

Dated: 4<sup>th</sup> September, 2023

To  
**BSE Ltd.**  
**Listing Department,**  
**P. J. Towers, Dalal Street,**  
**Mumbai – 400 001.**

**Script Code:** 502015

**Script Name:** ASIIL

**ISIN:** INE 443A01030

Dear Sirs,

**Sub: Annual Report for the F.Y. 2022-23**

In compliance with SEBI Obligations and Disclosure Requirements) Regulations 2015, please find enclosed herewith the Annual Report of the Company for the FY 2022-2023 which will be circulated to the members.

Kindly take the same on your record.

Thanking you,

Yours faithfully,

**For ASI Industries Limited**

Manish  
Prakash Kakrai

Digitally signed by  
Manish Prakash Kakrai  
Date: 2023.09.04  
23:09:28 +05'30'

**MANISH P. KAKRAI**  
Company Secretary & Compliance Officer



## **ASI Industries Ltd.**

Building from a Solid Foundation

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**77<sup>th</sup> Annual Report  
2022-2023**

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## Corporate Information

### BOARD OF DIRECTORS

Mr. Deepak Jatia  
Chairman & Managing Director

Mrs. Anita Jatia  
Executive Director

Mr. Tushya Jatia  
Executive Director

Mr. Gaurang Gandhi  
Independent Director

Mr. Anshul M. Sonawala  
Independent Director

Mr. Sanjay Seksaria  
Independent Director  
(upto 17th August, 2023)

### COMPANY SECRETARY & COMPLIANCE OFFICER

Mr. Manish P. Kakrai

### MANAGEMENT EXECUTIVES

Mr. Pavan Soni  
Chief Financial Officer

### STATUTORY AUDITORS

M/s. B.L.Ajmera & Co  
Chartered Accountants  
Jaipur- 302001

### SECRETARIAL AUDITOR

GMJ & Associates  
Company Secretaries  
Mumbai-400069

### COST AUDITOR

N.D.BIRLA & Co  
Cost Accountant  
Ahmedabad-380006

### BANKERS

HDFC Bank Ltd  
IDBI Bank Ltd

**LISTED ON**

Bombay Stock Exchange Limited  
Security ID: ASIL  
Security code: 502015

**REGISTRAR AND SHARE TRANSFER AGENTS**

M/s Link Intime India Private Limited, C-101, 247 Park  
L.B.S. Marg, Vikhroli (West), Mumbai- 400 083,  
Tel: 022 - 49186270, Fax: 022 - 49186060,  
Email: [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)

**REGISTERED OFFICE**

Marathon Innova, 'A' Wing, 7th Floor,  
Off: Ganpatrao Kadam Marg,  
Lower Parel, Mumbai – 400013  
Email: [cs@asigroup.co.in](mailto:cs@asigroup.co.in); website: [www.asigroup.co.in](http://www.asigroup.co.in)

**WORKS**

Mining :	Kudayla Industrial Area, Ramganjmandi Dist. Kota, Rajasthan
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## Management Discussion and Analysis

### GLOBAL ECONOMY

The global economy grew at 3.4% in 2022 compared to a growth of 6.2% in 2021 according to the World Economic Outlook, released by the International Monetary Fund (IMF) in April 2023. This slowdown was primarily due to rising central bank rates as a result of high inflation, the impact of the Russia- Ukraine conflict, and sluggish economic activity in China due to a resurgence of Covid-19 pandemic. IMF forecasts the global growth to decline to 2.8% in 2023 and then rise again to 3.0% in 2024, dipping below the pre-Covid-19 pandemic historical average of 3.8% (for the period 2000-2019). IMF expects global inflation to decline in 2023 and 2024, from 8.7% in 2022 to 7.0% in 2023 and 4.9% in 2024. Global headline inflation peaked during the third quarter of 2022, according to IMF. The lower inflation estimates for 2023 are partly due to decline in international fuel and non-fuel commodity prices, as well as the cooling effects of monetary policy tightening. IMF expects the emerging and developing Asia to grow by 5.3% and 5.1% during 2023 and 2024, respectively.

In 2022-23, elevated core inflation led the Reserve Bank of India (RBI) to maintain a tighter stance on the economy. RBI estimates headline inflation to be at 6.8% in 2022-23. However, RBI expects inflation to moderate in 2023-24 to 5.3%, but remain well above its 4% target.

The Government of India's budgeted estimate for capital expenditure outlay in 2022-23 increased by 35.4% from around ₹ 5.5 Lakh Crores in 2021-22 to an estimated ₹ 7.5 Lakh Crores for 2022-23. Further, the Union Budget of 2023- 24 has allocated a substantial amount of approximately ₹ 10 Lakh Crores for the country's infrastructure development. This is likely to be a key growth driver for the Indian economy amid the current volatile macroeconomic conditions.

### INDIAN ECONOMY

As per the Economic Survey 2022-24, India's economic growth in FY23 has been principally led by private consumption and capital formation and they have helped generate employment as seen in the declining urban unemployment rate and in the faster net registration in Employee Provident Fund. Moreover, World's second-largest vaccination drive involving more than 2 billion doses also served to lift consumer sentiments that may prolong the rebound in consumption. Still, private capex soon needs to take up the leadership role to put job creation on a fast track.

It also points out that the upside to India's growth outlook arises from (i) limited health and economic fallout for the rest of the world from the current surge in Covid-19 infections in China and, therefore, continued normalisation of supply chains; (ii) inflationary impulses from the reopening of China's economy turning out to be neither significant nor persistent; (iii) recessionary tendencies in major Advanced Economies (AEs) triggering a cessation of monetary tightening and a return of capital flows to India amidst a stable domestic inflation rate below 6 per cent; and (iv) this leading to an improvement in animal spirits and providing further impetus to private sector investment.

The Survey says, the credit growth to the Micro, Small, and Medium Enterprises (MSME) sector has been remarkably high, over 30.6 per cent, on average during Jan-Nov 2022, supported by the extended Emergency Credit Linked Guarantee Scheme (ECLGS) of the Union government. It adds that the recovery of MSMEs is proceeding apace, as is evident in the amounts of Goods and Services Tax (GST) they pay, while the Emergency Credit Linked Guarantee Scheme (ECLGS) is easing their debt servicing concerns.

Apart from this, increase in the overall bank credit has also been influenced by the shift in borrower's funding choices from volatile bond markets, where yields have increased, and external commercial borrowings, where interest and hedging costs have increased, towards banks. If inflation declines in FY24 and if real cost of credit does not rise, then credit growth is likely to be brisk in FY24.

### OUTLOOK

India's real GDP is predicted to increase at 7.2 percent in 2022-23, with growth of 16.2 percent in Q1, 6.2 percent in Q2, 4.1 percent in Q3, and 4 percent in Q4. Inflation is expected to average 5.7 percent in 2022-23, with 6.3 percent in the first quarter, 5.8 percent in the second, 5.4 percent in the third, and 5.1 percent in the fourth. The economic interruptions created by the Russia-Ukraine conflict are mostly to blame for the steep increase in inflation projections.

## STONE INDUSTRY OVERVIEW

### Global Stone Industry

The global natural stone market size was valued at \$33,375.3 million in 2020, and is projected to reach \$50,465.1 million by 2030, registering a CAGR of 4.0%. Natural stone is a mountain-acquired mineral, which includes quartzite, slate, limestone, sandstone, marble, granite, and others. It majorly finds its application in residential and commercial flooring and wall cladding, owing to its durability, hardness, and aesthetic appearance. It finds applications in furniture, statuary, and monuments.

An expansion of building industry, owing to rise in investment in the housing sector, and increased construction spending across various countries such as the U.S., Japan, India, and others, which fuels the growth of the global natural stone. In addition, rise in urbanization, and population growth, which is expected to rise in demand for natural stones, for flooring, and wall cladding applications, boost the growth of the global market. Benefits associated with natural stones such as long durable, aesthetic presence, and reliable, in turn, boost adoption of slate, and limestone in the commercial and residential building, which drive the growth of the global natural stone market.

### Indian Stone Industry

India is one of the world's leading producers of kota stone. The stone business, worth Rs.25,000 crore, has massive reserves of 4 trillion cubic metres. In addition, India has over 100 varieties of stone, which come in a variety of colours and textures.

### Opportunity And Threat

The market is experiencing robust growth due to a consistent increase in the residential construction sector worldwide and rising individual spending on home improvements. Countertops are typically installed in new homes as well as during kitchen remodelling. Furthermore, there has been an increase in bank mortgage refinances and loans, resulting in more credit being accessible for the renovation of existing residences, which is driving up demand for countertop items.

Due to a growing preference for higher-priced materials over laminates, the market value of the countertop sector is expected to expand over the projected period. The demand for countertops is being fuelled by continued high growth in developing economies such as China, India, and Brazil. Throughout the world, the countertop market is on the rise. One positive aspect of this progression is that, as a result of the high level of quality and low cost, more people are opting for stone countertops.

## SEGMENT WISE PERFORMANCE

During the year 2022-23, Company engaged only in mining and processing of Natural Stones, hence requirement of segmental reporting is not applicable.

## FINANCIAL RATIOS

Financial ratios are provided under note no 38 of notes to financial statements for the year ended 31st March 2023.

## OVERSEAS SUBSIDIARY

During the year under review, the Company after obtaining approval of the shareholders has sold/ transferred and disposed off entire shareholding of the Company, together with its Wholly Owned Subsidiary, ASI Global Limited, held in Al Rawasi Rocks & Aggregate LLC, Fujairah, UAE (an indirect subsidiary Co.) in favour of INJAZ Capital Investment LLC, Dubai UAE;

During the year under review, ASI Global Ltd, a Wholly Owned Subsidiary of the Company has filed an application under section 309 (1) (d) of the Companies Act, 2001 (Mauritius) for removal of its name from the records of the Registrar of Companies. The process of liquidation has commenced in Mauritius in accordance with the applicable laws.

## DEVELOPMENT IN HUMAN RESOURCE / INDUSTRIAL RELATIONS

The Company takes immense satisfaction and pride in the knowledge that each of our employees displays excellent commitment, hard work and dedication in all areas of business. The Company has adopted a structured and well managed induction process as well as management development programmes to help upgrade the skillset of its managers. The senior management staff has a system of objective appraisal in place which is based on key result areas. The Company is committed to nurturing, enhancing and retaining its top talent through organizational development. This is an integral part of our Corporate HR function and is a critical pillar to support the organization's growth and sustainability in the long run

## INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company is equipped with an efficient and smoothly functioning internal control and risk-mitigation system. Its constant assessment and revision based on the new/updated standard operating procedures helps it remain up to date. The internal control system of the company is equivalent to the size, scale and complexities of the operations that it undertakes. The internal and operational audit is entrusted to M/s. L.B.Jha & Co., a firm of Chartered Accountants. The major focus of the internal audit is to review and analyse the controls and business processes along with benchmarking controls with the best methodologies in the industry. The Audit Committee of the Board of Directors actively reviews the adequacy and efficiency of the internal control systems and makes suggestions to strengthen the same. The Company has a robust Management Information System, which is an integral part of the control mechanism. The Audit Committee of the Board of Directors, Statutory Auditors and the Business Heads are periodically apprised for their well-researched internal audit findings and the corrective actions taken or suggested by them. Audit plays an important role in providing assurance to the Board of Directors. Significant audit observations and corrective actions taken and suggested by the management are presented to the Audit Committee of the Board. The Internal Audit function reports to the Chairman of the Company and Audit Committee in order to maintain its independence and objectivity.

**For ASI Industries Limited**

**Date: 29<sup>th</sup> May, 2023**  
**Place: Mumbai**

**Deepak Jatia**  
**Chairman and Managing Director**  
**DIN 01068689**



## BOARD'S REPORT

Dear Members,

The Board of Directors are pleased to present the Company's 77<sup>th</sup> Annual Report on business and operations, together with the audited financial statements of the Company for the financial year ended 31<sup>st</sup> March, 2023.

### FINANCIAL SUMMARY AND HIGHLIGHTS

A summary of the Company's financial results for the Financial Year 2022-23 are as under:

Particulars	(₹.in Lacs)			
	Standalone		Consolidated	
	2023	2022	2023	2022
Total Revenue	14824.00	20723.59	N.A.	24351.82
EBIDTA	3272.47	1171.82	N.A.	(868.62)
PAT	1727.51	(1454.78)	N.A.	(5590.42)

### PERFORMANCE

Total revenue was ₹ 14824.00 Lacs for FY 2022-23 as compared to ₹. 20723.59 Lacs for FY 2021-22 an decrease in revenue of 28.47%. EBITDA stood at ₹. 3272.47 Lacs as compared to 1171.82 lacs during FY 2021-22 and Net Profit (Loss) after Tax stood at ₹. 1727.51 Lacs for FY 2022-23 as compared to ₹. (1454.78) Lacs for FY 2021-22.

### SUBSIDIARY COMPANIES

During the year under review, the Company after obtaining approval of the shareholders has sold/ transferred and disposed off entire shareholding of the Company, together with its Wholly Owned Subsidiary, ASI Global Limited, held in Al Rawasi Rocks & Aggregate LLC, Fujairah, UAE (an indirect subsidiary Co.) in favour of INJAZ Capital Investment LLC, Dubai UAE;

During the year under review, ASI Global Ltd, a Wholly Owned Subsidiary of the Company has filed an application under section 309 (1) (d) of the Companies Act, 2001 (Mauritius) for removal of its name from the records of the Registrar of Companies

### WINDPOWER

During the year under review, Company has Sold/Disposed of its Wind Power Units, together with land, situated at Beldhadi Village, Dist-Gadag, Hubli, Karnataka and Rameshwar Village, Khatav Tal, Dist-Satara, Maharashtra, due to change of wind pattern and increasing maintenance and other costs which have been adversely affecting the profitability.

