asset that represents a contractual right to receive cash that is subject to other than only passage of time or cannot be sold independently of other operating rights have not been presented as financial assets. Such assets are mainly in the nature of security deposits and investments in equity shares for receiving services from third parties including government-controlled organisations.

**1. Financial Assets:**

**i. Initial recognition and measurement:**

At initial recognition, the Company measures a financial asset (which are not measured at fair value) through profit or loss at its fair value plus or minus transaction costs that are directly attributable to the acquisition or issue of the financial asset.

Financial assets are classified, at initial recognition, as financial assets measured at fair value or as financial assets measured at amortised cost.

**ii. Subsequent measurement:**

For purposes of subsequent measurement, financial assets are classified in following categories:

- i) Financial assets measured at amortised cost;
- ii) Financial assets at fair value through profit or loss (FVTPL) and
- iii) Financial assets at fair value through other comprehensive income (FVOCI)

The Company classifies its financial assets in the above mentioned categories based on:

- a) The Company's business model for managing the financial assets, and
- b) The contractual cash flows characteristics of the financial asset.

**i) Financial assets measured at amortised cost :**

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

- a) The financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and the Contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.
- b) Financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss.

**ii) Financial assets at fair value through profit or loss (FVTPL):**

Financial assets are measured at fair value through profit and loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognized in profit or loss.

**iii) Financial assets at fair value through other comprehensive income (FVOCI):**

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business model whose objective is achieved by collecting both contractual cash flows that gives rise on specified dates to solely payments of principal and interest on the principal amount outstanding and by selling financial assets.

The Company may elect to designate a financial asset, which otherwise meets amortised cost or FVOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch')

Trade receivables, Advances, Security Deposits, Non-Current Investments, Cash and Cash Equivalents etc. are classified for measurement at amortised cost.

**iii. De recognition:**

The Company derecognizes a financial asset when contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

On derecognition of a financial asset in its entirety, the difference between the assets's carrying amount and the sum of the consideration received and receivable is recognized in the Statement of Profit and Loss.

**iv. Impairment of financial assets:**

At each reporting date the company assesses, whether a financial assets or group of financial assets is impaired. In accordance of Ind AS 109, the company applies expected credit loss (ECL) model for measurement and recognition of impairment loss. As a practical expedient, the company uses a provision matrix to determine impairment loss on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of trade receivables. ECL impairment loss allowances (or reversal) recognized during the period is recognized as an expense / income respectively in the statement of profit and loss. Provision for ECL is presented as deduction from carrying amount of trade receivables. For all other financial assets, expected credit losses are measured at an amount equal to 12 month expected credit losses or at an amount equal to lifetime expected losses, if the credit risk on the financial asset has increased significantly since initial recognition.

**2. Financial Liabilities:**

**i. Initial recognition and measurement:**

All financial liabilities are recognised initially at fair value and subsequently carried at amortised cost using the effective interest method.

The company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

**ii. Subsequent measurement:**

The measurement of financial liabilities depends on their classification, as described below:

- i) Financial liabilities measured at amortised cost.
- ii) Financial liabilities at fair value through profit or loss.



**i) Financial liabilities measured at amortised cost :**

Subsequently, all financial liabilities are measured at amortised cost. Any discount or premium on redemption/ settlement is recognised in the Statement of Profit and Loss as finance cost over the life of the liability using the effective interest method and adjusted to the liability figure disclosed in the Balance Sheet.

**ii) Financial assets at fair value through profit or loss (FVTPL):**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ loss are not subsequently transferred to P&L. However, the company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit and loss.

**iii. Derecognition:**

Financial liabilities are derecognised when the liability is extinguished, that is, when the contractual obligation is discharged, cancelled and on expiry. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

**(viii) Off-setting of financial instruments:**

Financial assets and financial liabilities are offset and the net amount is reported in the standalone 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 realize the assets and settle the liabilities simultaneously.

**(ix) Inventories:**

Inventories are valued at lower of cost and net realizable value. Cost in respect of raw materials are determined on FIFO basis. Net realizable value is the estimated selling price in the ordinary course of business less estimated cost necessary to make sale.

Costs in respect of process and finished goods are computed on weighted average basis method. Finished goods and process stock include cost of conversion and other costs incurred in acquiring the inventory and bringing them to their present location and condition.

Spares (not meeting the definition of property, plant and equipment) are accounted as inventory and expensed to the statement of profit and loss when issued for consumption.

**(x) Borrowing Cost :**

Interest and other costs that the Company incurs in connection with the borrowing of funds are identified as borrowing costs. The Company capitalises borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which it is incurred.

A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use. The Company identifies the borrowings into specific borrowings and general borrowings. Specific borrowings are borrowings that are specifically taken for the purpose of obtaining a qualifying asset. General borrowings include all other borrowings except the amount outstanding as on the balance sheet date of specific borrowings. Borrowing cost incurred actually

on specific borrowings are capitalised to the cost of the qualifying asset. For general borrowings, the Company determines the amount of borrowing costs eligible for capitalisation by applying a capitalisation rate to the expenditures on the qualifying asset based on the weighted average of the borrowing costs applicable to general borrowings. The capitalisation on borrowing costs commences when the Company incurs expenditure for the asset, incurs borrowing cost and undertakes activities that are necessary to prepare the asset for its intended use or sale. The capitalisation of borrowing costs is suspended during extended periods in which active development of a qualifying asset is suspended. The capitalisation of borrowing costs ceases when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are complete.

**(xi) Cash and cash equivalents**

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the company's cash management.

**(xii) Statement of Cash flows:**

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

**(xiii) Income Recognition Policy:-**

**Revenue from Contracts with Customers**

Revenue from contracts with customers is recognized 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.

The revenue towards satisfaction of performance is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligations. The transaction price of goods sold and service rendered is net of variable consideration on account of various discounts offered by the company as part of contract. These variable considerations are estimated based on the expected value of outflow. Revenue (net of variable consideration) is recognised only to the extent that it is highly probable that amount will not be subject to significant reversal when uncertainty relating to its recognition resolved.

**Sale of Product:**

The performance obligation in case of sale of product is satisfied at a point in time i.e. when the material is shipped to the customer or on delivery to the customers as may be specified in the contract.

**Other Operating Revenue- Export Incentives**

Export entitlements are recognized in the Statement of Profit and Loss when the right to receive credit as per the terms of scheme is established in respect of the exports made and where there is no significant uncertainty regarding the ultimate collection of the relevant export proceeds.

**Other Income**

**Insurance Claims:**

Insurance claims are recognized when there is reasonable certainty regarding the realization of the same at an amount estimated by the management to the extent that it is highly probable that a significant reversal in the amount recognised will not occur at the time of actual receipt of the claim amount. At the end of each reporting period, the estimated amount is updated, if required, to represent faithfully the circumstances present at the end of the reporting period and the changes in circumstances during the reporting period.

Interest income:

Interest income is calculated by applying the effective interest rate to the gross carrying amount of the financial assets except when the financial asset is credit-impaired in which case the effective interest rate is applied to the amortized cost of the financial asset. Effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's gross carrying amount on initial recognition.

Other income is recognized on accrual basis except when realization of such income is uncertain.

**(xiv) Government grants & subsidies**

Grants from the government are measured at amounts receivable from the government which are non-refundable and are recognized as income when there is a reasonable assurance that the Company will comply with all necessary conditions attached to them.

Incomes from the above grants are presented under Revenue from Operations.

**(xv) Foreign Currency Transactions:**

Functional currency of the Company is Indian rupee. The financial statements have been presented under its functional currency. Any transaction that is denominated in a currency other than the functional currency is regarded as foreign currency transaction. All foreign currency transactions are recorded, on initial recognition in the functional currency, by applying to the foreign currency amount the spot exchange rate between the functional currency and the foreign currency at the date of the transaction. In case of consideration received or paid in advance, the exchange rate prevailing on the date of receipt or payment of advance is considered when subsequently the related asset is given up or received to the extent of advance consideration.

At the end of the reporting period:

1. foreign currency monetary items are translated using the exchange rate for immediate delivery at the end of the reporting period;
2. non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction; and
3. non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured.

Exchange difference arising on the settlement of monetary items or on translating monetary items at rates different from those at which they were translated on initial recognition during the period or in previous financial statements are recognised in profit or loss in the period in which they arise.

**(xvi) Derivative financial instruments:**

The Company has entered cross currency interest rate swap contracts with a view to hedge the risks of foreign currency borrowings. The notional amounts of instruments outstanding as at the year end, are restated at closing rates an unrealized transaction difference are included in the Statement of Profit and Loss. The net interest accruing is recorded in the Statement of Profit and loss over the period of the instruments, changes in fair value of other derivative instruments that do not qualify for hedge accounting are recognized in the Statement of Profit and Loss as they arise.

**(xvii) Goods and Service Tax (GST):**

GST credit on materials purchased for production / service availed for production / input service are taken into account at the time of purchase and GST credit on purchase of capital items wherever applicable are taken into account as and when the assets are acquired.

The GST credits so taken are utilized for payment of GST on goods manufactured. The unutilized GST credit is carried forward in the books. The GST credits so taken are utilized for payment of tax on goods sold. The unutilized GST credit is carried forward in the books.

**(xviii) Employee Benefits:****i. Short term employee benefits:**

Short Term benefits are recognised as an expense at the undiscounted amounts in the Statement of Profit and Loss of the year in which the related service is rendered. In case of

Leave Encashment, the company does not allow carry forward of unavailed leave and hence unavailed leaves are encashed in the current year itself.

**ii. Post-employment benefits:**

Post-employment benefits are benefits (other than termination benefits and short-term employee benefits) that are payable after the completion of employment. Post-employment benefits are identified under defined contribution plans and defined benefit plans.

**a) Defined contribution plan:**

The Employee and Company make monthly fixed Contribution to Government of India Employee's Provident Fund equal to a specified percentage of the Cover employee's salary, Provision for the same is made in the year in which service are render by employee.

**b) Defined benefit plans:**

Post-employment benefits in the form of Gratuity are considered as defined benefit plan and determined on actuarial valuation using the projected unit credit method at the balance sheet date. Actuarial Gains or Losses through re-measurement of the net obligation of a defined benefit liability or asset is recognised in Other Comprehensive Income. Such re-measurements are not reclassified to Statement of Profit and Loss in subsequent periods.

Gratuity is funded through a trust for which a policy with SBI Life Insurance company Limited has been taken.

**iii. Other long-term employment benefits**

Employee Benefits that are neither short-term employee benefit nor post-employment benefit nor termination benefits are other long-term employee benefits. The Company does not allow carry forward of un-availed leave and hence un-availed leaves are encashed in the current year itself.