### DIVIDEND

The Board of Directors has recommended a dividend of Re.0.20 ( 20%) per equity share of Re.1/-each for the F. Y 2022-2023 payable to shareholders holding shares as on 22<sup>nd</sup> September, 2023 i.e. record date.

### SHARE CAPITAL

#### Authorized Share capital

The Authorized Share Capital of the Company stood at Rs. 28,45,00,000/- consist of 26,24,00,000 equity shares of Re.1/-

each, 200000 Redeemable Preference Shares of Rs. 100/- each, 1000 12% Non-Cumulative Preference Shares of Rs. 100/-each and 200000 un classified shares of Rs.10/-each.

#### Paid Up Share Capital

The paid-up Equity Share Capital as at 31<sup>st</sup> March, 2023 stood at ₹ 900.75 Lacs. The Company has not issued any convertible securities or shares with differential voting rights nor has granted any stock options or sweat equity or warrants.

#### TRANSFER TO RESERVE

The Company has not transferred any amount to the General Reserve for the year ended 31 March, 2023.

#### FINANCE AND ACCOUNTS

As mandated by the Ministry of Corporate Affairs, the financial statements for the year ended on 31<sup>st</sup> March, 2023 has been prepared in accordance with the Indian Accounting Standards (IND AS) notified under Section 133 of the Companies Act, 2013 (hereinafter referred to as "the Act") read with the Companies (Accounts) Rules, 2014 as amended from time to time. The estimates and judgments relating to the Financial Statements are made on a prudent basis, so as to reflect in a true and fair manner, the form and substance of transactions and reasonably present the Company's state of affairs, profits and cash flows for the year ended 31<sup>st</sup> March, 2023. The Notes to the Financial Statements adequately cover the standalone Audited Statements and form an integral part of this Report.

#### FOREIGN SUBSIDIARIES CEASED TO EXIST

During the year under review, the Company after obtaining approval of the shareholders has sold/ transferred and disposed-off entire shareholding of the Company, together with its Wholly Owned Subsidiary, ASI Global Limited, held in Al Rawasi Rocks & Aggregate LLC, Fujairah, UAE ( JV/ subsidiary Co.).

Consequent to sale of shares held in Al Rawasi Rocks & Aggregate LLC, Fujairah, UAE , it was decide by the Management of the Company (ASIL) to voluntarily liquidate ASI Global Ltd (ASIGL) a Wholly Owned Subsidiary of the Company, since it has ceased

to carry on business, accordingly ASIGL filed an application under section 309 (1) (d) of the Companies Act, 2001 (Mauritius) for removal of its name from the records of the Registrar of Companies. In this regard, ASIGL has discharged all its liabilities to all its known creditors and has distributed its surplus assets in accordance with its Constitution and the Companies Act 2001 (Mauritius). The process of liquidation has commenced in Mauritius in accordance with the applicable laws.

#### **MATERIAL SUBSIDIARY**

There is no material subsidiary of the company as on 31<sup>st</sup> March, 2023. However, still the Policy of determining material subsidiary has been uploaded on the Company's website at <http://www.asigroup.co.in>.

#### **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

The Management Discussion and Analysis Report on the operations of the Company, as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations") is provided in a separate section and forms an integral part of this Report.

#### **CORPORATE GOVERNANCE**

As per Regulation 34(3) read with Schedule V of the Listing Regulations, a separate section on corporate governance practices followed by the Company, together with a certificate from the Company's Auditors confirming compliance forms an integral part of this Report.

#### **EXTRACT OF ANNUAL RETURN**

The details forming part of the extract of the Annual Return in Form MGT-9, as required under Section 92 of the Act is available on the Company's website viz. <http://www.asigroup.co.in>

#### **DIRECTORS**

In accordance with the provisions of Section 152 of the Act and the Company's Articles of Association, Ms. Anita Jatia, Director retires by rotation at the forthcoming Annual General Meeting and, being eligible offers herself for re-appointment. The Board recommends her re-appointment for the consideration of the Members of the Company at the forthcoming Annual General Meeting. Brief profile of Ms. Anita Jatia has been given in the Notice convening the Annual General Meeting.

All Independent Directors of the Company have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Act and Regulation 16(1) (b) of the Listing Regulations. The Board is of the opinion that all Independent Directors of the Company possess requisite qualifications, experience, expertise and they hold highest standards of integrity. All Independent Directors of the Company have registered themselves with the Indian Institute of Corporate Affairs at Manesar ('IICA') as required under Rule 6 of Companies (Appointment and Qualification of Directors) Rules, 2014. Further all the Independent Director have served for more than three years on board of listed entities and hence shall not

be required to pass the online proficiency self-assessment test as per the proviso to Rule 6(4) of the Companies (Appointment and Qualification of Directors) Rules, 2014.

The Independent Directors have also confirmed that they have complied with the Company's Code of Business Conduct & Ethics.

#### **NUMBER OF MEETINGS OF THE BOARD**

The details of the number of meetings of the Board held during the Financial Year 2022-23 forms part of the Corporate Governance Report.

#### **KEY MANAGERIAL PERSONNEL**

Mr. Deepak Jatia- Chairman and Managing Director, Mr. Tushya Jatia, Whole-time Director, Ms. Anita Jatia, Whole-time Director, Mr. Pavan Soni- Chief Financial Officer and Mr. Manish Kakrai- Company Secretary and Compliance Officer are the Key Managerial Personnel of the Company.

During the year under review, Mr. Manoj Jain- Company Secretary resigned w.e.f 08/10/2022 , Mr. Manish Prakash Kakrai was appointed as Company Secretary of the company w.e.f. 07/11/2022 and Mr. S R Soni resigned as Chief Executive Officer of the company w.e.f. 31/03/2023. No other person were appointed/ceased as Key Managerial Personnel of the Company during the year under review.

#### **COMMITTEES OF THE BOARD**

The Board of Directors have Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee and Corporate Social Responsibility Committee.

The details of the Committees along with their composition, number of meetings and attendance at the meetings are provided in the Corporate Governance Report.

#### **PERFORMANCE EVALUATION OF THE BOARD OF DIRECTORS, ITS INDIVIDUAL MEMBERS, AND ITS COMMITTEES**

In terms with the Policy for Evaluation of the Performance of the Board of Directors of the Company, we conducted a formal Board Effectiveness Review, as part of our efforts to evaluate the performance of our Board and identify areas that need improvement, in order to enhance the effectiveness of the Board its Committees, and Individual Directors. This was in line with the requirements of the Companies Act 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The criteria for Board processes included Board composition, strategic orientation and team dynamics. Evaluation of each of the Board Committees covered whether they have well-defined objectives, the correct composition, and whether they achieved their objectives. The criteria for Individual Board Members included skills, experience, level of preparedness, attendance, extent of contribution to Board debates and discussion, and how each Director leveraged their expertise and networks to

meaningfully contribute to the Company. The criteria for the Chairperson's evaluation included leadership style and conduct of Board Meetings.

Further, the performance evaluation criteria for Independent Directors included a check on their fulfilment of the independence criteria and their independence from the management

The performance evaluation of the Directors was completed during the year under review. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors and Non-Executive Director. The Board of Directors expressed their satisfaction with the evaluation process.

#### **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS BY THE COMPANY**

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Act are given in the notes to Financial Statements forming a part of this Annual Report.

#### **VIGIL MECHANISM / WHISTLE BLOWER POLICY**

The Company has a Whistle Blower Policy to report genuine concerns or grievances and to provide adequate safeguards against victimization of persons who may use such mechanism. The Whistle Blower Policy has been posted on the website of the Company at <http://www.asigroup.co.in>

#### **NOMINATION, REMUNERATION AND BOARD DIVERSITY POLICY**

The Board of Directors has framed a policy which lays down a framework in relation to remuneration of Directors, Key Managerial Personnel and Senior Management of the Company. The Policy broadly lays down the guiding principles, philosophy and the basis for payment of remuneration to Executive and Non-executive Directors (by way of sitting fees and commission), Key Managerial Personnel, Senior Management and other employees. The policy also provides the criteria for determining qualifications, positive attributes and Independence of Director and criteria for appointment of Key Managerial Personnel / Senior Management and performance evaluation which are considered by the Nomination and Remuneration Committee and the Board of Directors while making selection of the candidates. The above policy has been posted on the website of the Company at <http://www.asigroup.co.in>

#### **RELATED PARTY TRANSACTIONS**

All transactions entered with Related Parties for the year under review were on arm's length basis and thus a disclosure in Form AOC-2 in terms of Section 134 of the Act is not required. Further, there are no material related party transactions during the year under review with the Promoters, Directors or Key Managerial Personnel. All related party transactions are mentioned in the notes to the accounts. The Company has developed a framework through Standard Operating Procedures for the purpose of identification and monitoring of such Related Party Transactions.

All Related Party Transactions are placed before the Audit Committee for approval. Omnibus approval was obtained on a yearly basis for transactions which are of repetitive nature and a statement giving details of all Related Party Transactions are placed before the Audit Committee and the Board for review and approval on a quarterly basis.

The Policy on Related Party Transactions as approved by the Board of Directors has been uploaded on the website of the Company and can be seen at the link <http://www.asigroup.co.in>. None of the Directors has any pecuniary relationship or transactions vis-à-vis the Company except remuneration and sitting fees.

#### **SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS**

No significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status and Company's operations in future.

#### **CREDIT RATING**

At the request of the Company, vide email dated 08th December, 2022 INFOMERICS VALUATION AND RATING PRIVATE LIMITED (IVR), Credit rating agency has withdrawn credit rating assigned to Bank loan facilities of ASI Industries Limited as borrowings of the company has been reduced drastically and company no longer requires credit rating for borrowing facilities enjoyed by the company.

#### **DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to the requirement under Section 134(3)(c) and 134(5) of the Companies Act, 2013, with respect to the Directors' Responsibility Statement, it is hereby confirmed that:

- In the preparation of the annual accounts for the year ended 31<sup>st</sup> March 2023, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same;
- The Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of your Company as at 31<sup>st</sup> March, 2023 and of the loss of your Company for the year ended on that date;
- The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of your Company and for preventing and detecting fraud and other irregularities;
- the Directors have prepared annual accounts on a 'going concern' basis;
- the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and

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

## AUDITORS

### (a) STATUTORY AUDITOR

M/s **B.L.Ajmera & Co.**, Chartered Accountants, Jaipur (FRN- 001100C) was appointed as Statutory Auditor of the Company for a period of five consecutive years at the Annual General Meeting of the Members held on 30<sup>nd</sup> September, 2022 on a remuneration mutually agreed upon by the Board of Directors and the Statutory Auditors.

The Auditors have also furnished a declaration confirming their independence as well as their arm's length relationship with the Company as well as declaring that they have not taken up any prohibited non-audit assignments for the Company. The Audit Committee reviews the independence of the Auditors and the effectiveness of the Audit process.

Further, 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 need no further explanation. The Statutory Auditors have not reported any frauds under Section 143(12) of the Act.

### (b) COST AUDITORS

As per the requirement of the Central Government and pursuant to Section 148 of the Companies Act, 2013 read with Companies (Cost Records and Audit) Rules, 2014 as amended from time to time, your Company has been carrying out audit of cost records. Accordingly, M/s. N.D. Birla & Co., a firm of Cost Accountants in practice was appointed to undertake the cost audit for the financial year ended 31<sup>st</sup> March, 2023. The Company has maintained Cost Record as specified by the Central Government under sub section (1) of Section 148 of the Companies Act, 2013.

Further, the Board of Directors, on the recommendation of the Audit Committee, have appointed M/s. N.D. Birla & Co., a firm of Cost Accountants to undertake the audit of cost records of the Company for the financial year ended 31<sup>st</sup> March, 2024.

### (c) SECRETARIAL AUDITORS

As required under Section 204 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board has appointed M/s. GMJ & Associates, Company Secretaries, as Secretarial Auditors of the Company in relation to the financial year 2023-24. The Company has received their consent for such appointment. The Secretarial Audit Report for the year 2022-23 is attached as **Annexure-“A”**.

There is no secretarial audit qualification for the year under review.

## INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

Your Company has an effective internal control and risk-mitigation system, which are constantly assessed and strengthened with new/revised standard operating procedures. The Company's internal control system is commensurate with its size, scale and complexities of its operations. The internal and operational audit is entrusted to M/s L.B.Jha & Co Chartered Accountants, a firm of Chartered Accountants. The main thrust of internal audit is to test and review controls, appraisal of risks and business processes, besides benchmarking controls with best practices in the industry.

The Audit Committee of the Board of Directors actively reviews the adequacy and effectiveness of the internal control systems and suggests improvements to strengthen the same. The Company has a robust Management Information System, which is an integral part of the control mechanism.

## REPORTING OF FRAUD

There was no instance of fraud during the year under review, which required the Statutory Auditors to report to the Audit Committee and / or Board under Section 143(12) of the Companies Act, 2013 and Rules framed thereunder.

## RISK MANAGEMENT

Your Company recognizes that risk is an integral part of business and is committed to managing the risks in a proactive and efficient manner. Your Company periodically assesses risks in the internal and external environment, along with the cost of treating risks and incorporates risk management plans in its strategy, business and operational plans.

Your Company, through its risk management process, strive to contain impact and likelihood of the risks within the risk appetite as agreed from time to time with the Board of Directors.

There are no risks which in the opinion of the Board threaten the existence of your Company. However, some of the risks which may pose challenges are set out in the Management Discussion and Analysis which forms part of this Report.

## CORPORATE SOCIAL RESPONSIBILITY (CSR)

As per provision of Section 135 read with Schedule VII of the Companies Act, 2013 along with the Companies (Corporate Social Responsibility Policy) Rules, 2014 and any other statutory amendment or modification thereof and the Company's CSR Policy in respect of Corporate Social Responsibility activity, a separate Report on CSR activities is attached as **Annexure “B”** to this Report. The CSR Policy has been posted on the website of the Company at <http://www.asigroup.co.in> also refer Note No. 29(b) notes to accounts of standalone financial statement for CSR Expenditure.



## ENVIRONMENT, HEALTH AND SAFETY

The Company is conscious of the importance of environmentally clean and safe operations. The Company's policy requires conduct of operations in such a manner so as to ensure safety of all concerned, compliances of environmental regulations and preservation of natural resources.

In order to comply with provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and Rules framed thereunder, the Company has formulated and implemented a policy on prevention, prohibition and redressal of complaints related to sexual harassment of women at the workplace. All women employees either permanent, temporary or contractual are covered under the above policy. The said policy has been uploaded on the internal portal of the Company for information of all employees. An Internal Complaint Committee has been set up in compliance with the said Act. During the year under review, no complaints pertaining to sexual harassment of women employees were reported to the Company.

## HUMAN RESOURCES AND INDUSTRIAL RELATIONS

The Company takes pride in the commitment, competence and dedication of its employees in all areas of the business. The Company has a structured induction process at all locations objective appraisal systems based on Key Result Areas (KRAs) are in place for senior management staff.

## INVESTORS EDUCATION AND PROTECTION FUND (IEPF)

Pursuant to the applicable provisions of the Companies Act, 2013, read with IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, all unpaid and unclaimed dividends are required to be transferred by the Company to IEPF established by the Central Government, after the completion of seven years. Further, according to the rules, the shares in respect of which dividend has not been paid or claimed by the shareholders for seven consecutive years or more shall also be transferred to the demat account created by the IEPF Authority, accordingly the Company has transferred unclaimed and unpaid dividend. Further, the corresponding shares were also transferred to the IEPF Authority as per the requirements of IEPF Rules, details of which are provided on Company's website at <http://www.asigroup.co.in>.

## DEPOSIT

The Company has not accepted any deposits falling under the ambit of Section 73 of the Companies Act, 2013 and the Rules framed thereunder, during the year under review. This does not include advances against supply of goods within a period of 365 days from the date of acceptance of such advance or any other amount received not considered as deposit as per rule 2 (1) (c) of the Companies (Acceptance of Deposit) Rules, 2014

## DISCLOSURE OF SHARES LYING IN THE UNCLAIMED SUSPENSE ACCOUNT:

Pursuant to Regulation 39 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details in

respect of the shares lying in the un-claimed suspense account till March 31, 2023 are as follow

Particulars	No. of Shareholders	No. of share
Aggregate number of shareholders and outstanding shares held in the Unclaimed Suspense Account as on 31st March, 2022	121	4,64,663
Number of shareholders/legal heirs who approached listed entity for transfer of shares from suspense account during the year	2	2937
Number of shareholders to whom shares were transferred from suspense account during the year	2	2937
Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year i.e. as on 31st March, 2023	119	461726

Voting rights on these 4,61,726 shares shall remain frozen till the rightful owner of such shares claims the shares. Shareholders may get in touch with the Company/RTA for any further information in this matter.

## STATUTORY INFORMATION AND OTHER DISCLOSURES

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo pursuant to Section 134(3) (m) of the Act, read with the Rule 8(3) of the Companies (Accounts) Rules, 2014 is attached as **Annexure "C"** and forms an integral part of this Report.

The Disclosure required under Section 197(12) of the Act read with the Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is attached as **Annexure "D"** and forms an integral part of this Report.

A statement comprising the names of top 10 employees in terms of remuneration drawn and every persons employed throughout the year, who were in receipt of remuneration in terms of Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is attached as **Annexure "D"** and forms an integral part of this report.

In terms of Section 197(12) of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the statement showing the name of the employees drawing remuneration in excess of the limit specified in the Rules are not applicable on the Company as during the period, no employee of the Company was drawing salary in excess of the that drawn by the Managing Director or Whole Time Director or Manager.

The Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

## REPORT ON PERFORMANCE OF SUBSIDIARIES AND ASSOCIATE

Even though company has sold its subsidiaries pursuant to Section 129(3) of the Act read with Rule 5 of the Companies (Accounts) Rules, 2014, a statement containing salient features of the financial statements of liquidated subsidiaries is given in Form AOC-1 which is attached as **Annexure “E”** and forms an integral part of this Report.

### CAUTIONARY STATEMENT

Statements in the Board's Report and the Management Discussion & Analysis Report describing the Company's objectives, expectations or forecasts may be forward looking within the meaning of applicable laws and regulations. Actual results may differ from those expressed in the statements.

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

During the year under review, there is no application made or any proceeding pending under the Insolvency And Bankruptcy Code, 2016.

### THE 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, No one time settlement was taken place. Hence, the disclosure is not applicable.

### ACKNOWLEDGEMENT

Your Directors wish to place on record their appreciation, for the contribution made by the employees at all levels but for whose hard work, and support, your Company's achievements would not have been possible. Your Directors also wish to thank its customers, dealers, agents, suppliers, investors and bankers for their continued support and faith reposed in the Company.

**On behalf of the Board of Directors**

**Place: Mumbai  
Date: 29<sup>th</sup> May 2023**

**Deepak Jatia  
Chairman & Managing Director  
DIN: 01068689**

## FORM NO. MR - 3 SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 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 of Managerial Personnel) Rules, 2014)

To,  
The Members,  
**ASI INDUSTRIES LIMITED**  
Marathon Innova, "A" Wing, 7<sup>th</sup> Floor,  
Off. Ganpatrao Kadam Marg,  
Lower Parel, Mumbai - 400 013

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **ASI INDUSTRIES LIMITED** (hereinafter called "**the Company**") bearing CIN: L14101MH1945PLC256122. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

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

We have examined the books, papers, minute books, forms and returns filed and other records maintained by 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 Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 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") viz:-
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
  - d) 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;
  - e) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **[Not applicable during the period of audit]**.
  - f) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 [Formerly known as Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014]; **[Not applicable during the period of audit]**

- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **[Not applicable during the period of audit].**
  - h) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **[Not applicable during the period of audit].**
  - i) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **[Not applicable during the period of audit].**
  - j) The Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018; **[Not applicable during the period of audit].**
- vi. We have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other Acts, Laws and Regulations applicable to the Company as follows:
- a) The Mines Act, 1952 & Mines Rules, 1955.
  - b) The Explosives Act, 1884.
  - c) The Noise Pollution (Regulation and Control) Rules, 2000.
  - d) The Environment (Protection Act), 1986.
  - e) The Water (Prevention and Control of Pollution) Act, 1974.
  - f) The Air (Prevention and Control of Pollution) Act, 1981.
  - g) The Factories Act, 1948 and Rules made thereunder.
  - h) Mines & Minerals (Development & Regulation) Act, 1957.
  - i) Mineral Conservation & Development Rules, 2017.
  - j) Labour laws and other incidental laws related to labour and employees appointed by the Company either on its payroll or on contractual basis as related to wages, gratuity, provident fund, ESIC, compensation etc.

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

- a) Secretarial Standards issued by The Institute of Company Secretaries of India.
- b) The Listing Agreement entered into by the Company with BSE Limited read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

We further report that -

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There were no changes in the composition of the Board of Directors that took place during the period under review.

Adequate notice is given to all Directors to schedule the Board Meetings, Committee Meetings, agenda and detailed notes on agenda were sent well in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.

We further report that based on the information provided and the representation made by the Chief Financial Officer/Company Secretary and taken on record by the Board of Directors of the Company, in our opinion there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period under review, there were following event/action(s) which had bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.



- a) During the year under review, the Company after obtaining approval of the shareholders has sold/ transferred and disposed off entire shareholding of the Company, together with its Wholly Owned Subsidiary, ASI Global Limited, held in Al Rawasi Rocks & Aggregate LLC, Fujairah, UAE (an indirect subsidiary Co.) in favour of INJAZ Capital Investment LLC, Dubai UAE **and**
- b) During the year under review, ASI Global Ltd, a Wholly Owned Subsidiary of the Company has filed an application under section 309 (1) (d) of the Companies Act, 2001 (Mauritius) for removal of its name from the records of the Registrar of Companies;

**For GMJ & ASSOCIATES**  
**Company Secretaries**

**[CS PRABHAT MAHESHWARI]**  
**PARTNER**

**M. No. : FCS 2405**

**COP No.: 1432**

**UDIN: F002405E000399934**

**PLACE : Mumbai**

**DATE : 27<sup>TH</sup> MAY, 2023**

**Note:** This report is to be read with our letter of even date that is annexed as Annexure I and forms an integral part of this report.

## ‘ANNEXURE I’ to Secretarial Audit Report

To,  
The Members,  
**ASI INDUSTRIES LIMITED**  
Marathon Innova, A Wing, 7<sup>th</sup> Floor,  
Off. Ganpatrao Kadam Marg,  
Lower Parel, Mumbai-400 013

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

1. Maintenance of secretarial records is the responsibility of 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 on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. 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, regulations and happening of events, etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations and standards is the responsibility of the 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.

**For GMJ & ASSOCIATES**  
*Company Secretaries*

**[CS PRABHAT MAHESHWARI]**  
**PARTNER**  
M. No. : FCS 2405  
COP No. : 1432  
UDIN : F002405E000399934

**PLACE : Mumbai**  
**DATE : 27<sup>TH</sup> MAY, 2023**

## Annexure “B”

### REPORT ON CSR ACTIVITIES UNDERTAKEN DURING F. Y. 2022-23

#### Report on Corporate Social Responsibility as per Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014

1. A brief outline of the Company’s CSR policy, including overview of projects or programmes proposed to be undertaken by the Company has been given on the website of the Company. A brief area of CSR activities are given below:
  - eradicating hunger, poverty and malnutrition, promoting preventive health care and sanitation and making available safe drinking water;
  - promoting education, including special education and employment enhancing vacation skills especially among children, women, elderly and the differently abled people and livelihood enhancement projects;
  - promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups;
  - ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agro forestry, conservation of natural resources and maintaining quality of soil, air and water;
  - rural development projects, etc.
  - web link: [www.asigroup.co.in](http://www.asigroup.co.in)

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

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Anshul Sonawala	Chairman - Director	2	2
2.	Mr. Gaurang Gandhi	Member - Director	2	2
3.	Mr. Tushya Jatia	Member - Director	2	2

3. **Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company:** <https://www.asigroup.co.in>
4. **Provide the executive summary along with web-link(s) of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable:**  
Not applicable
5.
  - a) **Average Net Profit of the Company as per sub-section (5) of Section 135 : Rs. 842.31 lacs**
  - b) **Two percent of average net profit of the company as per sub-section (5) of Section 135 : Rs. 16.85 lacs**
  - c) **Surplus arising out of the CSR projects or programmes or activities of the previous financial years : NIL**
  - d) **Amount required to be set off for the financial year, if any : NIL**
  - e) **Total CSR obligation for the financial year (b+ c- d) : Rs. 16.85 lacs**
6.
  - (a) **Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): Rs. 17.24 lacs (excluding amount spent for the previous financial years)**
  - (b) **Amount spent in Administrative Overheads: NIL**
  - (c) **Amount spent on Impact Assessment, if applicable: NIL**
  - (d) **Total amount spent for the Financial Year [(a)+(b)+(c)]: Rs. 17.24 Lacs**

(e) **CSR amount spent or unspent for the financial year:**

Total Amount Spent for the Financial Year. (Rs. in Lacs)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
<b>Rs. 17.24 Lacs</b>	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
	NIL	NIL	NIL	NIL	NIL

(f) **Excess amount for set off, if any:**

S. No.	Particulars	Amount (Rs. in Lacs)
(i)	Two percent of average net profit of the company as per sub section (5) section 135	<b>Rs. 16.85 lacs</b>
(ii)	Total amount spent for the Financial Year	<b>Rs. 17.24 lacs</b>
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	<b>Rs. 0.39 lacs</b>
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	<b>Nil</b>
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	<b>Rs. 0.39 lacs</b>

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

Sr. no.	Preceding Financial Year	Amount transferred to Unspent CSR Account under sub-section(6) of Section135 (in Rs.)	Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (in Rs.)	Amount spent in the Financial Year (in Rs.).	Amount transferred to a fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any.		Amount remaining to be spent in succeeding financial years. (in Rs.)	Deficiency, if any
					Amount (in Rs.)	Date of transfer		
1	2021-2022	NIL	NIL	NIL	NIL	NIL	NIL	--
1	2020-2021	<b>33.27 Lacs</b>	<b>15.07 Lacs</b>	<b>15.07 Lacs</b>	NIL	NIL	NIL	--
2	2019-2020	<b>3.98 Lacs</b>	<b>NIL</b>	<b>NIL</b>	NIL	NIL	NIL	--

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

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): **Not Applicable**

**For ASI INDUSTRIES LIMITED**

**ANSHUL M. SONAWALA**  
**CHIARMAN OF CSR COMMITTEE**  
**(DIN - 0013376)**

**GAURANG GANDHI**  
**DIRECTOR**  
**(DIN - 00008057)**

**Place: Mumbai**  
**Date: 29<sup>th</sup> May, 2023**

## Annexure “C”

### CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, AND FOREIGN EXCHANGE EARNING AND OUTGO ETC:

Information on conservation of Energy, Technology absorption, Foreign Exchange earnings and outgo required to be disclosed under Section 134 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 are provided hereunder

(A) Conservation of Energy:	Energy conservation continues to receive priority attention at all levels. All efforts are made to conserve and optimize use of energy with continuous monitoring, improvement in batch cycle time and improved operations
(B) Technology absorption	No new technology has been acquired during the year Efforts are made to reduce batch cycle time and improve operational efficiency. No technology import has been made in the recent past
Expenditure incurred on R & D during the Financial Year	NIL
(C) Foreign Exchange Earnings and Outgo	The Company is currently assessing export potential for its products in various markets. Details of foreign exchange earnings and outgo are given below:

(Rs.In Lacs)