**(xix) Earnings per Share**

Basic earnings per share is calculated by dividing the profit or loss for the period attributable to the equity holders of the Company by the weighted average number of ordinary shares outstanding during the year. For the purpose of calculating diluted earnings per share, the net profit or loss 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.

**(xx) Provisions, Contingent Liabilities and Contingent Assets :**

Provisions are recognised only when there is a present obligation as a result of past events and when a reliable estimate of the amount of obligation can be made. Contingent liability is disclosed for (i) Possible obligation which will be confirmed only by future events not wholly within the control of the Company or (ii) Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made. Contingent assets are not recognised in the financial statements.

**(xxi) Taxes on Income :**

**a) Current Tax:**

Current tax is determined on income for the year chargeable to tax in accordance on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Current tax items are recognised in correlation to the underlying transaction either in profit or loss or OCI or directly in equity. The Company has provided for the tax liability based on the significant judgment that the taxation authority will accept the tax treatment.

**b) Deferred Tax:**

Deferred tax is recognised for all the timing differences and is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date. Deferred tax assets are recognised for all deductible temporary differences, unabsorbed losses and tax credits to the extent that it is probable that future taxable profits will be available against which those deductible temporary differences, unabsorbed losses and tax credits will be utilised. Other deferred tax assets are recognized if there is reasonable certainty that there will be sufficient

future taxable profit available to realise such assets. 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.

**(xxii) Fair Value Measurement**

The Company measures financial instruments at fair value in accordance with the accounting policies mentioned above. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for asset or liability, or
- In the absence of a principal market, in the most advantageous market for asset or liability

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows, the inputs to valuation techniques used to measure value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 inputs) and the lowest priority to unobservable inputs (Level 3 inputs).

Level 1 - quoted market prices in active markets for identical assets or liabilities

Level 2 - inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly

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

For assets and liabilities that are recognized in the financial statements at fair value on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization at the end of each reporting period and discloses the same.

**(xxiii) Segment reporting:**

The Chief Operational Decision Maker (CODM) monitors the operating results of its business Segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the financial statements. Operating segments are reported in a manner consistent with the internal reporting to the CODM.

Accordingly, the Board of Directors of the Company is CODM for the purpose of segment reporting. Refer note 36 for segment information presented.

**(xxiv) Leases :**

Effective from 1st April, 2019, the Company has adopted Ind AS-116 "Lease" retrospectively with the cumulative effect of applying this standard recognise at the date initial application.

Due to the same, the associated right-of-use assets are measured either at the carrying amounts as if the Standard has been applied since the commencement date or at the amount equal to the lease liability are included in and presented as "Right to use Asset" and "Other financial liabilities" respectively on the financial statements.

The right-of-use asset is depreciated over the shorter of the asset 's useful life and the lease term on a straight-line basis. Lease term includes periods of an option to extend the lease if the lessee is reasonably certain to exercise that option and an option to terminate the lease if the lessee is reasonably certain not to exercise that option. Short-term leases for the underlying asset is of low value apply exemption rules of the standards, and recognize the lease payments associated with those leases as an expense mainly on straight-line basis over the lease term.

The cumulative effects due to the application of this standard were recognized on the commencement date of adoption in accordance with the transitional arrangements, the retrospective restatement of prior periods have not been applied.

**a) Finance leases:**

Assets acquired under lease where the Company has substantially all the risk and rewards of ownership are classified as finance leases. Such assets are capitalised at inception of lease at the lower of fair value or present value of minimum lease payments and a liability is created

for an equivalent amount. Each lease rental paid is allocated between the liability and the interest cost so as to obtain a constant periodic rate of interest on the outstanding liability for each period.

**b) Operating leases:**

Assets acquired on leases where a significant portion of the risk and rewards of ownership are retained by the lessor are classified as operating leases. Lease rentals are charged to the statement of profit and loss on accrual basis.

**2 B. Standards issued but not yet effective**

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standards) Amendment Rules, 2022 vide notification no. G.S.R 255(E) dated 31st March 2023. Given below are the amendment made in brief and their possible impact on the financial statements of the company. The company will apply the amendments from 1 April 2023 being the effective date of the amendments:

**Ind AS 1 - Presentation of Financial Statements**

Disclosure of Accounting Policies, amended paragraphs 7, 10, 114, 117 and 122, added paragraphs 117A-117E and deleted paragraphs 118, 119 and 121. The amendments to Ind AS 1 are applicable for annual reporting periods beginning on or after 1 April 2023. The amendment seeks to replace significant accounting policies with material accounting policy information and provides guidance on material accounting policy information. The amendments require complete review of existing disclosure of accounting policies and may involve redrafting, removing some of the accounting policies now being disclosed or adding new accounting policy disclosures. The company is reviewing its accounting policy disclosure to change the same as per the amendments.

**Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors**

Definition of Accounting Estimates, amended paragraphs 5, 32, 34, 38 and 48 and added paragraphs 32A, 32B and 34A. These amendments are applicable for annual reporting periods beginning on or after 1 April 2023. The amendment replaces the definition of changes in accounting estimates with a new definition of accounting estimates and provides guidance on that definition, what are regarded as changes in accounting estimates and how to apply changes in accounting estimates. The amendments shall be applied to changes in accounting estimates and changes in accounting policies that occur on or after 1 April 2023. Therefore, the amendments have no impact on the financial position, financial performance or the cash flows of the entity in the current and previous year.

**Ind AS 12 - Income Taxes**

Deferred Tax related to Assets and Liabilities arising from a Single Transaction, amended paragraphs 15, 22 and 24 and added paragraph 22A. The amendment clarifies that in case, where at the time of initial recognition, equal amount of taxable and deductible temporary differences arise, the initial recognition exemption does not apply and the company shall recognise deferred tax liability and deferred tax asset on gross basis on that date of initial recognition depending on the applicable tax law. This happens typically when a lease liability and right-of-use asset is recognised initially or when decommissioning obligations are initially recognised and the same is added to the cost of the item of property, plant and equipment. If the application of this requirement results in unequal amount of deferred tax asset and deferred tax liability, the difference shall be recognised in profit or loss. These amendments are to be applied for annual reporting periods beginning on or after 1 April 2023 to transactions that occur on or after the beginning of 1 April 2022. The amendment also requires deferred tax assets and deferred tax liabilities to be recognised on 1 April 2022 based on the carrying amounts of the lease liability and right-of-use asset as on 1 April 2022 and recognise any difference in opening balance of retained earnings or another component of equity, where appropriate, if the company has applied the initial recognition exemption requirements earlier or had recognised deferred tax assets and deferred tax liabilities on net basis. The same is also required for decommissioning obligations recognised initially and added to the cost of the item of property, plant and equipment. As the company has recognised deferred tax assets and deferred tax liabilities on gross basis on lease liability and right-of use assets, the amendment has no impact of the financial statements. Further, the requirements relating to decommissioning obligations are not applicable to the company.

**3. Property, Plant and Equipment**

(₹ in Lakhs)

Particulars	Land Leasehold/ Free hold	Office Building	Factory Buildings	Plant & Equipment	Furniture & Fixtures	Vehicles	Computers	Total
<b>Gross Carrying Value as on 01-04-2021</b>	<b>2.03</b>	<b>162.44</b>	<b>73.00</b>	<b>1,076.88</b>	<b>43.66</b>	<b>168.72</b>	<b>9.11</b>	<b>1,535.85</b>
Addition during the year	55.29	Nil	Nil	85.45	0.70	Nil	2.93	144.37
Deduction during the year	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Gross Carrying Value as on 31-03-2022</b>	<b>57.32</b>	<b>162.44</b>	<b>73.00</b>	<b>1,162.33</b>	<b>44.36</b>	<b>168.72</b>	<b>12.04</b>	<b>1,680.22</b>
Addition during the year	Nil	Nil	Nil	109.39	4.64	99.14	Nil	213.17
Deduction during the year	Nil	Nil	Nil	4.51	Nil	9.56	Nil	14.07
Work in Progress during the year	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Gross Carrying Value as on 31-03-2023</b>	<b>57.32</b>	<b>162.44</b>	<b>73.00</b>	<b>1,267.22</b>	<b>49.00</b>	<b>258.29</b>	<b>12.04</b>	<b>1,879.33</b>
<b>Accumulated depreciation as on 01-04-2021</b>	<b>Nil</b>	<b>15.27</b>	<b>13.97</b>	<b>334.15</b>	<b>15.58</b>	<b>88.13</b>	<b>6.10</b>	<b>473.21</b>
Addition during the year	Nil	3.27	2.96	82.31	4.90	20.46	1.72	115.61
Deduction during the year	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Accumulated depreciation as on 31-03-2022</b>	<b>Nil</b>	<b>18.54</b>	<b>16.93</b>	<b>416.47</b>	<b>20.48</b>	<b>108.59</b>	<b>7.82</b>	<b>588.83</b>
Addition during the year	Nil	3.27	2.96	89.56	4.53	29.09	1.39	130.79
Deduction during the year	Nil	Nil	Nil	0.65	Nil	9.08	Nil	9.73
<b>Accumulated depreciation as on 31-03-2023</b>	<b>Nil</b>	<b>21.80</b>	<b>19.89</b>	<b>505.38</b>	<b>25.00</b>	<b>128.60</b>	<b>9.21</b>	<b>709.89</b>
<b>Net Carrying Value as on 31-03-2022</b>	<b>57.32</b>	<b>143.90</b>	<b>56.07</b>	<b>745.87</b>	<b>23.88</b>	<b>60.13</b>	<b>4.22</b>	<b>1,091.39</b>
<b>Net Carrying Value as on 31-03-2023</b>	<b>57.32</b>	<b>140.64</b>	<b>53.11</b>	<b>761.84</b>	<b>24.00</b>	<b>129.69</b>	<b>2.83</b>	<b>1,169.44</b>

**(a) Assets pledged as Security**

Immovable properties of the company Secured by Equitable Mortgage of Fixed Assets both Movable &amp; Immovable.

**(b) Capitalised Borrowing Cost**

Borrowing Cost Capitalised on Property, Plant and Equipment during the year Rs.Nil (PY. Rs.Nil). (Refer Note 5.1).

**(c) Contractual Obligations**

Refer Note.33 for disclosure of Contractual Commitments for the acquisition of property, Plant &amp; Equipment.

**(d)** Title deeds of immovable property (other than proper taken on lease by duly executed lease agreement) are held in the name of the company.