Particulars	31st March 2023	31st March 2022
Total Outflow	Rs. 104.67	Rs. 16062.58
Total Inflow	Rs. 646.73	Rs. 5890.59

On Behalf of Board of Director of  
**ASI Industries Limited**

Date: 29<sup>th</sup> May, 2023  
Place: Mumbai

**Deepak Jatia**  
Chairman & Managing Director  
DIN 01068689

## ANNEXURE “D”

### Information required under Section 197 of Companies Act, 2013 read with Rule 5 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014

1. The Ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year 2022-23:

Sr. No	Name of the Directors	Ratio to Median Remuneration
1.	Mr. Deepak Jatia	99.08
2.	Mrs. Anita Jatia	28.72
3.	Mr. Tushya Jatia	65.94
4.	Mr. Anshul Sonawala (only sitting fee)	NA
5.	Mr. Sanjay Seksaria (only sitting fee)	NA
6.	Mr. Gaurang Gandhi (only Sitting fee)	NA

2. The percentage increase in remuneration of each Director, Chief Executive Officer, Chief Finance Officer, Company Secretary or Manager, if any, in the financial year 2022-23 compared to financial year 2021-22:

Sr. No	Name of the Directors / KMP	% of Increase
1.	Mr. Deepak Jatia, Chairman & Managing Director	NA
2.	Mrs. Anita Jatia, Executive Director	NA
3.	Mr. Tushya Jatia, Executive Director	NA
4.	Mr. S.R.Soni, Chief Executive Officer	12%
5.	Mr. Pavan Kumar Soni, Chief Financial Officer	NA
6.	Mr. Manoj Jain , Company Secretary	NA

3. The Median Remuneration of Employee (MRE) excluding Executive Director was Rs. 233904 and Rs. 210540 in fiscal year 2023 and 2022 respectively. The increase in MRE in fiscal year is 11 % as compared to fiscal year 2022.
4. Number of permanent employees on the rolls of the Company: 627 employees as on 31.03.2023.
5. Explanation on the relationship between average increase in remuneration and the Company performance: - The Company's reward principle is influenced by individual performance as well as various factors operating in competitive market practice and cost considerations. The salary increase that were made during the year were based on the individual performance as well as the Company's market competitiveness.
6. Key parameters for any variable component of remuneration availed by the Directors: - Considered by the Board of Directors based on the recommendations of the Nomination and Remuneration Committee as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

#### Remuneration of Top 10 Employees of the Company

(Rs. In Lacs)

Employees Name	Designation	Education Qualification	Experience in Year	Remuneration	Previous employment and designation
Mr. Deepak Jatia	CMD	Graduate	36 Years	231.84	NA
Mr. Tushya Jatia	WTD	Master in Finance and Investment	16 Years	154.31	NA
Mrs. Anita Jatia	WTD	Graduate	21 Years	67.20	NA
Mr. Manoj Jain (Upto 08 <sup>th</sup> Oct. 2022)	Company Secretary	Fellow member of ICSI	18 Years	13.23	Ess Dee Aluminum Limited as Company Secretary

<b>Employees Name</b>	<b>Designation</b>	<b>Education Qualification</b>	<b>Experience in Year</b>	<b>Remuneration</b>	<b>Previous employment and designation</b>
Mr. Pavan Kumar Soni	CFO	Fellow member of ICAI	30 Years	17.85	Kesari Vanspati Limited as Finance Controller
Mr. S.R.Soni (upto 31 <sup>st</sup> March, 2023)	CEO	Fellow member of ICAI and Associate Member of ICSI	39 Years	22.58	Orbit Corporation as Company Secretary
Mr. Sawarmal Meena	GM (Operation)	Mining Engineer	28 Years	14.52	Popular and progressive Minerals Pvt. Ltd. As G.M. (Mines)
Mr. Anil Baid	DGM (Cost & MIS)	B.Com	24 Years	12.46	Prerna Syntex as DGM (Budget & MIS)
Mr. Hari G Pillai	Manager (HR and Admn)	B.Com	24 Years	13.60	Sheetal Manufacturing Pvt. Ltd as Manager (HR)
Mr. Kanjoor Shivasankaran	Secretary to MD	B.A.	35 Years	10.44	Janta Glass Works As Stenographer

**For and Behalf of Board**

**Date: 29<sup>th</sup> May 2023**  
**Place: Mumbai**

**Deepak Jatia**  
**Chairman and Managing Director**  
**DIN 01068689**

**Form AOC-1**

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

**Statement containing salient features of the financial statement of subsidiaries or associate companies or joint ventures**

**Part A: Subsidiaries**

**NIL**

**Notes:**

1. Names of subsidiaries which are yet to commence operations: **NIL**
2. Name of subsidiaries which have been liquidated or sold during the year: **ASI Global Ltd, Mauritius & AL Rawasi Rock & Aggregate LLC, Fujairah**

**Part B: Associates and Joint Ventures**

**NIL**

**Notes:**

1. Names of associates and joint ventures which are yet to commence operations: **NIL**
2. Names of associates and joint ventures which have been liquidated or sold during the year: **NIL**
3. Names of associates and joint ventures which have been ceased due to fall in % of shareholding during the year: **Stone Masters (India) Private Limited**

**For and Behalf of Board**

**Date: 29<sup>th</sup> May 2023**  
**Place: Mumbai**

**Deepak Jatia**  
**Chairman and Managing Director**  
**DIN 01068689**



## CORPORATE GOVERNANCE REPORT

[Pursuant to Part C of Schedule V to the SEBI (Listing Obligation and Disclosures Requirements) Regulation, 2015]

### COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

The Company's philosophy on Corporate Governance has been developed with a tradition of fair and transparent governance even before they were mandated by the legislation. Transparency, integrity, professionalism and accountability - based values form the basis of the Company's philosophy for Corporate Governance. The Company believes that good Corporate Governance is a continuous process and strives to improve the Corporate Governance practices to meet shareholder's expectations. Your company has fulfilled all the existing guidelines prescribed by the Securities and Exchange Board of India (SEBI) in chapter IV read with schedule V of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.

### BOARD OF DIRECTORS

#### Governance Structure

**Board of Director** –The Board is entrusted with an ultimate responsibility of the Management, directions and performance of the Company. As its primary role is fiduciary in nature, the Board provides leadership, strategic guidance, objective and independent view to the Company's management while discharging its responsibilities, thus ensuring that the management adheres to ethics, transparency and disclosures.

**Committees of the Board**-The Board has constituted the following Committees viz, Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility (CSR) Committee and Stakeholders Relationship Committee. Each of the said Committee has been mandated to operate within a given framework.

#### Composition and category of Directors

The Board of Directors of the Company comprises of an optimum combination of Executive and Non-Executive Directors including Independent Directors, which is in conformity with the provisions of Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Section 149 of the Companies Act, 2013.

As on 31<sup>st</sup> March, 2023, the Company's Board consists of six Directors. The Board comprises of Two Executive Promoter Directors, one Executive Promoter Woman Director and three Non-Executive Independent Directors. The Chairman and Managing Director of the Board is an Executive Director. There is no institutional nominee or Government director on the Board.

In the opinion of the board, the Independent Directors fulfill the conditions specified in the Companies Act, 2013, SEBI Listing Regulations and are independent of the management.

The number of Directorships, Committee Membership(s)/ the Chairmanship(s) of all Directors is within respective limits prescribed under the Companies Act, 2013 ("Act") and Listing Regulations.

### Directors' Directorships/Committee Memberships

In accordance with Regulation 26 of the Listing Regulations, none of the Directors are members in more than 10 committees excluding private limited companies, foreign companies and companies under Section 8 of the Act or act as Chairperson of more than 5 committees across all listed entities in which he/she is a Director. The Audit Committee and Stakeholders' Relationship Committee are only considered in computation of limits. Further all Directors have informed about their Directorships, Committee Memberships/Chairmanships including any changes in their positions. Relevant details of the Board of Directors as on 31<sup>st</sup> March, 2023 are given below:

Name of the Directors	Category of Directorship	Directorship in other Indian Public Limited Company excluding ASI	No. of Board Committees in which Chairman / Member (excluding ASI)		List of Directorship held in Other Listed Companies and Category of Directorship
			Chairman	Member	
Mr. Deepak Jatia (DIN 01068689)	Promoter/ Executive Chairman	NIL	NIL	NIL	NIL
Mrs. Anita Jatia (DIN 01068774)	Promoter/ Executive	NIL	NIL	NIL	NIL
Mr. Tushya Jatia (DIN 02228722)	Promoter/ Executive	1	NIL	NIL	Pioneer Investcorp Ltd NED
Mr. Gaurang Gandhi (DIN 00008057)	Independent Director	5	NIL	2	Pioneer Investcorp Ltd ED
Mr. Anshul M. Sonawala (DIN 00133376)	Independent Director	NIL	NIL	NIL	NIL
Mr. Sanjay Seksaria (DIN 00111096)	Independent Director	1	NIL	NIL	NIL

#### Notes:

- Directorships exclude Private Limited Companies, Foreign Companies and Section 8 Companies.
- Membership of Committee only includes Audit Committee and Stakeholders Relationship Committee in Indian Public Limited companies other than ASI Industries Limited. Members of the Board of the Company do not have membership of more than ten Board-level Committees or Chairman of more than five such Committees.
- Mr. Deepak Jatia, Mrs. Anita Jatia and Mr. Tushya Jatia are related to each other. None of the other Directors are related inter-se.

4. Details of Director(s) retiring or being re-appointed are given in notice to Annual General Meeting.
5. Maximum tenure of Independent Directors is in accordance with the Companies Act, 2013 and rules made thereunder.
6. None of the directors hold directorships in more than 20 companies of which directorships in public companies does not exceed 10 in line with the provisions of Section 165 of the Act
7. No director holds directorships in more than 7 listed entities.
8. None of the Director has been appointed as Alternate Director for Independent Director.
9. Company's Independent Directors meet at least once in every Financial Year without the attendance of Non – Independent Directors and Management Personnel. One meeting of the Independent Directors was held during the financial year on February 04, 2023.

#### Independent Directors confirmation by the Board

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the Listing Regulations. In the opinion of the Board, the Independent Directors, fulfil the conditions of independence specified in Section 149(6) of the Act and Regulation 16(1) (b) of the Listing Regulations.

#### Number of Independent Directorships

As per Regulation 17A of the Listing Regulations, Independent Directors of the Company do not serve as Independent Director in more than seven listed companies. Further, the Managing Director and whole time Directors of the Company does not serve as an Independent Director in any listed entity.

#### Core Skills / Expertise / Competencies available with the Board

The board comprises of highly qualified members who possess required skills, expertise and competence that allow them to make effective contributions to the Board and its Committees

The core skills / expertise / competencies required in the Board in the context of the Company's Businesses and sectors functioning effectively as identified by the Board of Directors of the Company are tabulated below

Core skills / competencies / expertise	Name of Directors					
	Deepak Jatia	Gaurang Gandhi	Sanjay Seksaria	Anshul Sonawala	Anita Jatia	Tushya Jatia
Leadership / Operational experience	✓	✓	✓	✓	✓	✓
Strategic Planning	✓	✓	✓	✓		✓

Sector / Industry Knowledge & Experience, Research & Development and Innovation	✓	✓	✓		✓	✓
Technology	✓	✓		✓		✓
Financial, Regulatory / Legal & Risk Management	✓	✓	✓	✓		✓
Corporate Governance	✓	✓	✓	✓	✓	✓

**Detailed reasons for the resignation of an independent director who resigns before the expiry of his /her tenure along with a confirmation by such director that there are no other material reasons other than those provided**

No independent director of the company resigned during the year under review, hence above clause is not applicable to the company.

#### Board Meetings

The Board meets at regular intervals to discuss and decide on business strategies/policies and review the financial performance of the Company and its subsidiaries.

The notice and detailed agenda along with the relevant notes and other material information are sent in advance separately to each Director and in exceptional cases tabled at the Meeting with the approval of the Board. This ensures timely and informed decisions by the Board.

Minimum four prescheduled Board meetings are held every year (one meeting in every calendar quarter). Additional meetings are held to address specific needs, if any, of the Company. During the Financial Year 2022-23, the Board of Directors met five times i.e. on 30<sup>th</sup> May, 2022, 15<sup>th</sup> June, 2022, 05<sup>th</sup> August, 2022, 7<sup>th</sup> November, 2022 and 04<sup>th</sup> February, 2023. The maximum gap between any two consecutive meetings was less than one hundred and twenty days, as stipulated under Section 173(1) of the Act, and Regulation 17(2) of the Listing Regulations and the Secretarial Standard by the Institute of Company Secretaries of India.

Attendance of Directors at the Board Meetings and at the last Annual General Meeting (AGM)

Name of the Directors	No. of Board Meetings Attended	Attendance at last AGM held on 30 <sup>th</sup> September, 2022
Mr. Deepak Jatia	5 of 5	Present
Mrs. Anita Jatia	5 of 5	Present
Mr. Tushya Jatia	5 of 5	Present
Mr. Gaurang Gandhi	5 of 5	Present
Mr. Anshul M. Sonawala	5 of 5	Present
Mr. Sanjay Seksaria	5 of 5	Present

**Shares held by Directors:**

Name of the Directors	Category	Number of shares having face value of Re.1/- each	
		As on 31st March, 2023	As on 31st March, 2022
Mr. Deepak Jatia	Executive Director	3954183	3954183
Mrs. Anita Jatia	Executive Director	3032392	3032392
Mr. Tushya Jatia	Executive Director	3696051	3696051
Mr. Sanjay Seksaria	Independent Director	936	936
Mr. Gaurang Gandhi	Independent Director	Nil	Nil
Mr. Anshul M. Sonawala	Independent Director	Nil	Nil

**FAMILIARISATION PROGRAMME FOR DIRECTORS**

At the time of appointing a Director, a formal letter of appointment is given to him, which inter alia explains the role, function, duties and responsibilities expected from him as a Director of the Company. The Director is also explained in detail the Compliance required from him under Companies Act, 2013, the Listing Regulations and other various statutes and an affirmation is obtained. The Chairman and Managing Director also have a one to one discussion with Director to familiarize him with the Company's operations. Further, on an ongoing basis as a part of Agenda of Board /Committee Meetings, presentations are regularly made to the Independent Directors on various matters inter-alia covering the Company's and its subsidiaries businesses and operations, industry and regulatory updates, strategy, finance, role, rights, responsibilities of the Independent Directors under various statutes and other relevant matters. The details of the familiarization programme for Directors are available on the Company's **website <http://www.asigroup.co.in>**

**INSURANCE COVERAGE**

The Company has obtained Directors and Officers liability insurance coverage in respect of any legal action that might be initiated against Directors/ Officers of the Company and its subsidiary and associate Companies.

**COMMITTEES OF THE BOARD**

The Board of Directors have constituted Board Committees to deal with specific areas and activities which concern the Company and requires a closer review. The Board Committees are formed with approval of the Board and function under their respective Charters. These Committees play an important role in the overall Management of day-to-day affairs and governance of the Company. The Board Committees meet at regular intervals and take necessary steps to perform its duties entrusted by the Board. The Minutes of the Committee Meetings are placed before the Board for noting.

The Company has four Board Level Committees:

- Audit Committee,
- Nomination and Remuneration Committee,

- Stakeholders' Relationship Committee
- Corporate Social Responsibility Committee

**AUDIT COMMITTEE****Composition and Category:**

The Company has a qualified and independent Audit Committee comprising of three Directors. The broad terms of reference of the Audit Committee are in consonance with the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. All the members have financial and accounting knowledge.

The Committee acts as a link between the Management, the Statutory Auditors and the Board of Directors of the Company. The Committee focuses its attention on monitoring the financial reporting system within the Company, considering Quarterly & Annual Financial Results of the Company and submitting its observations to the Board of Directors before its adoption by the Board, review of the internal audit report and internal control system, audit methodology and process, major accounting policies and practice, compliance with accounting standards.

**Attendance at the meeting of Audit Committee:**

During the financial year ended 31<sup>st</sup> March, 2023, Four Audit Committee Meetings were held on 30<sup>th</sup> May, 2022, 5<sup>th</sup> August, 2022, 07<sup>th</sup> November, 2022 and 04<sup>th</sup> February, 2023.

The composition of the Audit Committee and attendance at each meeting is as under:-

Name of the Directors	Position	Category	No. of Meetings Attended
Mr. Gaurang Gandhi	Chairman	Independent Director	4 of 4
Mr. Anshul M. Sonawala	Member	Independent Director	4 of 4
Mr. Sanjay Seksaria	Member	Independent Director	4 of 4

The Company Secretary acts as Secretary to the Committee as required by Regulation 18(1)(e) of the Listing Regulations

**The terms of reference**

- Oversight of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
- Review with the management the quarterly and annual financial statements and Auditor's report thereon before submission to the board for approval.
- Discuss with the statutory auditors, before the audit commence, about the nature and scope of the audit, as well as post audit discussion to ascertain any area of concern.
- Recommended to the board the appointment, re-appointment and, if required, replacement or removal of statutory auditors, remuneration and term of appointment of statutory auditors, fixation of audit fee and to approve the payment of any other service rendered by the auditors.

- Review and monitor the auditor's independence and performance and effectiveness of audit process.
- Review with the management, the performance of statutory and internal auditors.
- Review the adequacy of the Internal Audit function and the adequacy and efficacy of internal control systems.
- Evaluate internal financial control and risk management systems.
- Scrutinize Inter Corporate Loans and Investments
- Discuss any significant findings with internal auditor and follow up thereon.
- Review the finding of any internal investigation by the internal auditor in respect to matter where there is suspected fraud or irregularity or failure of internal control systems of a material nature and reporting the matter to the Board.
- Look into the reason for substantial defaults in payments to depositors, debenture holders, shareholders and creditors.
- Approve transaction, including any substantial modification, of the Company with related parties.
- Valuation of undertaking or assets of the Company, wherever it is necessary.
- Review and monitor the statement of use and application of funds raised through public offer and related matter.
- Review the function of Whistle Blower Mechanism.
- Approve the appointment of CFO after assessing the qualification, experience and background of the candidate
- Review the utilisation of loan and/or advance from/investment by the holding company in the subsidiary exceeding Rs. 100 cr. Or 10% of the assets size of the subsidiary, whichever is lower including existing loan/advance and investment existing as on date of coming into force of this provision.
- And, generally, all items listed in Part C of Schedule II of LODR and in section 177 of the Companies Act, 2013

The Company follows best practices in financial reporting. The Company has been reporting on quarterly basis, the Un-audited Financial Statements as required by the Regulation 33 of the Listing Regulations. The Company's quarterly Un-audited Standalone Financial Statements are made available on the website <http://www.asigroup.co.in> and are also sent to the BSE Limited where the Company's Equity Shares are listed for display.

## NOMINATION AND REMUNERATION COMMITTEE

### Composition

The Nomination and Remuneration Committee comprises of Three Directors. Mr. Sanjay Seksaria, Independent Director, is the Chairman of the Committee. The other members of the Nomination and Remuneration Committee include Mr. Gaurang

Gandhi and Mr. Anshul Sonawala, Independent Directors. The Composition of Nomination and Remuneration Committee is in accordance with the provisions of Section 178(1) of the Companies Act, 2013 and Regulation 19 of the Listing Regulations.

### Meeting and Attendance

During the financial year ended 31<sup>st</sup> March, 2023, two Nomination and Remuneration Committee Meeting was held on 7<sup>th</sup> November, 2022 and on 4<sup>th</sup> February, 2023 The Chairman of the Nomination and Remuneration Committee was present at the last Annual General Meeting of the Company. The table below provides the attendance of the Nomination and Remuneration Committee members:

Name of the Directors	Position	Category	Number of Meetings Attended
Mr. Sanjay Seksaria	Chairman	Independent Director	2 of 2
Mr. Anshul M. Sonawala	Member	Independent Director	2 of 2
Mr. Gaurang Gandhi	Member	Independent Director	2 of 2

### Terms of Reference

The broad terms of reference of the Nomination and Remuneration Committee, as approved by the Board, are in compliance with Section 178 of the Companies Act, 2013 and Regulation 19 of the Listing Regulations, which are as follows:

- Make recommendations regarding the composition of the Board, identify Independent Directors to be inducted to the Board from time to time and take steps to refresh the composition of the Board from time to time.
- Make recommendations regarding the composition of the Board, identify Independent Directors to be inducted to the Board from time to time and take steps to refresh the composition of the Board from time to time.
- Formulate the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy relating to the remuneration of the Directors, Key Managerial Personnel and other employees.
- Formulate criteria for evaluation of Independent Directors and the Board.
- Devise a policy on Board Diversity.
- Provide guidance and direction in developing and implementing the reward philosophy of the Company
- Evaluate and approve the appointment and remuneration of senior executives, including the Key Managerial Personnel, the Company's remuneration plan, annual salary increase principles and budgets, annual and long term incentive plans of the Company, policies and programmes such as succession planning, employment agreements, severance agreements and any other benefits.

- Review progress on the Company leadership development programmes, including for promotion to the Board, employee engagement initiatives and employee surveys.
- Consider and approve matters relating to normal retirement plans, Voluntary Retirement and Early Separation Schemes for employees of the Company.
- Establish key performance metrics to measure the performance of the Managing Director, Key Managerial Personnel and the executive team including the use of financial, non-financial and qualitative measures.
- Evaluate executive team performance regularly to strengthen the cumulative annual assessment and to provide timely feedback to the assessed individuals.
- Developing a view on the human resources capability in the business by periodically engaging with levels below the executive team.
- Review and recommend to the Board the remuneration and commission to the Managing and Executive Directors and define the principles, guidelines and process for determining the payment of commission to Non-Executive Directors of the Company.
- Recommend to the board, all remuneration, in whatever form, payable to senior management.

#### Remuneration Policy

##### A. Remuneration to Non-Executive Directors (including Independent Directors)

The Non-Executive Directors are paid Sitting Fees for each Meeting of the Board as attended by them. The Non-Executive Director/Independent Directors do not have any material pecuniary relationship or transactions with the Company.

##### B. Remuneration to Executive Director

The appointment and remuneration of Executive Directors is governed by the recommendation of the Nomination and Remuneration Committee, Resolutions passed by the Board of Directors and Shareholders of the Company and Agreement executed between them and the Company. The remuneration package of Executive Directors comprises of salary, perquisites and allowances, and contributions to Provident and other Retirement Benefit Funds as approved by the shareholders at the General Meetings. Annual increments are decided by the Nomination and Remuneration Committee and recommended to the Board for approval thereof. The Nomination and Remuneration Policy is displayed on the Company's website viz. <http://www.asigroup.co.in>. Presently, the Company does not have a stock options scheme for its Directors.

#### DETAILS OF REMUNERATION PAID TO DIRECTORS FOR THE YEAR ENDED 31ST MARCH, 2023

(Rs. in Lacs)

Name of the Directors	Salary & Allowances	Perquisites	Contribution to PF	Sitting Fee	Total
Mr. Deepak Jatia (Chairman & Managing Director)	201.60	30.24	-	-	231.84
Mr. Tushya Jatia (Executive Director)	134.18	20.13	0.22	-	154.53
Mrs. Anita Jatia Executive Director	67.20	-	-	-	67.20
Mr. Sanjay Seksaria (Independent Director)	-	-	-	0.10	0.10
Mr. Anshul M. Sonawala (Independent Director)	-	-	-	0.10	0.10
Mr. Gaurang Gandhi (Independent Director)	-	-	-	0.10	0.10
<b>Total</b>	<b>402.98</b>	<b>50.37</b>	<b>0.22</b>	<b>0.30</b>	<b>453.87</b>

#### Notes

- There were no other pecuniary relationships or transactions of non-executive directors vis-à-vis the Company.
- Pursuant to the limits approved by the Board, all nonexecutive directors were paid sitting fees of Rs. 2000/- (excluding taxes as applicable) for attending each meeting of the Board.
- The Company did not pay any amount to the nonexecutive directors by way of salary, perquisites commission, pension and bonuses.
- The Company has so far not issued any stock options to its directors.

#### Service Contracts, Notice Period, Severance Fees

Letters of appointment have been issued by the Company to the all the directors besides Independent Directors, incorporating their roles, responsibilities, etc., which have been accepted by them.

#### Performance Evaluation

Pursuant to the provisions of the Companies Act, 2013 and the Listing Regulations, the Board has carried out the annual evaluation of its own performance, its Committees and Directors individually. A structured questionnaire was prepared after circulating the draft forms, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance. A consolidated summary of the ratings given by each Director was then prepared. The report of performance evaluation was then discussed and noted by the Board.



The performance evaluation of the Chairman and Managing Director and the Non Independent Directors was carried out by the Independent Directors. The Directors expressed their satisfaction with the evaluation process.

### STAKEHOLDERS RELATIONSHIP COMMITTEE

Pursuant to provisions of Section 178(5) of the Companies Act, 2013 read with Regulation 20 of the Listing Regulations, Stakeholders Relationship Committee has been constituted. This Committee comprise of three Directors. Mr. Anshul Sonawala, Independent Director is the Chairman of this Committee. The other members of the Stakeholders Relationship Committee include Mr. Sanjay Seksaria and Mr. Gaurang Gandhi, Independent Directors.

During the financial year ended 31<sup>st</sup> March, 2023, One Committee Meeting was held on 4<sup>th</sup> February, 2023. The table below highlights the composition and attendance of the Members of the Committee.

The requisite quorum was present at all the Meetings.

Name of the Directors	Position	Category	Number of Meetings Attended
Mr. Anshul M. Sonawala	Chairman	Independent Director	1 of 1
Mr. Sanjay Seksaria	Member	Independent Director	1 of 1
Mr. Gaurang Gandhi	Member	Independent Director	1 of 1

Mr. Manish Prakash Kakrai, Company Secretary of the Company is the Compliance Officer.

### Terms of Reference:

This Committee generally meets once in a year. The Committee looks into the matters of Shareholders/ Investors grievances along with other matters listed below:

- to consider and resolve the grievances of security holders of the Company including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.;
- consider and approve demat/ remat of shares/split/ consolidation/sub-division of share.;
- to consider and approve issue of share certificates (including issue of renewed or duplicate share certificates), transfer and transmission of securities, etc.
- to oversee and review all matters connected with the transfer of the Company's securities;
- to review measures taken for effective exercise of voting rights by shareholders;

- to review adherence to the standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent.
- to review of the measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company;
- to carry out any other function as prescribed under the Listing Regulations, the Companies Act, 2013 and other Applicable Law as amended from time to time.
- to carry out any other duties that may be delegated to the Committee by the Board of Directors from time-to-time

The Secretarial Department of the Company and the Registrar and Share Transfer Agent, Link Intime India Private Limited attend to all grievances of the shareholders received directly or through SEBI, Stock Exchange, Ministry of Corporate Affairs, Registrar of Companies, etc. The Minutes of the Stakeholders Relationship Committee Meetings are circulated to the Board and noted by the Board of Directors.

Continuous efforts are made to ensure that grievances are more expeditiously redressed to the complete satisfaction of the investors. Shareholders are requested to furnish their updated telephone numbers and e-mail addresses to facilitate prompt action.

The total number of complaints received and resolved during the financial year ended 31<sup>st</sup> March, 2023 were nil. There were no complaints outstanding as on 31<sup>st</sup> March, 2023.

### RISK MANAGEMENT COMMITTEE

As per market capitalization as on 31st March 2023, company does not fall under the category of top 1000 listed companies, hence, company is required to constitute risk management committee.