**(e)** No proceedings have been initiated or pending against the company for holding any benami property under the Benami transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

**Note 4 : Other Intangible Assets**

(₹ in Lakhs)

Particulars	Other Intangible Assets	Total
<b>Gross Carrying Value as on 1-04-2021</b>	<b>0.10</b>	<b>0.10</b>
Addition during the year	Nil	Nil
Deduction during the year		
<b>Gross Carrying Value as on 31-03-2022</b>	<b>0.10</b>	<b>0.10</b>
<b>Gross Carrying Value as on 01-04-2022</b>	<b>0.10</b>	<b>0.10</b>
<b>Addition during the year</b>		
<b>Deduction during the year</b>		
<b>Gross Carrying Value as on 31-03-2023</b>	<b>0.10</b>	<b>0.10</b>
<b>Accumulated depreciation as on 1-04-2021</b>	<b>0.10</b>	<b>0.10</b>
Addition during the year		
Deduction during the year		
<b>Accumulated depreciation as on 31-03-2022</b>	<b>0.10</b>	<b>0.10</b>
<b>Addition during the year</b>	Nil	Nil
<b>Deduction during the year</b>		
Accumulated depreciation as on 31-03-2023	<b>0.10</b>	<b>0.10</b>
<b>Net Carrying Value as on 31-03-2022</b>	<b>Nil</b>	<b>Nil</b>
<b>Net Carrying Value as on 31-03-2023</b>	<b>Nil</b>	<b>Nil</b>

5	<b>Work in Process- Capital Goods (CWIP)</b>			(Rs. In Lacs)
	Particulars	Office Building	Furniture	Total
	Op. Balance of CWIP as at 1.4.2021	Nil	Nil	Nil
	Addition during the year	4.95	0.07	5.02
	Tr. To Capital assets during the year	Nil	Nil	Nil
	<b>Op. Balance of CWIP as at 1.4.2022</b>	<b>4.95</b>	<b>0.07</b>	<b>5.02</b>
	Addition during the year	0.73	11.72	12.45
	Tr. To Capital assets during the year	Nil	Nil	Nil
	Closing Balance of CWIP as at 31.3.2023	<b>5.68</b>	<b>11.79</b>	<b>17.47</b>

CWIP aging schedule	As at 31/03/2023		As at 31/03/2022	
	Projects in progress	Projects temporarily suspended	Projects in progress	Projects temporarily suspended
Less than 1 year	12.45	Nil	5.02	Nil
1-2 years	5.02	Nil	Nil	Nil
2-3 years	Nil	Nil	Nil	Nil
More than 3 years	Nil	Nil	Nil	Nil
	<b>17.47</b>	<b>Nil</b>	<b>5.02</b>	<b>Nil</b>

6	<b>Other Non Current Financial Assets</b>	As at 31/03/2023	As at 31/03/2022
		(₹ in Lakhs)	(₹ in Lakhs)
(a)	Security Deposits - Unsecured, considered good	22.95	22.93
(b)	Bank Deposits having maturity of more than 12 Months (Transfer from Other Bank Balance Note No : 11)	1.00	1.00
	<b>Total .....</b>	<b>23.95</b>	<b>23.93</b>



<b>7</b>	<b><u>Other Non Current Assets</u></b>	<b>As at 31/03/2023 (₹ in Lakhs)</b>	<b>As at 31/03/2022 (₹ in Lakhs)</b>
<b>(a)</b>	Advances For Capital Goods - Unsecured, considered good	37.67	1.90
<b>(b)</b>	Advance Tax & TDS (Net) Advance Payment Of Income Tax Less: Provision For Income Tax	Nil Nil Nil	74.68 71.44 3.24
	<b>Total .....</b>	<b>37.67</b>	<b>5.13</b>

<b>8</b>	<b><u>Inventories</u></b>	<b>As at 31/03/2023 (₹ in Lakhs)</b>	<b>As at 31/03/2022 (₹ in Lakhs)</b>
	Raw materials	1,411.51	1,490.67
	Work-in-Process	11.07	11.24
	Finished Goods	796.04	552.56
	Stores & Others	0.33	2.53
	<b>Total .....</b>	<b>2,056.99</b>	<b>1,326.57</b>
8.1	The cost of inventories recognised as an expense during the year was Rs. Nil. (As at March 31, 2022: RS. Nil)		
8.2	Inventory of Raw Material includes material in Transit- as on 31-03-2023 of Rs. Nil (as on 31-03-2022 Rs.88.41 Lakhs).		

<b>9</b>	<b><u>Trade receivables</u></b>	<b>As at 31/03/2023 (₹ in Lakhs)</b>	<b>As at 31/03/2022 (₹ in Lakhs)</b>
	Trade Receivable Considered Good - Secured	-	-
	Trade Receivable Considered Good - Unsecured	2,148.07	2,374.73
	Trade Receivable which have significant increase in Credit Risk	628.17	399.31
	Trade Receivables - credit impaired	11.61	11.61
		<b>2,787.85</b>	<b>2,785.65</b>
	Less: Allowance for doubtful receivables (Expected Credit Loss)	28.63	21.67
		<b>2,759.22</b>	<b>2,763.98</b>

**9.1 Ageing Details**
**Outstanding as on 31/03/2023**

<b>Ageing</b>	<b>Disputed Trade Receivables</b>		<b>Undisputed Trade Receivables</b>	
	<b>Considered Good</b>	<b>Considered Doubtful</b>	<b>Considered Good</b>	<b>Considered Doubtful</b>
Outstanding Less than 6 Months	Nil	Nil	2148.07	Nil
Outstanding Less than 6 Months to 1 Years	Nil	Nil	321.80	Nil
Outstanding between 1 year to 2 Years	Nil	Nil	91.32	Nil
Outstanding between 2 year to 3 Years	Nil	Nil	27.38	Nil
Outstanding More than 3 Years	Nil	11.61	187.66	Nil
<b>Total</b>	<b>Nil</b>	<b>1,160,758.00</b>	<b>2776.24</b>	<b>Nil</b>

**Outstanding as on 31/03/2022**

<b>Ageing</b>	<b>Disputed Trade Receivables</b>		<b>Undisputed Trade Receivables</b>	
	<b>Considered Good</b>	<b>Considered Doubtful</b>	<b>Considered Good</b>	<b>Considered Doubtful</b>
Outstanding Less than 6 Months	Nil	Nil	2,374.74	-
Outstanding Less than 6 Months to 1 Years	Nil	Nil	129.06	-
Outstanding between 1 year to 2 Years	Nil	Nil	238.72	-
Outstanding between 2 year to 3 Years	Nil	Nil	30.31	-
Outstanding More than 3 Years	Nil	11.61	1.22	-
<b>Total</b>	<b>Nil</b>	<b>11.61</b>	<b>2,774.04</b>	<b>-</b>

<b>9.2</b>	Debts due by Firm or Company in which director is a partner or a director or a member:		
	<b>Name</b>	<b>O/s as on 31.03.23</b>	<b>O/s as on 31.03.22</b>
	<b>Receivables from Related Parties</b>	<b>318.86</b>	<b>251.02</b>
<b>9.3</b>	The company has not entered in to any transaction with companies struck off under section 248 of the Companies Act,2013.		

<b>10</b>	<b>Cash and cash Equivalents</b>	<b>As at 31/03/2023 (₹ in Lakhs)</b>	<b>As at 31/03/2022 (₹ in Lakhs)</b>
	Cash on hand	1.17	3.61
	Balances with Banks	0.14	1.35
	<b>Total .....</b>	<b>1.31</b>	<b>4.96</b>

<b>11</b>	<b>Other Bank Balances</b>	<b>As at 31/03/2023 (₹ in Lakhs)</b>	<b>As at 31/03/2022 (₹ in Lakhs)</b>
	Margin Money Deposited with Banks	74.97	88.08
	Bank Deposits with Maturity more than 12 Months (Less : Transfer to Other Non Current Assets Note No 6)	1.00 (1.00)	1.00 (1.00)
		Nil	Nil
	<b>Total .....</b>	<b>74.97</b>	<b>88.08</b>

**11.1** The Company has pledged above deposits with banks and other financial institution as margin money for Bank Guarantees.

<b>12</b>	<b>Other Current Financial Assets</b>	<b>As at 31/03/2023 (₹ in Lakhs)</b>	<b>As at 31/03/2022 (₹ in Lakhs)</b>
	Accrued Interest On Deposits	2.34	2.78
	<b>Total .....</b>	<b>2.34</b>	<b>2.78</b>

<b>13</b>	<b>Other Current Assets</b>	<b>As at 31/03/2023 (₹ in Lakhs)</b>	<b>As at 31/03/2022 (₹ in Lakhs)</b>
	(a) Advances to Suppliers	12.27	56.34
	(b) Prepaid Expenses	21.54	9.14
	(c) Other Advances	6.44	5.11
	(d) Balances with Statutory Authorities	5.09	2.57
	<b>Total .....</b>	<b>73.16</b>	<b>72.63</b>

<b>14</b>	<b>Equity Share Capital</b>	<b>As at 31/03/2023 (₹ in Lakhs)</b>	<b>As at 31/03/2022 (₹ in Lakhs)</b>
	[i] Authorised Share Capital: 50,00,000 (P.Y. 50,00,000) Equity Shares of ₹10 each	500.00	500.00
	[ii] Issued, Subscribed & Paid-up Capital: 42,00,000 (42,00,000) Equity Shares of ₹ 10 each fully paid	420.00	420.00
	<b>Total .....</b>	<b>420.00</b>	<b>420.00</b>

**14.1** The company has only one class of shares referred to as Equity shares having face value of Rs. 10/-. Each Holder of equity share is entitled to 1 vote per share.  
In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the company, after distribution of all preferential amounts. However, no such preferential amounts exist currently. The distribution will be in proportion to the number of equity shares held by the shareholder.

**14.2** Reconciliation of the number of shares outstanding and the amount of share capital as at 31/03/2023 & , 31/03/2022 is set out below:-

Particulars	As at 31/03/2023		As at 31/03/2022	
	No. of Shares	(₹ in Lakhs)	No. of Shares	(₹ in Lakhs)
Shares at the beginning	4,200,000	420.00	4,200,000	420.00
Addition	Nil	Nil	Nil	Nil
Deletion	Nil	Nil	Nil	Nil
Shares at the end	4,200,000	420.00	4,200,000	420.00

**14.3** The details of Share holding more than 5 % is set out below.

Name of Shareholder	As at 31/03/2023		As at 31/03/2022	
	No. of Shares	% held	No. of Shares	% held
Vijaykumar D. Agarwal	1,576,100	37.53%	1,576,100	0.38
Santoshdevi V. Agarwal	247,200	5.89%	247,200	0.06

**14.4** The details of shareholders holding more than 5% shares is set out below.

Name of Shareholder	As at 31/03/2023		As at 31/03/2022	
	No. of Shares	% held	No. of Shares	% held
Vijaykumar D. Agarwal	1,576,100	37.53%	1,576,100	37.53%
Ruchira V. Agarwal	116,800	2.78%	116,800	2.78%
Vanita V. Agarwal	77,700	1.85%	77,700	1.85%
Vikas V. Agarwal	167,800	4.00%	167,800	4.00%
Agarwal Shraddha Vishal	120,300	2.86%	120,300	2.86%
Aaditt Vishal Agarwal	203,600	4.85%	203,600	4.85%
Khwaish Vikash Agarwal	100,100	2.38%	100,100	2.38%
Arya Vikas Agarwal	194,200	4.62%	194,200	4.62%
Santoshdevi V. Agarwal	247,200	5.89%	247,200	5.89%
Vishal V. Agarwal	138,300	3.29%	138,300	3.29%

15	<u>Other Equity</u>	As at 31/03/2023 (₹ in Lakhs)	As at 31/03/2022 (₹ in Lakhs)
(a)	<u>General Reserve</u>		
	Balance as per last financial Statement	23.18	23.18
	Add : Addition during the year	-	-
	Less: Transfer during the year	-	-
	<b>Closing Balance</b>	<b>23.18</b>	<b>23.18</b>
(b)	<u>Surplus/(deficit) in the Statement of Profit and Loss</u>		
	Balance as per last financial Statement	1,617.34	1,415.54
	Add : Profit for the year	228.22	202.45
	Add/(Less): Other Comprehensive income	(8.67)	(0.65)
	Net Surplus in the statement of profit and loss	<b>1,836.89</b>	<b>1,617.34</b>
	<b>Total .....</b>	<b>1,860.07</b>	<b>1,640.52</b>

**General Reserve :** The general reserve is used from time to time to 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, and the items included in the general reserve will not be reclassified subsequently to profit or loss.

**Retained earnings:** The amount that can be distributed by the Company as dividends to its equity shareholders is determined based on the separate financial statements of the Company and also considering the requirements of the Companies Act, 2013. Thus, the amounts reported above are not distributable in entirety.

**Other Comprehensive Income:** The remeasurement gain / (loss) on net defined benefit plans is recognised in Other Comprehensive Income net of tax.

16	<b>Non-Current Borrowings</b>	<b>As at 31/03/2023 (₹ in Lakhs)</b>	<b>As at 31/03/2022 (₹ in Lakhs)</b>
	<b>Secured Borrowings</b>		
	Term Loan from Banks	180.65	154.76
	Less : Current maturities of long-term debt (Less : Transfer to Current Borrowing Note No.19)	73.40	55.50
		<b>107.25</b>	<b>99.26</b>
	<b>Unsecured Borrowings</b>		
	Inter Corporate Deposits	16.48	15.24
	<b>Total .....</b>	<b>123.73</b>	<b>114.50</b>

16.1	<b>Name of Lender</b>	<b>Security Details</b>	<b>Interest Rate</b>	<b>Terms of Repayment</b>
	LOANS AGAINST VEHICLES	Secured Against Hypothecation of Vehicles	Range from 7.90 % to 11.00 %	Repayable in 36 to 67 Monthly Equal instalments
	ECLGS Term Loan From Banks	Extension of second ranking charges over existing primary and collateral securities including mortgages created in favour of the bank.	0.08	48 Months
	Building Term Loan From Bank	Hypotheciation against Office buildings.	0.09	167 Months

**16.2** Unsecured Inter-corporate deposits carries interest @ 9.00% and are repayable in F.Y. 2024-25.

**16.3** The borrowing from the banks has been used for the specific purpose for which it was taken at the balance sheet date.

18	<b>Non Current Provisions</b>	<b>As at 31/03/2023 (₹ in Lakhs)</b>	<b>As at 31/03/2022 (₹ in Lakhs)</b>
	<b>Provision for Employee Benefits</b>		
	For Gratuity ( Refer Note No.29.1)	69.05	45.40
	<b>Total .....</b>	<b>69.05</b>	<b>45.40</b>

19	<b>Deferred Tax Liabilities (Net)</b>	<b>As at 31/03/2023 (₹ in Lakhs)</b>	<b>As at 31/03/2022 (₹ in Lakhs)</b>
	<b>Deferred Tax Liabilities</b>		
	Temporary Difference of Depreciation as per Income Tax Provisions and Companies Act,2013.	126.51	126.68
		<b>126.51</b>	<b>126.68</b>
	<b>Deferred Tax Assets</b>		
	Provision for Expected Credit Loss on Trade Receivables	7.96	6.03
	Provision for Expenses allowable in subsequent years	22.97	15.77
		<b>30.93</b>	<b>21.80</b>
	<b>Net Deferred Tax Liability</b>	<b>95.57</b>	<b>104.88</b>

<b>Movements in Deferred Tax Liabilities</b>	<b>Property, Plant and Equipment</b>	<b>Defined benefit obligation</b>	<b>Diminution in Investments</b>	<b>Provision for doubtful debts</b>
<b>At 31st March, 2021</b>	<b>128.86</b>	<b>(12.11)</b>	<b>(0.43)</b>	<b>(5.38)</b>
Charged/(credited):				
- to profit or loss(Assets)/Liability	(2.18)	(3.41)	0.43	(0.65)
- to other comprehensive income	-	(0)	Nil	Nil
<b>At 31st March, 2022</b>	<b>126.68</b>	<b>(15.77)</b>	<b>Nil</b>	<b>(6.03)</b>
Charged/(credited):				
- to profit or loss	(0)	(4)	Nil	(1.94)
- to other comprehensive income		(3)	Nil	Nil
<b>At 31st March, 2023</b>	<b>127</b>	<b>(23)</b>	<b>Nil</b>	<b>(7.96)</b>

<b>19</b>	<b>Current Borrowings</b>	<b>As at 31/03/2023 (₹ in Lakhs)</b>	<b>As at 31/03/2022 (₹ in Lakhs)</b>
	<b>Secured Borrowing</b>		
	Working Capital loans From Bank (Repayable on Demand)	916.73	1,300.74
	Current maturities of Long-Term Debt (Less : Transfer from Non-Current Borrowing Note No.16)	73.40	55.50
	<b>Unsecured Borrowing</b>		
	Loans from related parties	668.52	592.40
	<b>Total .....</b>	<b>1,658.66</b>	<b>1,948.64</b>

<b>19.1</b>	<b>Security : Name of Lender</b>	<b>Security</b>	<b>Interest Rate</b>
	Workign Capital Loans from HDFC Bank Ltd.	Primary Security against Hypothecation of Inventory, Receivables an other Current Assets of the Company. Collateral Security against Hypothecation of Plant and Machinery, Factory Building and Commercial Office. Personal Gurantees of Mr. Vijaykumar D Agarwal and Mr. Vishal V Agarwal	8.25 to 10.75 % p.a.
	Loans from Relatives	Unsecured	9% p.a.

<b>19.2</b>	The borrowing from the banks has been used for the specific purpose for which it was taken at the balance sheet date.
<b>19.3</b>	The company has been not declared as willful defaulter by Reserve Bank of India till 31/03/2023.
<b>19.4</b>	Details in respect of Difference in respect of Current assets as per books and details as provided in quarterly returns filed by the company, the details of the same are as under:

Quarter	Particulars of Security provided to HDFC Bank	Amounts as per books of accounts	Amounts as reported in Quarterly Statement provided to bank	Amount of Difference	Reason for material Discrepancies
June' 22	Inventories	2310.86	2310.86	Nil	Nil
	Debtors	2632.14	2632.14	Nil	Nil
	Creditors	1026.97	1026.97	Nil	Nil
Sept' 22	Inventories	2254.47	2254.47	Nil	Nil
	Debtors	2879.35	2879.35	Nil	Nil
	Creditors	1288.85	1288.85	Nil	Nil
Dec' 22	Inventories	2324.26	2324.26	Nil	Nil
	Debtors	2993.94	2993.94	Nil	Nil
	Creditors	1151.65	1188.84	(37.19)	Nil
March 23	Inventories	2218.95	2267.11	(48.16)	Nil
	Debtors	2787.85	2728.72	59.14	Nil
	Creditors	1278.06	1278.06	Nil	Nil
Quarter	Particulars of Security provided to HDFC Bank	Amounts as per books of accounts	Amounts as reported in Quarterly Statement provided to bank	Amount of Difference	Reason for material Discrepancies
June' 21	Inventories	1,452.50	1,452.50	-	-
	Debtors	2,309.43	2,309.43	-	-
	Creditors	608.95	615.91	(6.96)	-
Sept' 21	Inventories	1,449.92	1,449.92	-	-
	Debtors	2,430.22	2,430.22	-	-
	Creditors	626.06	632.21	(6.15)	-
Dec' 21	Inventories	1,715.88	1,715.88	-	-
	Debtors	2,623.90	2,623.90	-	-
	Creditors	740.29	653.95	86.34	Nil
22	Inventories	1,966.05	1,966.05	-	-
	March' Debtors	2785.65	2785.65	Nil	Nil
	Creditors	1007.77	953.97	53.79	Nil
Note:2 Due to Creditors against LC & Buyers Credit are not required to disclosed in stock statement submitted to the bank as per advice & instruction of the bank.					

20	Trade payables	As at 31/03/2023 (₹ in Lakhs)	As at 31/03/2022 (₹ in Lakhs)
	Outstanding dues of Micro enterprise and Small Enterprise	7.30	8.94
	Outstanding dues of creditors other than Micro enterprise and Small Enterprise	1,270.75	1,018.66
	<b>Total .....</b>	<b>1,278.06</b>	<b>1,027.60</b>

**20.1 Ageing Details**

(₹ in Lakhs)

AS on 31.3.2023	MSME Trade Payables		Other than MSME Trade Payables	
	Disputed	Undisputed	Disputed	Undisputed
Outstanding Less than 1 Years	Nil	7.30	Nil	1258.63
Outstanding between 1 year to 2 Years	Nil	Nil	Nil	Nil
Outstanding between 2 year to 3 Years	Nil	Nil	Nil	3.60
Outstanding More than 3 Years	Nil	Nil	Nil	8.52
<b>Total</b>	<b>Nil</b>	<b>7.30</b>	<b>Nil</b>	<b>1270.75</b>

AS on 31.3.2022	MSME Trade Payables		Other than MSME Trade Payables	
	Disputed	Undisputed	Disputed	Undisputed
Outstanding Less than 1 Years	Nil	8.94	Nil	1000.20
Outstanding between 1 year to 2 Years	Nil	Nil	Nil	4.88
Outstanding between 2 year to 3 Years	Nil	Nil	Nil	2.43
Outstanding More than 3 Years	Nil	Nil	Nil	11.15
<b>Total</b>	<b>Nil</b>	<b>8.94</b>	<b>Nil</b>	<b>1018.66</b>

**20.2** The above figures in respect of trade payables include an amount of Rs. 65.80 Lacs (P.Y. 106.69 Lacs) payable to Firms and companies in which directors are partner or directors. (Refer Note :38).