### PARTICULARS OF SENIOR MANAGEMENT INCLUDING THE CHANGES THEREIN SINCE THE CLOSE OF THE PREVIOUS FINANCIAL YEAR.

Senior managers of the company are Mr. Pavan Kumar Soni, Chief Financial Officer and Mr. Manish Prakash Kakrai, Company Secretary and Compliance officer.

During the year under review, Mr. Manoj Jain resigned as Company Secretary of the Company w.e.f. 08/10/2022 and Mr. Manish Prakash was appointed as Company Secretary and Compliance Officer of the Company w.e.f. 07/11/2022.

Further, Mr. S. R. Soni, Chief executive officer (CEO) of the Company resigned as CEO w.e.f. 31/03/2023.

## CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Corporate Social Responsibility (CSR) Committee comprises of three Directors. Mr. Anshul Sonawala Independent Director, is the Chairman of the Committee. The other members of the CSR Committee include Mr. Gaurang Gandhi, Independent Director and Mr. Tushya Jatia, Promoter cum Executive Director. The Composition of CSR Committee is in accordance with the provisions of Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014. As per Section 135 of the Companies Act, 2013, The Company has formulated CSR Policy, which is uploaded on the website of the Company viz. <http://www.asigroup.co.in>

### Terms of Reference

Formulate and recommend to the Board, a CSR Policy indicating the activity or activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013.

Recommend the amount to be spent on the CSR activities

Monitor the Company's CSR Policy periodically

Attend to such other matters and functions as may be prescribed from time to time

## GENERAL BODY MEETINGS

### DETAILS OF LAST THREE ANNUAL GENERAL MEETINGS HELD

AGM	Financial Year	Date & Time	Location of the Meeting	Details of Special Resolution Passed
74 <sup>th</sup>	2019-20	29 <sup>th</sup> September, 2020 at 11.00 am	Marathon Innova, A Wing, 7 <sup>th</sup> Floor, Off G.K.Marg, Lower Parel, Mumbai-400013	<ol style="list-style-type: none"> <li>1. Re-appointment of Mrs. Anita Jaita as Whole Time Director (Designated as Executive Director)</li> <li>2. Approval for remuneration payable to Mrs. Anita Jatia, Executive Director of the Company in terms of Regulation 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</li> <li>3. Waiver of recovery of Managerial Remuneration paid to Mr. Deepak Jatia for the Financial Year 2019-20.</li> <li>4. Waiver of recovery of Managerial Remuneration paid to Mr. Tushya Jatia for the Financial Year 2019-20.</li> <li>5. Approval for Remuneration payable to Mr. Deepak Jatia Managing Director of the Company in terms of Regulation 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for a remaining period of his tenure</li> <li>6. Approval for Remuneration payable to Mr. Tushya Jatia Whole Time Director of the Company in terms of Regulation 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for a remaining period of his tenure</li> </ol>

## Composition, Meeting and Attendance

During the financial year ended 31<sup>st</sup> March, 2023, Two Committee meetings were held on 30<sup>th</sup> May 2022 and on 4<sup>th</sup> February, 2023.

Name of the Directors	Position	Category	Number of Meeting Attended
Mr. Anshul M. Sonawala	Chairman	Independent Director	2 of 2
Mr. Tushya Jatia	Member	Executive Director	2 of 2
Mr. Gaurang Gandhi	Member	Independent Director	2 of 2

## INDEPENDENT DIRECTOR MEETING

During the year under review, the Independent Directors met on 4<sup>th</sup> February, 2023, inter alia, to:

- Evaluate performance of Non-Independent Directors and the Board of Directors as a whole;
- Evaluate performance of the Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors;
- Evaluation of the quality, content and timeliness of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Independent Directors were present at this Meeting.

AGM	Financial Year	Date & Time	Location of the Meeting	Details of Special Resolution Passed
75 <sup>th</sup>	2020-21	28 <sup>th</sup> September, 2021 at 11.00 am	Marathon Innova, A-Wing, 7 <sup>th</sup> Floor, Off G.K.Marg, Lower Parel, Mumbai-400013	<ol style="list-style-type: none"> <li>1. Waiver of recovery of Managerial Remuneration paid to Mr. Deepak Jatia for the Financial Year 2020-21.</li> <li>2. Waiver of recovery of Managerial Remuneration paid to Mr. Tushya Jatia for the Financial Year 2020-21</li> <li>3. Re-appointment of Mr. Deepak Jatia as Managing Director</li> <li>4. Re-appointment of Mr. Tushya Jatia as Whole Time Director (Designated as Executive Director).</li> <li>5. Approval for Remuneration payable to Mr. Deepak Jatia Managing Director of the Company in terms of Regulation 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for a remaining period of his tenure.</li> <li>6. Approval for Remuneration payable to Mr. Tushya Jatia Whole Time Director of the Company in terms of Regulation 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for a remaining period of his tenure</li> <li>7. Re-appointment of Mr. Gaurang Gandhi, as Independent Director</li> </ol>
76 <sup>th</sup>	2021-22	30 <sup>th</sup> September 2022 at 11:00 a.m.	Marathon Innova, A-Wing, 7 <sup>th</sup> Floor, Off G.K.Marg, Lower Parel, Mumbai-400013	Nil

#### EXTRA ORDINARY GENERAL MEETING

Apart from the Annual General Meeting, no other General Meeting was held during the financial year 2022-23.

#### POSTAL BALLOT

During the year under review, the Company approached the shareholders through Postal Ballot for approval for selling the 100% of the issued and outstanding shares held in AI Rawasi Rocks and Aggregate LLC, (an indirect subsidiary of the company in UAE) own together with ASI Global Limited (wholly owned subsidiary of the Company).

The details of the postal ballots in previous year are as follow:

Date of Postal Ballot Notice	: 15 <sup>th</sup> June, 2022
Voting Period	: From 20 <sup>th</sup> June, 2022 to 19 <sup>th</sup> July, 2022
Date of Declaration of Result	: 21 <sup>st</sup> July, 2022
Date of Approval	: 19 <sup>th</sup> July 2022

Name of Resolution	Type of Resolution	No of Vote Polled	Vote Cast in Favour		Vote Cast in Against	
			No of Vote	%	No of Vote	%
To sell the 100% of the issued and outstanding shares held in AI Rawasi Rocks and Aggregate LLC, (an indirect subsidiary of the company in UAE) own together with ASI Global Limited (wholly owned subsidiary of the Company).	Special	69145525	69140613	99.99	4912	00.01

#### PROCEDURE FOR POSTAL BALLOT

In Compliance of the section 108 and 110 and other applicable provisions of the Companies Act, 2013 read with related Rules, the Company provides electronic voting (e-voting) facility to all its members. For the purpose, the Company has engaged the service of CDSL.

Mr. Prabhat Maheshwari, partner of GMG & Associates, Practicing Company Secretary, was appointed as Scrutinizer for conducting postal ballot in a fair and transparent manner.

In accordance with the MCA Circulars, members can vote only through the remote e-voting process. The Postal ballot notice are dispatched by email to members who have opted to receiving communication through electronic mode. The Company also published a notice in the newspaper declaring the details and requirements as mandated by the Act and applicable Rules.

Voting right are reckoned on the paid up value of shares registered in the name of members as on the cut-off date. The members who want to exercise their vote are requested to vote before the close of business hour on the last date of e-voting.

The Scrutinizer complete his scrutiny and submit his report to the Chairman and consolidated results of the voting are announced by the Chairman or any authorised person. The results are display on Company's website besides being communicated to the Stock Exchange and Registrar and Transfer Agent. The last date of e-voting shall be the date on which the resolution shall be deemed to be passed, if approved by the requisite majority.

- None of the businesses proposed to be transacted in the ensuing Annual General Meeting require passing of a Special Resolution through Postal Ballot.



## MEANS OF COMMUNICATION TO THE SHAREHOLDERS

- The Un-audited quarterly/ half yearly results are announced within forty-five days of the close of the quarter. The audited annual results are announced within sixty days from the closure of the financial year as per the requirement of the Listing Regulations.
- The approved financial results are forthwith sent to the Stock Exchange and are published in Business Standard (English newspaper) and Praatkaal (local language (Marathi) newspaper), within forty-eight hours of approval thereof. Presently the same are not sent to the shareholders separately.

The Company's financial results and official press releases are displayed on the Company's Website- <http://www.asigroup.co.in>

Management Discussion and Analysis report forms part of the Annual Report, which is sent to the shareholders of the Company.

The quarterly results, shareholding pattern, quarterly compliances and all other corporate communication to the Stock Exchange viz. BSE Limited are filed electronically. The Company has complied with filing submissions through BSE's Listing Centre.

A separate dedicated section under "Investors Relation", on the Company's website gives information on unclaimed dividends, shareholding pattern, quarterly/half yearly results and other relevant information of interest to the investors / public.

SEBI processes investor complaints in a centralized web based complaints redressal system i.e. SCORES. Through this system a shareholder can lodge complaint against a company for his grievance. The Company uploads the action taken on the complaint which can be viewed by the shareholder. The Company and shareholder can seek and provide clarifications online through SEBI.

The Company has designated the email id: [investors@asigroup.co.in](mailto:investors@asigroup.co.in) exclusively for investor relation, and the same is prominently displayed on the Company's website <http://www.asigroup.co.in>

## GENERAL SHAREHOLDERS INFORMATION

### ANNUAL GENERAL MEETING FOR THE FINANCIAL YEAR 2022-23

Day and Date	<b>Friday, 29<sup>th</sup> September, 2023</b>
Time	11.00 am
Deemed Venue	Annual General Meeting through Video Conferencing/Other Audio Visual Means (VC/OAVM facility) deemed venue of AGM -Marathon Innova, A Wing, 7 <sup>th</sup> Floor, Off G.K.Marg, Lower Parel, Mumai-400013
Financial Year	2022-23
Book Closure/Record date for AGM	23rd September, 2023 to 29 <sup>th</sup> September, 2023
Last Date of Receipt of Proxy Forms	NA
Stock Exchange	BSE Limited
Stock Code	502015

### Tentative Calendar for Financial Year ending 31<sup>st</sup> March, 2023

SN	Particulars of Quarter	Tentative dates
1	First Quarter Results	On or before the 14 <sup>th</sup> August 2023 or within any time limit provides by the Regulator)
2	Second Quarter & Half Yearly Results	On or before the 14 <sup>th</sup> November 2023
3	Third Quarter & Nine-months ended Results	On or before the 14 <sup>th</sup> February 2024
4	Fourth Quarter & Annual Results	On or before the 30 <sup>th</sup> May 2024

### Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A)

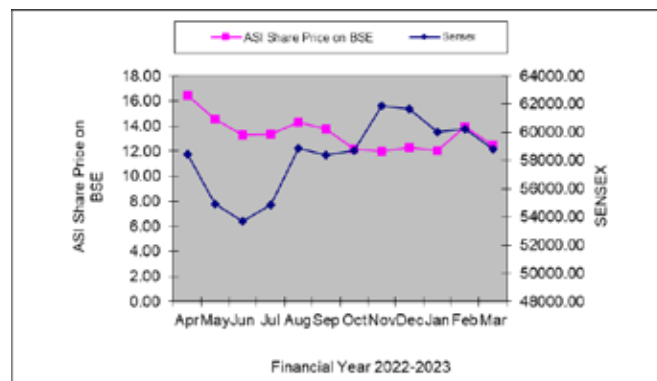
Company has not made any preferential allotment and qualified institution placement; hence the above clause is not applicable.

### Share Price Data

MONTH	HIGH	LOW	No of Share Traded	BSE SENSEX	
				High	Low
April, 2022	19.34	13.51	2,96,232	60,845.10	56,009.07
May, 2022	16.00	13.05	3,39,656	57,184.21	52,632.48
June, 2022	14.20	12.40	1,74,792	56,432.65	50,921.22
July, 2022	14.16	12.55	1,43,584	57,619.27	52,094.25
August, 2022	15.50	13.10	2,65,404	60,411.20	57,367.47
September, 2022	14.50	13.00	2,44,482	60,676.12	56,147.23
October, 2022	13.70	10.59	3,51,993	60,786.70	56,683.40
November, 2022	13.00	11.00	3,63,378	63,303.01	60,425.07
December, 2022	13.50	11.06	4,16,208	63,583.07	59,754.10
January, 2023	13.13	11.00	8,21,086	61,343.96	58,699.20
February, 2023	16.89	11.00	27,95,690	61,682.25	58,795.97
March, 2023	14.40	10.55	21,12,623	60,498.48	57,084.91

The equity shares of the Company are listed on Bombay Stock Exchange (BSE) having Script Code 502015 and ISIN No. INE443A01030. The Annual Listing and Custodian Fees as prescribed has been paid to the Stock Exchange and Depositories for the year 2023-24.

### ASI Equity Share performance vis-à-vis Index



### Registrar to an Issue and Share Transfer Agent

The Company has appointed Link Intime India (Private) Limited as Registrar to an Issue and Share Transfer Agent to conduct all activities related to shares transfer and other related matter as per Regulation 7 of SEBI (LODR) Regulation, 2015. The address of Unit: ASI Industries Limited C-101, 247 Park, L.B.S Marg, Vikhroli (West), Mumbai – 400 083, Tel : 022-49186000, 022-49186200/ 49186270 Fax : 022-49186060 Email: [nayna.wakle@linkintime.co.in](mailto:nayna.wakle@linkintime.co.in)

### Share Transfer System

Confirmation in respect of requests for dematerialisation of shares is sent to respective depositories i.e. NSDL and CDSL expeditiously. In compliance with the Listing Regulations, a Practicing Company Secretary carries out audit of the System of Transfer and a certificate to that effect is issued.