**20.3** The company has not entered in to any transaction with companies struck off under section 248 of the Companies Act,2013.

**20.4** Under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED) which came in to force from 02.10.2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. On the basis of the information and records available with management, outstanding dues to the Micro and Small enterprise as defined in the MSMED Act, 2006 are disclosed as below and this has been relied upon by the Auditor.: by the Auditor.:

Particulars	As at 31/03/2023 (₹ in Lakhs)	As at 31/03/2022 (₹ in Lakhs)
The Principal amount remaining unpaid to any supplier as at the year end	7.30	8.94
Interest due thereon	0.09	0.45
Amount of interest paid by the Company in terms of section 16 of MSMED Act.	-	-
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 the MSMED 2006.	0.03	0.40
Amount of interest accrued and remaining unpaid at the end of accounting year	0.06	0.06
the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise for the purpose of disallowance of a deductible expenditure under section 23 of Micro, Small and Medium Enterprise Development Act, 2006.	0.09	0.45
Disclosure of payable to vendors as defined under the "Micro, Small and Medium Enterprise Development Act, 2006" is based on the information available with the Company regarding the status of registration of such vendors under the said Act, as per the intimation received from them on requests made by the Company and the same has been relied by the Auditor.		

<b>21</b>	<b><u>Other Current Financial Liabilities</u></b>	<b>As at 31/03/2023 (₹ in Lakhs)</b>	<b>As at 31/03/2022 (₹ in Lakhs)</b>
	Employee Benefits Payable	170.29	118.78
	Interest Payable	11.01	8.73
	<b>Total .....</b>	<b>181.30</b>	<b>127.51</b>
<b>22</b>	<b><u>Other Current Liabilities</u></b>	<b>As at 31/03/2023 (₹ in Lakhs)</b>	<b>As at 31/03/2022 (₹ in Lakhs)</b>
	Advance received from customers	196.59	162.69
	Creditors for Expenses	300.80	373.34
	Other Statutory dues	30.17	30.88
	Other Payables	11.52	7.85
	<b>Total .....</b>	<b>539.08</b>	<b>574.76</b>
<b>23</b>	<b><u>Current Provisions</u></b>	<b>As at 31/03/2023 (₹ in Lakhs)</b>	<b>As at 31/03/2022 (₹ in Lakhs)</b>
	<b>Provision for Employee Benefits</b> For Gratuity ( Refer note no. 29)	13.50	11.30
	<b>Total .....</b>	<b>13.50</b>	<b>11.30</b>
<b>24</b>	<b><u>Current Tax Liabilities (Net)</u></b>	<b>As at 31/03/2023 (₹ in Lakhs)</b>	<b>As at 31/03/2022 (₹ in Lakhs)</b>
	Provision For Income Tax	114.04	101.90
	Less : Advance Payment Of Income Tax	2.39	1.59
	<b>Total .....</b>	<b>111.65</b>	<b>100.31</b>
<b>25</b>	<b><u>Revenue from operation</u></b>	<b>As at 31/03/2023 (₹ in Lakhs)</b>	<b>As at 31/03/2022 (₹ in Lakhs)</b>
	<b><u>Revenue from Contracts with Customers*</u></b>		
	<b><u>Sales of Products</u></b>		
	Finished Goods	7,708.64	7,026.54
		7,708.64	7,026.54
	<b><u>Other Operating Revenue</u></b>		
	Export Benefit / Duty Drawback Received	110.22	134.43
	Scrap Sales	11.23	9.64
	<b>Total .....</b>	<b>7,830.09</b>	<b>7,170.61</b>
	* Revenue from Contracts with Customers is after providing discounts related to Sale of products		
	<b><u>Sale of Product</u></b>		
	Finished Goods	7,792.38	7,190.46
	Export Benefit / Duty Drawback Received	110.22	134.43
Scrap Sales	11.23	9.64	
	<b>7,913.83</b>	<b>7,334.53</b>	
Less: Discount / Rate Difference	83.74	163.93	
<b>Total Sale of Product</b>	<b>7,830.09</b>	<b>7,170.61</b>	



<b>26</b>	<b><u>Other Income</u></b>	<b>As at 31/03/2023 (₹ in Lakhs)</b>	<b>As at 31/03/2022 (₹ in Lakhs)</b>
	Interest Income from deposits	3.37	3.66
	Insurance Claim Received	4.18	0.74
	Foreign Exchange Fluctuation (Net)	69.12	36.84
	Provision for Investment W/back	Nil	1.54
	Loss / (Profit) on Derecognition of Property, Plant & Equipment(Net)	1.14	Nil
	<b>Total .....</b>	<b>77.80</b>	<b>42.78</b>
<b>27</b>	<b><u>Cost of Materials Consumed</u></b>	<b>As at 31/03/2023 (₹ in Lakhs)</b>	<b>As at 31/03/2022 (₹ in Lakhs)</b>
	Inventory at the beginning of the year	1,490.67	665.51
	Add: Purchase (Net)	4,854.99	5,318.77
	Less: Inventory at the end of the year	1,411.51	1,490.67
	<b>Cost of Materials Consumed</b>	<b>4,934.14</b>	<b>4,493.61</b>
<b>28</b>	<b><u>Change In Inventories Of Finished Goods,Work In Progress And Stock In Trade</u></b>	<b>As at 31/03/2023 (₹ in Lakhs)</b>	<b>As at 31/03/2022 (₹ in Lakhs)</b>
	<b>Inventory at the beginning of the year</b>		
	Work-in-process	11.24	10.69
	Finished Goods	552.56	649.33
		<b>563.80</b>	<b>660.02</b>
	<b>Inventory at the end of the year</b>		
	Work-in-process	11.07	11.24
	Finished Goods	796.04	552.56
		<b>807.11</b>	<b>563.80</b>
	<b>Decretion / (Accretion) to Stock</b>	<b>(243.31)</b>	<b>96.23</b>
	<b><u>Details of Inventory</u></b>		
	<b>Finished Goods</b>		
	Laminated Sheets	795.39	551.92
	Industrial Insulation	0.65	0.64
		<b>796.04</b>	<b>552.56</b>
<b>Work in Progress</b>			
Laminated Sheets	11.07	11.24	
	<b>11.07</b>	<b>11.24</b>	
<b>29</b>	<b><u>Employee Benefit Expense</u></b>	<b>As at 31/03/2023 (₹ in Lakhs)</b>	<b>As at 31/03/2022 (₹ in Lakhs)</b>
	Salary, Wages & Bonus	663.06	560.31
	Managerial Remuneration	155.26	119.92
	Contribution to Provident Fund & Other Funds	37.28	33.54
	<b>Total .....</b>	<b>855.61</b>	<b>713.76</b>

**29.1 Ind AS 19 the Company has recognized in the financial statements in respects of Employee Benefits Schemes as per Actuarial Valuation as on 31st March, 2023.**

(₹ in Lakhs)

**A. Amount of Defined Benefit Obligation in respect of Gratuity liability is recognised in the balance sheet as Follows:**

Particulars	Projected Unit Credit Method	
	2022-23	2021-22
<b>A. Change in defined benefit obligation</b>	<b>31-03-2023</b>	<b>31-03-2022</b>
1. Defined benefit obligation at beginning of period	105.85	90.08
2. Service cost		
a. Current service cost	11.30	10.12
b. Past service cost	Nil	Nil
c. (Gain) / loss on settlements	Nil	Nil
3. Interest expenses	5.46	4.09
4. Cash flows	Nil	Nil
a. Benefit payments from plan	Nil	Nil
b. Benefit payments from employer	Nil	Nil
c. Settlement payments from plan	Nil	Nil
d. Settlement payments from employer	Nil	Nil
5. Remeasurements		
a. Effect of changes in demographic assumptions	Nil	Nil
b. Effect of changes in financial assumptions	(5.59)	(2.02)
c. Effect of experience adjustments	18.20	3.58
6. Transfer In /Out		
a. Transfer In	Nil	Nil
b. Transfer out	(2.54)	Nil
7. Defined benefit obligation at end of period	132.67	105.85
<b>B. Change in fair value of plan assets</b>	<b>31-03-2023</b>	<b>31-03-2022</b>
1. Fair value of plan assets at beginning of period	49.15	46.55
2. Interest income	2.34	1.94
3. Cash flows		
a. Total employer contributions	Nil	Nil
(i) Employer contributions	Nil	Nil
(ii) Employer direct benefit payments	Nil	Nil
(iii) Employer direct settlement payments	Nil	Nil
b. Participant contributions	Nil	Nil
c. Benefit payments from plan assets	Nil	Nil
d. Benefit payments from employer	Nil	Nil
e. Settlement payments from plan assets	Nil	Nil
f. Settlement payments from employer	Nil	Nil
4. Remeasurements		
a. Return on plan assets (excluding interest income)	0.60	0.67
5. Transfer In /Out		
a. Transfer In	0.57	Nil
b. Transfer out	Nil	Nil
Benefit Paid	(2.54)	Nil
6. Fair value of plan assets at end of period	50.11	49.15
<b>C. Amounts recognized in the statement of financial position</b>	<b>31-03-2023</b>	<b>31-03-2022</b>
1. Defined benefit obligation	132.67	105.85
2. Fair value of plan assets	(50.11)	(49.15)
3. Funded status	82.56	56.70
4. Effect of asset ceiling	Nil	Nil
5. Net defined benefit liability (asset)	82.56	56.70

<b>D.</b>	<b>Components of defined benefit cost</b>	<b>31-03-2023</b>	<b>31-03-2022</b>
1.	Service cost		
	a. Current service cost	10.12	11.64
	b. Past service cost	Nil	Nil
	c. (Gain) / loss on settlements	Nil	Nil
	d. Total service cost	10.12	11.64
2.	Net interest cost		
	a. Interest expense on DBO	4.52	4.04
	b. Interest (income) on plan assets	1.94	2.36
	c. Interest expense on effect of (asset ceiling)	-	-
	d. Total net interest cost	2.15	2.16
3.	Remeasurements (recognized in other comprehensive income)	-	-
	a. Effect of changes in demographic assumptions	-	(1.53)
	b. Effect of changes in financial assumptions	(2.02)	2.78
	c. Effect of experience adjustments	3.58	(10.36)
	d. (Return) on plan assets (excluding interest income) *	(0.67)	(0.46)
	e. Changes in asset ceiling (excluding interest income)	-	-
	f. Total Remeasurements included in OCI	0.90	(9.58)
4.	Total defined benefit cost recognized in P&L and OCI	13.17	4.22
<b>E.</b>	<b>Re-measurement</b>	<b>31-03-2023</b>	<b>31-03-2022</b>
	a. Actuarial Loss/(Gain) on DBO	Nil	Nil
	b. Returns above Interest Income	Nil	Nil
	c. Change in Asset ceiling	Nil	Nil
	Total Re-measurements (OCI)	Nil	Nil
<b>F.</b>	<b>Employer Expense (P&amp;L)</b>	<b>31-03-2023</b>	<b>31-03-2022</b>
	a. Current Service Cost	11.30	10.12
	b. Interest Cost on net DBO	3.11	2.15
	c. Past Service Cost	Nil	Nil
	d. Total P&L Expenses	14.41	12.27
<b>G.</b>	<b>Net defined benefit liability (asset) reconciliation</b>	<b>31-03-2023</b>	<b>31-03-2022</b>
1.	Net defined benefit liability (asset)	56.70	43.53
2.	Defined benefit cost included in P&L	14.41	12.27
3.	Total Remeasurements included in OCI	12.01	0.90
4.	a. Employer contributions	(0.57)	Nil
	b. Employer direct benefit payments	Nil	Nil
	c. Employer direct settlement payments	Nil	Nil
5.	Net transfer	Nil	Nil
6.	Net defined benefit liability (asset) as of end of period	82.56	56.70
<b>H.</b>	<b>Significant actuarial assumptions</b>	<b>31-03-2023</b>	<b>31-03-2022</b>
1.	Discount rate Current Year	0.07	0.06
2.	Discount rate PreviousYear	Nil	Nil
3.	Salary increase rate	0.07	0.07
4.	Attrition Rate	5% at all ages	5% at all ages
5.	Retirement Age	60.00	60.00
6.	Pre-retirement mortality	Indian Assured Lives Mortality (2012-14) Ultimate	Indian Assured Lives Mortality (2006-08) Ultimate
7.	Disability	Nil	Nil

<b>I.</b>	<b>Expected cash flows for following year</b>	<b>31-03-2023</b>	<b>31-03-2022</b>
1.	Expected employer contributions / Addl. Provision Next Year	13.50	11.30
2.	Expected total benefit payments		
	Year 1	41.50	32.82
	Year 2	22.36	10.71
	Year 3	19.56	15.33
	Year 4	12.42	13.63
	Year 5	15.59	8.47
	Next 5 years	43.01	39.02
<b>J.</b>	<b>Defined benefit obligation at end of period</b>	<b>31-03-2023</b>	<b>31-03-2022</b>
	Current Obligation	13.50	11.30
	Non-Current Obligation	69.05	45.40
	<b>Total</b>	<b>82.56</b>	<b>56.70</b>
	<b>SUMMARY</b>		
	<b>Assets / Liabilities</b>	<b>31-03-2023</b>	<b>31-03-2022</b>
1.	Defined benefit obligation at end of period	82.56	56.70
2.	Fair value of plan assets at end of period	50.11	49.15
3.	Net defined benefit liability (asset)	32.44	7.55
4.	Defined benefit cost included in P&L	14.41	12.27
5.	Total Remeasurements included in OCI	12.01	0.90
6.	Total defined benefit cost recognized in P&L and OCI	26.42	13.17

<b>30</b>	<b><u>Finance Costs</u></b>	<b>For the Year ended 31/03/2023 (₹ in Lakhs)</b>	<b>For the Year ended 31/03/2022 (₹ in Lakhs)</b>
	Interest Paid to Bank	96.01	76.72
	Interest Paid to Others	70.81	50.31
	Other borrowing cost	70.94	38.06
	<b>Total .....</b>	<b>237.76</b>	<b>165.10</b>
<b>31</b>	<b><u>Depreciation And Amortisation Expense</u></b>	<b>For the Year ended 31/03/2023 (₹ in Lakhs)</b>	<b>For the Year ended 31/03/2022 (₹ in Lakhs)</b>
	Depreciation of Property, Plant and Equipment	130.79	115.61
	Amortisation of Intangible Assets	Nil	Nil
	<b>Total .....</b>	<b>130.79</b>	<b>115.61</b>
<b>32</b>	<b><u>Other Expenses</u></b>	<b>For the Year ended 31/03/2023 (₹ in Lakhs)</b>	<b>For the Year ended 31/03/2022 (₹ in Lakhs)</b>
	Stores & Spares consumed	26.46	14.86
	Packing Material Consumed	90.09	85.23
	Electricity & Fuel charges	374.73	305.54
	<b>Repairs To:</b>		
	Building	4.00	0.13
	Machinery	46.99	51.06
	Other	3.82	3.45
	<b>Total .....</b>	<b>54.81</b>	<b>54.64</b>

Insurance	14.96	17.53
Rent,Rates & Taxes	51.15	32.70
Stationery & Printing	4.94	6.23
Advertisement & Sales Promotion Expense	345.99	181.17
Telephone and Postage	46.24	17.24
Traveling & Conveyance Expense	158.12	47.25
Professional Fees	21.78	23.90
Freight & Delivery charges	394.48	422.78
<b>Auditor's Remuneration:</b>		
For Audit Fees	2.75	2.75
For Tax Audit Fees	0.50	Nil
For Certification	0.16	Nil
For Income Tax & Consultancy	0.21	Nil
<b>Total .....</b>	<b>3.61</b>	<b>2.75</b>
Impariment of Loss (ECL- Refere note:43 (I)(ii))	6.96	2.34
Investment W/off	Nil	1.60
Loss / (Profit) on Discarded of Property, Plant & Equipment(Net)	0.48	Nil
Bad Debts Written Off	(5.38)	43.66
Donation	4.33	13.11
Security Charges	22.99	22.82
General Charges	46.46	43.85
(including License Fees, Office & Misc. Expenses,Admn. Charges, Service and water charges services)		
<b>Total .....</b>	<b>1,663.20</b>	<b>1,339.21</b>

<b>33</b>	<b><u>Income tax recognised in profit or loss</u></b>	<b>For the Year ended 31/03/2023 (₹ in Lakhs)</b>	<b>For the Year ended 31/03/2022 (₹ in Lakhs)</b>
	Current tax	102.80	92.00
	Tax expense related to prior year	4.64	1.24
		<b>107.44</b>	<b>93.24</b>
	Deferred tax liabilty / (assets)	(5.96)	(5.82)
		<b>(5.96)</b>	<b>(5.82)</b>
	<b>Total .....</b>	<b>101.48</b>	<b>87.43</b>
	<b>Income tax reconciliation</b>		
	<b>Particulars</b>	<b>For the Year ended 31/03/2023 (₹ in Lakhs)</b>	<b>For the Year ended 31/03/2022 (₹ in Lakhs)</b>
	<b>Profit before tax</b>	329.69	289.88
	Tax expenses reported during the year	101.48	87.43
	Income tax expenses calculated at 27.82%	91.72	80.64
	<b>Difference</b>	<b>9.76</b>	<b>6.78</b>
	Permanent disallowances	5.81	5.21
	Prior Period tax	4.64	1.24
	Other Items	(0.70)	0.32
	<b>Total</b>	<b>9.76</b>	<b>6.78</b>

34	<b>Statement of Other Comprehensive Income</b>	For the Year ended 31/03/2023 (₹ in Lakhs)	For the Year ended 31/03/2022 (₹ in Lakhs)
	<b>(i) Items that will not be reclassified to profit and loss</b> Remeasurement of defined benefit plans Actuarial gain/(loss)	(12.01)	(0.90)
	<b>(ii) Income tax relating to these items that will not be reclassified to profit and loss</b> Deferred tax impact on actuarial gain/(loss)	3.34	0.25
	<b>Total .....</b>	<b>(8.67)</b>	<b>(0.65)</b>

(₹ in Lakhs)

35	<b>Earning per Share</b>	Unit ended 31/03/2023 (₹ in Lakhs)	For the Year ended 31/03/2022 (₹ in Lakhs)	For the Year
	Profit Attributable to Equity Share Holders from Continuing Operations (Profit after Tax)	Rs. In Lacs	228.22	202.45
	Weighted average No. of shares used as denominator for calculating Basic and Diluted	Numbers	4,200,000	4,200,000
	Nominal Value of Share	Rs.	10.00	10.00
	Basic and Diluted Earnings per Share	Rs.	<b>5.43</b>	<b>4.82</b>

**37 Contingent liabilities & Commitments**

- a. Disputed Demand of Income Tax of Rs. 18.63 Lacs (P.Y. Rs. 16.62 Lacs) against which company had filed rectification applications and the same are not disposed by the Income Tax Department.
- b. Letter of Credit Outstanding on the balance sheet date is for Rs. 324.74 Lacs (P.Y. Rs. 208.43 Lacs).
- c. Bank Guarantee given by Bank to Custom Department Rs. 5.25 Lacs. (P.Y. Rs. 5.25 Lacs).
- d. Capital Commitment of Rs. 70.36 Lacs (P.Y. 1.83 Lacs) for which company has paid Rs. 37.67 Lacs (P.Y. 1.83 Lacs) which are shown under "Other Non-Current Assets".
- e. There are certain pending labour cases against the Company, for which amount is not ascertainable.

**38 Segment Reporting**

The Company's management, consisting of the chief executive officer, the chief financial officer and the manager for corporate planning, monitors the operating results of the below business segments separately for the purpose of making decisions about resource allocation and performance assessment and accordingly, based on the principles for determination of segments given in Indian Accounting Standard 108 "Operating Segments" and in the opinion of management the Co. is primarily engaged in the business of Decorative Laminated Sheets. All other activities of the Co. revolve around the main business and as such there is no separate reportable business segment.

The operations of the company are confined to India as well as outside India with export contributing to 35.04 % (P.Y. 33.11 %) of annual turnover. Hence in view of the management India and exports market represents different geographical segment.