However, as per SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated June 8, 2018 and further amendment vide Notification No. SEBI/LAD-NRO/GN/2018/49 dated November 30, 2018, requests for effecting transfer of securities (except in case of transmission or transposition of securities) shall not be processed from April 1, 2019 and in case of transfer and transmission of shares shall not be in processed in physical form w.e.f 24<sup>th</sup> January, 2022 unless the securities are held in the dematerialised form with the depositories. Therefore, Shareholders are requested to take action to dematerialize the Equity Shares of the Company, promptly.

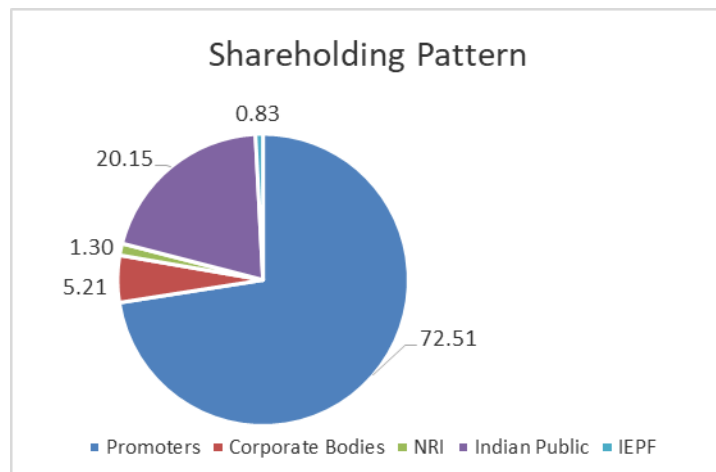
### Nomination

Individual shareholders holding shares singly or jointly in physical form can nominate a person in whose name the shares shall be transferable in case of death of the registered shareholder(s). Nomination facility in respect of shares held in electronic form is also available with the Depository Participants as per the bye-laws and business rules applicable to NSDL and CDSL. Nomination forms can be obtained from the Company's Registrar and Share Transfer Agent.

### Distribution of Shareholding as on 31<sup>st</sup> March, 2023

No. of Equity Shares held	No. of Shareholders	Percentage of Shareholders	No. of Shares held	Percentage of Shareholding
Upto 500	3190	57.17	506004	0.56
501 to 1000	701	12.56	576337	0.64
1001 to 2000	612	10.97	905163	1.00
2001 to 3000	255	4.57	649773	0.72
3001 to 4000	144	2.58	512141	0.57
4001 to 5000	126	2.26	594962	0.66
5001 to 10000	254	4.56	1766674	1.96
10001 and above	298	5.34	84563856	93.88
<b>Grand Total</b>	<b>5580</b>	<b>100.00</b>	<b>90074910</b>	<b>100.00</b>

### Shareholding Pattern as on 31st March, 2023



### DEMATERIALISATION OF SHARES AND LIQUIDITY

As on 31<sup>st</sup> March, 2023, 8,01,03,739 equity shares representing 88.94% of the total equity share capital of the Company, were held in dematerialised form with National Securities Depository Limited 75,23,047 equity shares representing 8.35% of the total equity share capital of the company were held in dematerialized form with Central Depository Services (India) Limited. Rest of the equity share i.e. 24,48,124 shares (2.71%) held in physical form.

The Company has entered into agreements with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) whereby shareholders have an option to dematerialise their shares with either of the Depositories.

### Dematerialization of Shares – Process

Shareholders who continue to hold shares in physical form are requested to dematerialize their shares at the earliest and avail the benefits of dealing in shares in demat form. For convenience of shareholders, the process of getting the shares dematerialized is given hereunder:-

- Demat account should be opened with a Depository Participant (DP).
- Shareholders should submit the Dematerialization Request Form (DRF) along with share certificates in original, to their DP.
- DP will process the DRF and will generate a Dematerialization Request Number (DRN).
- DP will submit the DRF and original share certificates to the Registrar and Transfer Agents (RTA), which is Link Intime India Private Limited.
- RTA will process the DRF and confirm or reject the request to DP/ depositories
- Upon confirmation of request, the shareholder will get credit of the equivalent number of shares in his demat account maintained with the DP.

The Promoters hold their entire equity shareholding in the Company in dematerialized form. The Company's equity shares are regularly traded on the BSE. The Annual Custodian fees for the year 2022-23 have been paid to the Depositories.

#### CONSOLIDATION OF FOLIOS AND AVOIDANCE OF MULTIPLE MAILING

In order to enable the Company to reduce costs and duplicity of efforts for providing services to investors, members who have more than one folio in the same order of names, are requested to consolidate their holdings under one folio. Members may write to the Registrars & Transfer Agents indicating the folio numbers to be consolidated along with the original shares certificates to be consolidated.

#### RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

As stipulated by SEBI, a qualified Practicing Company Secretary carries out Secretarial Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to the Stock Exchange where the Company's shares are listed. The audit confirms that the total Listed and Paid-up Capital is in agreement with the aggregate of the total number of shares in dematerialised form (held with NSDL and CDSL) and total number of shares in physical form.

#### COMPLIANCE WITH SECRETARIAL STANDARDS

The Institute of Company Secretaries of India, a Statutory Body, has issued Secretarial Standards on various aspects of corporate law and practices. The Company has complied with each one of them.

#### Outstanding GDRs/ Warrants and Convertible Bonds, conversion date and likely impact on equity

As on 31st March, 2023, the Company does not have any outstanding GDR/ADR/Warrants or any other convertible instruments pending conversion or any instruments likely to impact the equity share capital of the Company.

#### Address for Correspondence:

Compliance Officer	Link Intime India Pvt Ltd	Correspondence with the Company
Mr. Manish Prakash Kakrai Company Secretary & Compliance Officer Phone: 022-4089 6100 Email: <a href="mailto:cs@asigroup.co.in">cs@asigroup.co.in</a> <a href="mailto:investors@asigroup.co.in">investors@asigroup.co.in</a>	Unit: ASI Industries Limited C-101, 247 Park, L.B.S Marg, Vikhroli (West), Mumbai – 400 083 Tel : 022-49186000 022-49186200/ 49186270 Fax : 022-49186060 Email: <a href="mailto:nayna.wakle@linkintime.co.in">nayna.wakle@linkintime.co.in</a>	Marathon Innova, A wing. 7th Floor, Off. G.K.Marg, Lower Parel, Mumbai-400013 Ph 022-4089 6100 Fax: 022-4089 6119 Email: <a href="mailto:cs@asigroup.co.in">cs@asigroup.co.in</a>

#### Plant Locations:

Mining :	Ramganjmandi Dist. Kota, Rajasthan
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#### AFFIRMATION AND DISCLOSURES

##### a. Compliance with governance framework

The Company is in compliance with all mandatory requirements under the Listing Regulations

##### b. Related party transactions

All transactions entered into with the Related Parties as defined under the Companies Act, 2013 and Regulation 23 of the Listing Regulations during the financial year were on arm's length basis and do not attract the provisions of Section 188 of the Companies Act, 2013. There were no materially significant transactions with Related Parties during the financial year. Related party transactions have been disclosed under significant accounting policies and notes forming part of the Financial Statements in accordance with "IND AS". All Related Party Transactions are placed before the Audit Committee for approval. Omnibus approval was obtained on a yearly basis for transactions which are of repetitive nature and a statement giving details of all Related Party Transactions are placed before the Audit Committee and the Board for review and approval on a quarterly basis.

A statement in summary form of transactions with Related Parties in ordinary course of business and arm's length basis is periodically placed before the Audit committee for review and recommendation to the Board for their approval:

##### c. Details of non-compliance by the Company, penalties, and strictures imposed on the Company by Stock Exchanges or SEBI or any statutory authority, on any matter related to capital markets, during last three Financial Years.

The Company has complied with all requirements specified under the Listing Regulations as well as other regulations and guidelines of SEBI. Consequently, there were no strictures or penalties imposed by either SEBI or Stock Exchange or any statutory authority for non-compliance of any matter related to the capital markets during the last three Financial years.

##### d. Vigil Mechanism / Whistle Blower Policy

Pursuant to Section 177(9) and (10) of the Companies Act, 2013, and Regulation 22 of the Listing Regulations, the Company has formulated Whistle Blower Policy for vigil mechanism of Directors and employees to report to the management about the unethical behavior, fraud or violation of Company's code of conduct.

The Whistle Blower Policy is displayed on the Company's website viz. <http://www.asigroup.co.in>

**e. Disclosure of Accounting Treatment**

In the preparation of the financial statements, the Company has followed the Accounting Standards referred to in Section 133 of the Companies Act, 2013. The significant accounting policies which are consistently applied are set out in the Notes to the Financial Statements.

**f. Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A). Not Applicable.**

**g. A certificate from a Company Secretary in practice that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/ Ministry of Corporate Affairs or any such statutory authority.**

The Certificate of Company Secretary in practice is annexed herewith as a part of the report

**h. Where the board had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year. Not Applicable.**

**i. Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part.**

Details relating to fees paid to the Statutory Auditors are given in Note 29 (a) to the Standalone Financial Statements and the Consolidated Financial Statements

**j. Commodity price risk and Commodity hedging activities-**

The Company has adequate risk assessment and minimization system in place including for commodities. The Company does not have material exposure of any commodity and accordingly, no hedging activities for the same are carried out. Therefore, there is no disclosure to offer in terms of SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2018/0000000141 dated November 15, 2018

**k. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.**

The details of number of complaints filed and disposed of during the year and pending as on 31<sup>st</sup> March, 2023 is given in the Directors' report.

**l. Non-mandatory requirements**

Adoption of non-mandatory requirements of the Listing Regulations is being reviewed by the Board from time-to time.

**DETAILS OF ADOPTION OF NON-MANDATORY (DISCRETIONARY) REQUIREMENTS**

Non-mandatory (discretionary) requirements under Regulation 27 of the Listing Regulations. The status of compliance with the non-mandatory requirements of the Listing Regulations is provided below:

- **The Board-** The requirement relating to maintenance of office and reimbursement of expenses of Non-Executive Chairman is not applicable to the Company since the Chairman of the Company is an Executive Director.
- **Shareholders rights-** The Company has not adopted the practice of sending out half-yearly declaration of financial performance to shareholders. Quarterly results as approved by the Board are disseminated to Stock Exchange and updated on the website of the Company.
- **Modified opinion(s) in audit report-** There are no modified opinions in audit report.
- **Reporting of Internal Auditor-** In accordance with the provisions of Section 138 of the Companies Act, 2013, the Company has appointed an Internal Auditor who reports to the Audit Committee. Quarterly internal audit reports are submitted to the Audit Committee which reviews the audit reports and suggests necessary action.

**THE DISCLOSURES OF THE COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS SPECIFIED IN REGULATION 17 TO 27 AND REGULATION 46(2)**

SN	Particulars	Regulations	Brief Descriptions of the Regulations	Compliance Status (Yes/No/N.A.)
1.	Board of Directors	17(1)	Composition of Board	Yes
		17(1A)	Age Limit of NED	Yes
		17(1B)	Chairperson of Board may be Non -Executive	NA
		17(2)	Meeting of Board of Directors	Yes
		17(2A)	Quorum of Meeting	Yes
		17(3)	Review of Compliance Reports	Yes
		17(4)	Plans for orderly succession for appointments	Yes, as and when applicable
		17(5)	Code of Conduct	Yes
		17(6)	Fees/Compensation	Yes
		17(7)	Minimum Information to be placed before the Board	Yes
		17(8)	CEO & CFO Compliance Certificate	Yes
		17(9)	Risk Assessment & Management	Yes
		17(10)	Performance Evaluation	Yes
17(11)	Recommendation of Board to Shareholders for special business	Yes		
	17(A)	Maximum Number of Directorship	Yes	
2.	Audit Committee	18(1)	Composition of Audit Committee & Presence of the Chairman of the Committee at the Annual General Meeting.	Yes
		18(2)	Meeting of Audit Committee	Yes
		18(3)	Role of the Committee and Review of information by the Committee	Yes
3.	Nomination and Remuneration Committee	19(1) & (2)	Composition of NRC	Yes
		19 (2A)	Quorum of NRC	Yes
		19(3)	Presence of the Chairman of the Committee at the Annual General Meeting	Yes
		19 (3A)	Meeting of NRC	Yes
		19 (4)	Role of Committee	Yes
4.	Stakeholders Relationship Committee	20(1)(2)/2(A) & (3)	Composition of Stakeholder Relationship Committee, Chairman of Committee and presence of chairman at AGM	Yes
		20(3A)	Meeting of the SRC	Yes
		20(4)	Role of Committee	Yes
5.	Risk Management Committee	21(1)(2)(3) (3A) (3B) (3C)	Composition of Risk Management Committee, No of meeting, gap between two meeting	NA
		21(4)	Role of the Committee	NA
		21(5)	Applicability of provisions of regulation	NA
6.	Vigil Mechanism	22	Formulation of Vigil Mechanism for Directors and Employee	Yes
7.	Related Party Transaction	23(1),(5),(6) & (8)	Policy on Related Party Transaction	Yes
		23 (2) & (3)	Prior or Omnibus approval of Audit Committee	Yes
		23 (4)	Approval of Material Related Party Transaction	N.A.
		23(9)	Disclosure of RPT on Consolidated Basis	Yes
8	Subsidiaries of the Company	24(1)	Composition of Board of Directors of Unlisted Material Subsidiary	N.A.
		24(2),(3),(4),(5) & (6)	Other Corporate Governance requirements with respect to Subsidiary including Material Subsidiary of listed entity	Yes
		24(A) (1)	Secretarial Audit of listed and Material Subsidiary incorporated in India	Yes
		24(A) (2)	Secretarial Compliance Report	Yes