(₹ in Lakhs)

**Secondary segment information for the year ended 31st March, 2023.**

Particulars	India	Outside India	Total Rs.
<b>Revenue by Geographical Market</b>	5,116.01 (4,857.05)	2,714.08 (2,313.55)	7,830.09 (7,170.61)
<b>Carrying Amount of Segment Assets (Non current assets)</b>	1,248.53 1,125.47	Nil Nil	1,248.53 1,125.47

**Details of customer contributing 10% or more of total revenue:**

	<b>Particulars</b>	<b>2022-23</b>	<b>2021-22</b>
	No. of customers contributing 10% or more of total revenue (individually)	1.00	1.00
	Amount of revenue	7,830.09	7,170.61
	% of total revenue	20.68	18.95

**39 Remuneration to directors :**

<b>Sr. No.</b>	<b>Particulars</b>	<b>2022-23 (₹ in Lakhs)</b>	<b>2021-22 (₹ in Lakhs)</b>
1	Salary & Bonus	144.00	108.00
2	Perquisites	11.26	11.92
	<b>Total</b>	<b>155.26</b>	<b>119.92</b>
3	Contribution to Provident Fund	5.18	3.57
	<b>Total</b>	<b>160.45</b>	<b>123.49</b>

(₹ in Lakhs)

## 40 Details in respect of Analytical Ratios of the Company

Sr. No.	Particulars	Numerator Description	Denominator Description	For the Year 2022-23		For the Year 2021-22		% of Variance	Reason for Variance	
				Numerator	Denominator	Ratio	Numerator			Denominator
1	Current Ratio	Current Assets	Current Liabilities	5,102.13	3,782.24	1.35	4,989.95	3,790.12	1.32	2.46%
2	Debt - Equity Ratio	Total Debts	Shareholders Equity	1,782.38	2,280.07	0.78	2,063.14	2,060.52	1.00	-21.93%
3	Debt Service Coverage Ratio	Earning available for Debt services	Debt Service	597.25	1,782.38	0.34	483.16	2,063.14	0.23	43.08%
4	Return on Equity Ratio	PAT Less Preference Dividend	Average of Shareholder Funds	228.22	2,170.30	0.11	202.45	1,959.62	0.10	1.78%
5	Inventory turnover Ratio	COGS	Average Inventory	4,690.84	2,137.97	2.19	4,589.84	1,691.78	2.71	-19.13%
6	Trade Receivables turnover Ratio	Net Credit Sales	Average Trade Receivables	7,719.87	2,761.60	2.80	7,036.18	2,520.55	2.79	0.14%
7	Trade payables turnover Ratio	Net Credit Purchase	Average Trade Creditors	4,854.99	1,152.83	4.21	5,318.77	757.49	7.02	-40.02%
8	Net Capital turnover Ratio	Net Sales	Working Capital	7,719.87	1,319.89	5.85	7,036.18	1,199.83	5.86	-0.26%
9	Net Profit Ratio	Net Profit	Net Sales	228.22	7,719.87	0.03	202.45	7,036.18	0.03	2.74%
10	Return on Capital employed	PBIT	Capital Employed	557.55	2,280.07	0.24	445.07	2,060.52	0.22	13.21%
11	Return on investment (Capital Gain Method on Face Value)	Income from Investment	Avg. Investments	Nil	Nil	Nil	Nil	Nil	Nil	Nil

Since during the year Export Sales increase and also Cost of production has reduce so that the PAT has increase as compare to last year.

Increase in Creditors due to purchase during last 4 to 5 months increase as compared to previous period

Its based on Trading Price at BSE and Face Value of Shares. Because performance of company increase since last 2 years. But share price increase higher in last year as compared to current year.



**41 Fair Value Measurements**

Financial instrument by category and their fair value

(₹ in Lakhs)

As at 31st March, 2023	Note Reference	Carrying Amount				Fair Value			
	No.	FVPTL	FVOCI	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>									
Non Current Investments		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Trade Receivables	9	Nil	Nil	2,759.22	2,759.22	Nil	Nil	2,759.22	2,759.22
Cash and Cash Equivalents	10	Nil	Nil	1.31	1.31	Nil	Nil	1.31	1.31
Other Bank Balances	11	Nil	Nil	74.97	74.97	Nil	Nil	74.97	74.97
<b>Other Financial Assets</b>									
Non Current	7	Nil	Nil	37.67	37.67	Nil	Nil	37.67	37.67
Current <sup>12</sup>	Nil	Nil	2.34	2.34	Nil	Nil	2.34	2.34	Nil
<b>Total Financial Assets</b>		<b>Nil</b>	<b>Nil</b>	<b>2,875.50</b>	<b>2,875.50</b>	<b>Nil</b>	<b>Nil</b>	<b>2,875.50</b>	<b>2,875.50</b>
<b>Financial Liabilities</b>									
<b>Borrowings</b>									
Non Current	16	Nil	Nil	123.73	123.73	Nil	Nil	123.73	123.73
Current	19	Nil	Nil	1,658.66	1,658.66	Nil	Nil	1,658.66	1,658.66
Other Financial Liabilities									
Current	21	Nil	Nil	181.30	181.30	Nil	Nil	181.30	181.30
Trade Payables	20	Nil	Nil	1,278.06	1,278.06	Nil	Nil	1,278.06	1,278.06
<b>Total Financial Liabilities</b>		<b>Nil</b>	<b>Nil</b>	<b>3,241.74</b>	<b>3,241.74</b>	<b>Nil</b>	<b>Nil</b>	<b>3,241.74</b>	<b>3,241.74</b>

As at 31st March, 2022	Note Reference	Carrying Amount				Fair Value			
	No.	FVPTL	FVOCI	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>									
Non Current Investments		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Trade Receivables	9	Nil	Nil	2,763.98	2,763.98	Nil	Nil	2,763.98	2,763.98
Cash and Cash Equivalents	10	Nil	Nil	4.96	4.96	Nil	Nil	4.96	4.96
Other Bank Balances	11	Nil	Nil	88.08	88.08	Nil	Nil	88.08	88.08
<b>Other Financial Assets</b>									
Non Current	7	Nil	Nil	5.13	5.13	Nil	Nil	5.13	5.13
Current <sup>12</sup>	Nil	Nil	2.78	2.78	Nil	Nil	2.78	2.78	Nil
<b>Total Financial Assets</b>		<b>Nil</b>	<b>Nil</b>	<b>2,864.94</b>	<b>2,864.94</b>	<b>Nil</b>	<b>Nil</b>	<b>2,864.94</b>	<b>2,864.94</b>
<b>Financial Liabilities</b>									
<b>Borrowings</b>									
Non Current	16	Nil	Nil	114.50	114.50	Nil	Nil	114.50	114.50
Current <sup>19</sup>	Nil	Nil	1,948.64	1,948.64	Nil	Nil	1,948.64	1,948.64	Nil
Other Financial Liabilities									
Current	21	Nil	Nil	127.51	127.51	Nil	Nil	127.51	127.51
Trade Payables	20	Nil	Nil	1,027.60	1,027.60	Nil	Nil	1,027.60	1,027.60
<b>Total Financial Liabilities</b>		<b>Nil</b>	<b>Nil</b>	<b>3,218.26</b>	<b>3,218.26</b>	<b>Nil</b>	<b>Nil</b>	<b>3,218.26</b>	<b>3,218.26</b>

The above fair value hierarchy explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost for which fair values are disclosed in the financial statements. To provide the indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments in to three levels prescribed is as under:

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

There were no transfers between the levels during the year

#### **Valuation process**

The finance department of the Company includes a team that performs the valuations of financial assets and liabilities required for financial reporting purposes, including level 3 fair values. The fair valuation of level 1 and level 2 classified assets and liabilities are readily available from the quoted prices in the open market and rates available in secondary market respectively. The valuation method applied for various financial assets and liabilities are as follows -

1. Quoted price in the primary market (NAV) considered for the fair valuation of the current investment i.e Mutual fund. Gain / (loss) on fair valuation is recognised in profit and loss.
2. The carrying amount of trade receivable, trade payable, cash and bank balances, short term loans and advances, statutory/ receivable, short term borrowing, employee dues are considered to be the same as their fair value due to their short-term nature.

## **42 Financial risk management**

The Company has exposure to the following risks arising from financial instruments:

- I Credit Risk
- II Liquid Risk
- III Market Risk

### **Risk Management Framework**

The Company's risk management is governed by policies and approved by the board of directors. Company's identifies, evaluates and hedges financial risks in close co-operation with the Company's operating units. The company has policies for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk, use of derivative financial instruments and non-derivative financial instruments.

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company manages market risk through a treasury department, which evaluates and exercises independent control over the entire process of market risk management. The treasury department recommends risk management objectives and policies, which are approved by Board of Directors. The activities of this department include management of cash resources, borrowing strategies, and ensuring compliance with market risk limits and policies.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The audit committee oversees how management monitors compliance with the company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

### **I Credit Risk**

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company is exposed to credit risk from its operating activities (primarily trade receivables), cash and cash equivalents and other financial instruments. Customer credit risk is managed by each business unit subject to the Company's established policy, procedures and control relating

to the customer credit risk management. Outstanding customer receivables are regularly monitored and taken up on case to case basis. The Company has adopted a policy of dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company's exposure and the credit scores of its counterparties are continuously monitored. Credit exposure is controlled by counterparty limits that are reviewed and approved by the management team on a regular basis. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions representing large number of minor receivables operating in largely independent markets. "The credit risk on cash and bank balances and derivative financial instruments is limited because the counterparties are banks with high credit ratings assigned by international credit rating agencies.

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The Company maintain its cash and cash equivalents and bank deposits with banks having good reputation, good past track record and high quality credit rating and also reviews their credit-worthiness on an on-going basis. "The maximum exposure to credit risk at the reporting date is primarily from trade receivables. Credit risk has always been managed by the company through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the company grants credit terms in the normal course of business. "On account of the adoption of Ind AS 109, the company uses ECL model to assess the impairment loss or gain. The company uses a provision matrix to compute the ECL allowance for trade receivables and unbilled revenues. The provision matrix takes into account available external and internal credit risk factors and the company's experience for customers.

The company has assessed that credit risk on loans given is insignificant based on the empirical data. "The credit risk on cash and bank balances and derivative financial instruments is limited because the counterparties are banks with high credit ratings assigned by international credit rating agencies.

The Company reviews trade receivables on periodic basis and makes provision for doubtful debts if collection is doubtful. The Company also calculates the expected credit loss (ECL) for non-collection of receivables. The Company makes additional provision if the ECL amount is higher than the provision made for doubtful debts. In case the ECL amount is lower than the provision made for doubtful debts, the Company retains the provision made for doubtful debts without any adjustment.

The provision for doubtful debts including ECL allowances for non-collection of receivables and delay in collection, on a combined basis, was Rs. 28.63 lakhs as at March, 2023 and Rs. 21.67 lakhs as at March 31, 2022. The movement in allowances for doubtful accounts comprising provision for both non-collection of receivables and delay in collection is as follows:

**ii) Movement in expected credit loss allowance**

	<b>As at 31/03/2022 (₹ in Lakhs)</b>	<b>As at 31/03/2021 (₹ in Lakhs)</b>
The company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on provision matrix, which takes into account historical credit loss experience. The expected credit loss (ECL) allowance is based on total receivables that are due and the rate given in provisional matrix. The provisional matrix at the end of the reporting period is as follows:		
ECL %	1.04	0.78
Balance at the beginning of the year	21.67	19.33
Add : Allowance made during the year	9.24	2.34
Less : Reversal of allowance made during the year	(2.28)	Nil
Amount written off	Nil	Nil
<b>Balance at the end of the year</b>	<b>28.63</b>	<b>21.67</b>

**II Liquid Risk**

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

Management regularly monitors the position of cash and cash equivalents vis-à-vis projections. Assessment of maturity profiles of financial assets and liabilities including debt financing plans and maintenance of balance sheet liquidity ratios are considered while reviewing the liquidity position.

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

Ref. Note	31.03.2023	Carrying Amount	Contractual Cash Flows				Total
			(Rs. In Lakhs)				
			< 1 year	1-2 year	3-5 years	5 years and Above	
	<b>Financial Liabilities</b>						
16	Non Current Borrowings	123.73	-	42.83	57.48	23.42	123.73
19	Current Borrowings	1,658.66	1,658.66	Nil	Nil	Nil	1,658.66
20	Trade Payables	1,278.06	1,278.06	Nil	Nil	Nil	1,278.06
21	Current financial liabilities	181.30	181.30	Nil	Nil	Nil	181.30
	<b>Total</b>	<b>3,241.74</b>	<b>3,118.01</b>	<b>42.83</b>	<b>57.48</b>	<b>23.42</b>	<b>3,241.74</b>

Ref. Note	31.03.2022	Carrying Amount	Contractual Cash Flows				Total
			(Rs. In Lakhs)				
			< 1 year	1-2 year	3-5 years	5 years and Above	
	<b>Financial Liabilities</b>						
16	Non Current Borrowings	114.50	Nil	72.95	31.79	9.76	114.50
19	Current Borrowings	1,948.64	1,948.64	Nil	Nil	Nil	1,948.64
20	Trade Payables	1,027.60	1,027.60	Nil	Nil	Nil	1,027.60
21	Current financial liabilities	127.51	127.51	Nil	Nil	Nil	127.51
	<b>Total</b>	<b>3,218.26</b>	<b>3,103.76</b>	<b>72.95</b>	<b>31.79</b>	<b>9.76</b>	<b>3,218.26</b>

**III Market Risk**

Market risk is the risk that the fair value or future cash flow of a financial instrument will fluctuate because of changes in market factors. Market risk comprises three type of risks:

- a) **Currency Risk**
- b) **Interest Risk**
- c) **Price Risk**
- a) **Currency Risk**

The functional currency of the Company is Indian Rupee. The Company is exposed to currency risk on account of payables and receivables in foreign currency. Company is exposed to currency risk on account of payables and receivables in foreign currency. Since the average exports account only for 22.62 % of total sales this is not perceived to be a major risk. The average imports account for 40.93 % of total purchases.

**Derivative instruments and unhedged foreign currency exposure**

**i) Particulars of unhedged foreign currency exposures at the reporting date**

Particulars	Currency	As at 31/03/2023 (₹ in Lakhs)	As at 31/03/2022 (₹ in Lakhs)
a) Trade Receivables (Against Export)	USD	8.05	9.16
	INR	661.36	695.64
	EURO	0.40	0.80
	INR	36.02	67.25
b) Advance given to Import Creditors		Nil	Nil
	USD	Nil	0.16
	INR	Nil	12.47
	EURO	Nil	0.14
c) Trade Payables (Against import - including capital import)	INR	11.40	11.40
		Nil	Nil
	USD	0.65	0.89
	INR	52.00	66.48
d) Advance received from export debtors	EURO	0.44	2.12
	INR	39.59	178.61
		Nil	Nil
	USD	1.72	1.49
e) Secured Current Borrowings (Against buyers credit)	INR	141.60	111.95
	EURO	0.03	Nil
	INR	2.34	Nil
		Nil	Nil
f) Secured Current Borrowings (Against PCFC)	USD	2.29	7.19
	INR	187.81	545.89
	EURO	0.17	0.58
	INR	14.86	48.56
Net Statement of Financial Exposure	JPY	Nil	37.74
	INR	Nil	23.60
		Nil	Nil
	USD	1.48	1.70
Total INR .....	INR	121.11	129.03
	USD	1.92	(1.96)
	INR	158.84	(145.23)
	EURO	(0.23)	(1.76)
	INR	(20.77)	(148.53)
	JPY	Nil	(37.74)
	INR	Nil	(23.60)
		<b>138.07</b>	<b>(317.36)</b>

**iii) Foreign Currency Risk Sensitivity**

The sensitivity of profit and loss due to changes in the exchange rates arises mainly from non derivative foreign currency denominated financial instruments (mainly financial instruments denominated in USD, EURO, GBP currencies). The below sensitivity does not include the impact of forward exchange contracts.

**A change of 5% in Foreign currency would have following Impact on profit before tax**

(₹ in Lakhs)

Particulars	2022-23		2021-22	
	5% Increase	5% Decrease	5% Increase	5% Decrease
USD	7.94	(7.94)	(7.26)	7.26
EURO	(1.04)	1.04	(7.43)	7.43
JPY	Nil	Nil	(1.18)	1.18
<b>Total .....</b>	<b>6.90</b>	<b>(6.90)</b>	<b>(15.87)</b>	<b>15.87</b>

**b) Interest Risk**

Interest rate risk is the risk that the fair value of future cash flows of the financial instruments will fluctuate because of changes in market interest rates. In order to optimize the Company's position with regards to interest income and interest expenses and to manage the interest rate risk, treasury performs a comprehensive corporate interest rate risk management by balancing the proportion of fixed rate and floating rate financial instruments in its total portfolio.

According to the Company interest rate risk exposure is only for floating rate borrowings. For floating rate liabilities, the analysis is prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year. A 50 basis point increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

**i) Exposure to interest rate risk**

Particulars	As at 31/03/2022 (₹ in Lakhs)	As at 31/03/2021 (₹ in Lakhs)
<b>Fixed Rate Instruments</b>		
<b>Financial liabilities</b>		
Non Current	157.66	127.97
Current	-	-
<b>Total .....</b>	<b>157.66</b>	<b>127.97</b>
<b>Variable Rate Instruments</b>		
<b>Financial liabilities</b>		
Non Current	170.00	42.03
Current	1,454.72	1,893.14
<b>Total .....</b>	<b>1,624.72</b>	<b>1,935.17</b>

The outstanding position of borrowings at variable interest rate along with proportion of total loans is given below:

Particulars	As at 31/03/2022 (₹ in Lakhs)	As at 31/03/2021 (₹ in Lakhs)
Total Borrowings	1,782.38	2,063.14
% of Borrowings out of above bearing variable rate of interest	91.15%	93.80%

## ii) Interest Rate Sensitivity

**A change of 50 bps in interest rates would have following Impact on profit before tax**

(₹ in Lakhs)

<u>Particulars</u>	<b>2022-23</b>	<b>2021-22</b>
50bp increase would decrease the profit before tax by	8.12	9.68
50bp increase would increase the profit before tax by	(8.12)	(9.68)

## c) Price Risk

As of 31st March 2023, the company has nil exposure on security price risks.

**43 Capital management**

The Company's capital management is intended to maximise the return to shareholders and benefits for other stakeholders for meeting the long-term and short-term goals of the Company; and reduce the cost of capital through the optimization of the capital structure i.e. the debt and equity balance.

The Company monitors the capital structure on the basis of Net debt to equity ratio and maturity profile of the overall debt portfolio of the Company.

**The gearing ratio at the end of the reporting period was as follows:**

<u>Particulars</u>	<b>As at 31/03/2023 (₹ in Lakhs)</b>	<b>As at 31/03/2022 (₹ in Lakhs)</b>
Debt	1,782.38	2,063.14
Cash and bank balances	(76.27)	(93.04)
Net debt	<b>1,706.11</b>	<b>1,970.10</b>
Equity	2,280.07	2,060.52
Net debt to equity ratio	75.00%	96.00%

**44 Asset Pledge as security**

The carrying amount of assets pledged as security for current and non-current borrowings are:

(₹ in Lakhs)

<u>Particulars</u>	<b>31/03/2023</b>	<b>31/03/2022</b>
I Current Financial Assets		
First Charge/ Floating Charge		
Trade Receivables	2,759.22	2,763.98
II Current Assets		
First Charge/ Floating Charge		
Inventories	2,218.95	2,056.99
Total current assets pledged as security	<b>4,978.17</b>	<b>4,820.97</b>
III Non Current Assets		
Collateral Security		
Buildings	193.75	199.97
Vehicles	129.69	60.13

**45** The Company has entered into certain operating lease agreements and an amount of Rs. 51,14,658/- (PY Rs. 32,70,116/-) paid under such agreements has been charged to the Statement of Profit & Loss. These lease are generally non-cancellable and are renewable by mutual consent on mutually agreed terms. There are no restrictions imposed by such agreements.

**46 Additional Disclosure (Other than IND AS Disclosure)**

- I During the year under Consideration the company has not traded or invested in crypto currency or virtual currency.
- II there were no transactions that were not recorded in books of accounts and have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

- III The company has been not declared as willful defaulter by Reserve Bank of India till 31/03/2023.
- iiV The borrowing from the banks and Financial Institutions has been used for the specific purpose for which it was taken at the balance sheet date.
- V The company has not entered in to any transaction with companies struck off under section 248 of the Companies Act,2013.
- VI There is not change which are pending for satisfaction with registrar of companies beyond the statutory period except following.

Description of Charges	Location of Registrar	Period up to which satisfaction registered	Reason for Delay
1. Indusind Bank: Charge created on Vehicle for borrowing of Rs. 5.50 Lacs on 22.11.2019	Gujarat	--	The Company has repaid the loan; Company has not received NOC from Bank.
2. HDFC Bank: Charge created on 303, Office Building (Pinnacle Business Park) for borrowing of Rs. 103 Lacs on 12.02.2013	Gujarat	--	The Company has repaid the loan; Company has not received NOC from Bank.

- 47 The financial statement are approved for issue by the Audit Committee as at its meeting on 30th May, 2023 and by the Board of Directors on 30th May, 2023.
- 48 The board has recommended dividend of Rs. Nil per share which is subject to approval of shareholders in the ensuing Annual General Meeting.

As per our report of even date attached herewith

For, J. T. Shah & Co.  
Chartered Accountants  
(Firm Regd. No. 109616W)

(N C Shah)  
Partner  
(M.No.35159)

Place : Ahmedabad  
Date : 30/05/2023

For & on behalf of the Board of Directors of  
DECO MICA LIMITED

(Vijaykumar D. Agarwal)  
Managing Director & CEO  
(DIN - 01869337)

(Vishal V. Agarwal)  
Director & CFO  
(DIN - 01763739)

(Niharika Modi)  
Company Secretary  
(ACS No. A47981)



**DIII** DECO MICA LIMITED

 **DECO MICA LIMITED**

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