SN	Particulars	Regulations	Brief Descriptions of the Regulations	Compliance Status (Yes/No/N.A.)
9	Obligations with respect to Independent Directors	25(1)	Alternate Director to Independent Director	N.A
		25(2)	Maximum Directorship & Tenure	Yes
		25(2A)	Appointment/Re-appointment and Removal subject to shareholders approval by SR	Yes
		25(3)	Meeting of Independent Directors	Yes
		25(4)	Review of Performance by the Independent Directors	Yes
		25(6)	Replacement of Director in place of outgoing director (whether resign or remove)	Yes
		25(7)	Familiarization of Independent Directors	Yes
		25 (8) & (9)	Declaration from Independent Director	Yes
		25 (10)	D&O Insurance Policy for Independent Director	Yes
		25(11)	Appointment of Director, who resign, as ED/WTD in listed entity or any other group co.	Yes
10	Obligations with respect to Directors and Senior Management	26(1)&(2)	Memberships & Chairmanship in Committees	Yes
		26(3)	Affirmation with compliance to code of conduct from members of Board of Directors and Senior Management Personnel	Yes
		26(5)	Disclosures by Senior Management about potential conflicts of Interest	Yes
11	Other Corporate Governance Requirements	27(1)	Compliance of Discretionary Requirements	Yes
		27(2)	Filing of Quarterly Compliance Report on Corporate Governance	Yes
12	Disclosures On Website of the Company	46(2)(a)	Details of Business	Yes
		46(2)(b)	Terms and conditions of appointment of Independent Directors	Yes
		46(2)(c)	Composition of various committees of Board of Directors	Yes
		46(2)(d)	Code of Conduct of Board of Directors and Senior Management Personnel	Yes
		46(2)(e)	Details of establishment of Vigil Mechanism / Whistle Blower policy	Yes
		46(2)(f)	Criteria of making payments to Non-Executive Directors	Yes
		46(2)(g)	Policy on dealing with Related Party Transactions	Yes
		46(2)(h)	Policy for determining Material Subsidiaries	Yes
		46(2)(i)	Details of familiarization programmes imparted to Independent Directors	Yes
		46(2)(j)	The email address for grievances redressal	Yes
		46(2)(k)	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes
		46(2)(l)	Financial Results	Yes
		46(2)(m)	Shareholding Pattern	Yes
		46(2)(n)	Details of agreement entered into media companies	Not Applicable
		46(2)(o)	Schedule of Analyst or institutional investor meet and presentation made by the listed entity to analyst or institutional investors simultaneously with submission to the Stock Exchange	Not Applicable
		46(2)(p)	New Name and Old Name	Yes
		46(2)(q)	Advertisement as per regulation 47(1)	Yes
46(2)(r)	Credit rating and revision	Yes		
46(2)(s)	Separate audited financial of each subsidiary of the Company in respect of relevant financial year	Yes		

#### Unclaimed Dividend/Share

Pursuant to the provisions of Section 124(5) of the Companies Act, 2013, if the dividend transferred to the Unpaid Dividend Account of the Company remains unpaid or unclaimed for a period of seven years from the date of such transfer then such unclaimed or unpaid dividend shall be transferred by the Company along with interest accrued, if any to the Investor Education and Protection Fund ('the IEPF'), a fund established under sub-section (1) of section 125 of the Act. The details of unclaimed/unpaid dividend are available on the website of the Company at <http://www.asigroup.co.in>.

### **Mandatory Transfer of Shares to Demat Account of Investors Education and Protection Fund Authority (IEPFA) in case of unpaid/ unclaimed dividend on shares for a consecutive period of seven years.**

In terms of Section 124(6) of the Companies Act, 2013 read with Rule 6 of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, (as amended from time to time) (IEPF Rules) shares on which dividend has not been paid or claimed by a shareholder for a period of seven consecutive years or more shall be credited to the Demat Account of Investor Education and Protection Fund Authority (IEPFA) within a period of thirty days of such shares becoming due to be so transferred. Upon transfer of such shares, all benefits (like bonus, etc.), if any, accruing on such shares shall also be credited to such Demat Account and the voting rights on such shares shall remain frozen till the rightful owner claims the shares.

Shares which are transferred to the Demat Account of IEPFA can be claimed back by the shareholders from IEPFA by following the procedure prescribed under the aforesaid rules.

Therefore, it is in the interest of shareholders to regularly claim the dividends declared by the Company.

Details of Unclaimed Dividend /Fraction of Sale of Bonus Shares as on 31<sup>st</sup> March, 2023 and due dates for transfer are as follows.

SN	Financial Year	Date of Declaration of Dividend/fraction pay	Unclaimed Amt.	Due Date for transfer to IEPF Account
1	2015-16	23 <sup>rd</sup> September, 2016	579,278.40	22 <sup>nd</sup> October, 2023
2	2016-17	22 <sup>nd</sup> September, 2017	957,147.60	21 <sup>st</sup> October, 2024
3	2017-18	24 <sup>th</sup> September, 2018	809,546.70	23 <sup>rd</sup> October, 2025
4	2018-19	20 <sup>th</sup> September, 2019	744.113.10	20 <sup>th</sup> October, 2026
5	2016-17	23 <sup>rd</sup> November, 2016	1942.04	22 <sup>nd</sup> November, 2023

During the year under review, the Company has transferred Unclaimed Dividend of Rs. 5,50,669/- to Investor Education and Protection Fund which was declared in FY 2014-15.

As per Regulation 34(3) read with Schedule V of the Listing Regulations, in the previous years the Company has transferred 465723 number of equity shares in the Suspense Account and as on 31<sup>st</sup> March, 2023. 461726 shares are lying in the Suspense Account.

**for ASI Industries Limited**

Place: Mumbai  
Date: 29<sup>th</sup> May, 2023

**Deepak Jatia  
Chairman & Managing Director**

### **DECLARATION**

Compliance with the Code of Business Conduct and Ethic

As provided under Regulation 26 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all Board Members and Senior Management Personnel have affirmed compliance with ASI Industries Limited's Code of Business Conduct and Ethics for the year ended 31<sup>st</sup> March, 2023.

**For ASI Industries Limited**

Place: Mumbai  
Date: 29<sup>th</sup> May, 2023

**Deepak Jatia  
Chairman & Managing Director**

### **CEO AND CFO CERTIFICATION**

We have reviewed the Audited Financial Statements (Standalone & Consolidated) for the year ended **31<sup>st</sup> March, 2023** and that to the best of our knowledge and belief:

- (1) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- (2) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
  - A. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year ended 31<sup>st</sup> March, 2023 which are fraudulent, illegal or violate of the Company's code of conduct.
  - B. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
  - C. We have indicated to the Auditors and the Audit committee that:-
    - (1) No significant changes have been made in internal control over financial reporting during the year;
    - (2) No significant changes in accounting policies has been made during the year and that therefore the same was not required to be disclosed in the notes to the financial statements; and
    - (3) No instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting has been noticed.

**Deepak Jatia  
Managing Director**

**Pavan Kumar Soni  
Chief Financial Officer**

Place: Mumbai  
Date: 29<sup>th</sup> May, 2023

**CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE REQUIRED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 BY ASI INDUSTRIES LIMITED**

**To the Members of ASI Industries Limited,**

I have examined the compliance with conditions of Corporate Governance by ASI INDUSTRIES LIMITED (the Company) under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("LODR Regulations") for the year ended 31<sup>st</sup> March 2023.

In my opinion and to the best of my information and according to the explanations given to me, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the LODR Regulations. This Certificate is issued pursuant to the requirements of Schedule V (E) of the LODR Regulations.

The compliance with conditions of Corporate Governance is the responsibility of the management of the Company. My examination was limited to procedures adopted and implementation thereof, by the Company for ensuring compliance with the condition of Corporate Governance under LODR Regulations. The examination is neither an audit nor an expression of opinion on the financial statements of the Company.

I further state that such compliance is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the management has conducted the affairs of the company.

**For B.L.Ajmera & Co.  
Chartered Accountants  
(FRN: 001100C)**

**Place: Mumbai  
Date: 29<sup>th</sup> May, 2023  
UDIN: 23017184BGWPPC8109**

**Rajendra Singh Zala  
Partner  
Membership No. 017184**



## CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

[Pursuant to clause (i) of Point (10) of Para C of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,  
The Members  
ASI INDUSTRIES LIMITED  
CIN: L14101MH1945PLC256122  
Marathon Innova, A wing 7th floor,  
Off: Ganpatrao Kadam Marg, Lower Parel,  
Mumbai MH 400013 IN

We have examined relevant registers, records, forms, returns and disclosures received from the Directors of ASI INDUSTRIES LIMITED having CIN L14101MH1945PLC256122 and having registered office at Registered Office - Marathon Innova, A wing 7th floor, Off: Ganpatrao Kadam Marg, Lower Parel, Mumbai MH-400013 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

S. No.	Name of Director	Director Identification Number (DIN)
1.	Mr. Gaurang Manhar Gandhi	00008057
2.	Mr. Sanjay Seksaria	00111096
3.	Mr. Anshul Mukul Sonawala	00133376
4.	Mr. Deepak Nemnath Jatia	01068689
5.	Mrs. Anita Deepak Jatia	01068774
6.	Mr. Tushya Jatia	02228722

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

This Certificate has been issued at the request of the Company to make disclosure in its Corporate Governance Report of the Financial Year ended 31st March, 2023.

**For Jaisal Mohatta & Associates**  
**Company Secretaries**  
**ICSI Identification No.:S2016GJ378500**

**Surat, 24<sup>th</sup> May, 2023**  
**UDIN: A035017E000370385**

**(Jaisal Mohatta)**  
**Proprietor**  
**ACS - 35017, COP - 16090**  
**Peer Review Cert. No .2372/2022**

## INDEPENDENT AUDITOR'S REPORT

To the Members of ASI Industries Limited

### Report on the Audit of the Financial Statements

#### Opinion

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

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("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 Companies (Indian Accounting Standards) Rules, 2015 as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

#### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules there under, 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

We have determined that there are no key audit matters to communicate in our report.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the Annual Report but does not include the financial statements and our auditor's report thereon.

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

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

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

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

In preparing the Financial Statements, the Board of Directors are 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

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

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

We give in "Annexure A" a detailed description of Auditor's responsibilities for Audit of the Financial Statements.

#### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of

India in terms of sub-section (11) of section 143 of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- (c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors as on March 31, 2023, taken on record by the Board of Directors, none of the directors are disqualified as on March 31, 2023, from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure C".
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company does not have any pending litigations which would impact its financial position.
  - ii. The Company has made provisions, as required under the applicable law or accounting standard, for material foreseeable losses, if any on long-term contracts including derivative contracts.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
  - iv. (1) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in

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

- (2) The Management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities (Funding Parties), with the understanding, whether recorded in writing or otherwise, as on the date of this audit report, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
  - (3) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, and according to the information and explanations provided to us by the Management in this regard nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) as provided under (1) and (2) above, contain any material misstatement.
  - v. The Company has not declared and paid Dividend during the year ended on March 31, 2023 as per section 123 of the Companies Act 2013. Hence, we have nothing to report in this regard.
  - 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 w.e.f. 1st April, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended 31st March, 2023
3. As required by The Companies (Amendment) Act, 2017, in our opinion, according to information, explanations given to us, the Company has paid remuneration to its directors in excess of the limits prescribed under Section 197 of the Act and the rules there under for the Financial Year 2022-23. However, it has been paid within the limit approved by Special Resolution in the Annual General Meeting.

**For B. L. Ajmera & Co.**  
Chartered Accountants  
(FRN: 001100C)

**(Rajendra Singh Zala)**  
Partner

Place: Mumbai  
Date: 29<sup>th</sup> May, 2023

Membership No. 017184  
UDIN: 23017184BGWPPA3068

## ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT ON EVEN DATE ON THE FINANCIAL STATEMENTS OF ASI INDUSTRIES LIMITED

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

As part of an audit in accordance with SAs, 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 expressing our opinion on whether the company has internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained

up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements for the year ended March 31, 2023 and are therefore, the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

**For B. L. Ajmera & Co.**  
Chartered Accountants  
(FRN: 001100C)

**(Rajendra Singh Zala)**  
Partner

Place: Mumbai  
Date: 29<sup>th</sup> May, 2023

Membership No. 017184  
UDIN: 23017184BGWPPA3068

**ANNEXURE B TO INDEPENDENT AUDITORS' REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF ASI INDUSTRIES LIMITED FOR THE YEAR ENDED MARCH 31, 2023**

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors' Report]

- i. (a) A. The Company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant and Equipment.
  - B. The Company has maintained proper records showing full particulars of intangible assets.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner over a period of three years. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties as disclosed in the financial statements are held in the name of the Company.
- (d) According to the information and explanations given to us, the Company has not revalued its property, plant and equipment (including Right of Use assets) or its intangible assets during the year. Accordingly, the requirements under paragraph 3(i)(d) of the Order are not applicable to the Company.
- (e) According to the information and explanations given to us, no proceeding has been initiated or pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made there under. Accordingly, the provisions stated in paragraph 3(i)(e) of the Order are not applicable to the Company.
- ii. (a) The inventory has been physically verified during the year by the management. In our opinion, the frequency of verification, coverage & procedure of such verification is reasonable and appropriate. No material discrepancies were noticed on such verification.
- (b) The Company has been sanctioned working capital limits in excess of Rs. 5 crores in aggregate from Banks/ financial institutions on the basis of security of current assets. Quarterly returns / statements filed with such Banks/ financial institutions are in agreement with the books of account.
- iii. The Company has not provided any loans or advances and guarantees or security during the year to subsidiaries, joint ventures and associates. The Company has also not provided any guarantee or security to any other entity during the year. However, Company has granted unsecured loans to companies and other parties during the year and in respect of which:
  - (a) Aggregate amount of loans granted during the year is Rs. 9880.00 Lakhs to other parties and balance outstanding as at balance sheet date is Rs. 3354.57 Lakhs.
  - (b) The investments made and the terms and conditions of the grant of all the above-mentioned loans, during the year are, in our opinion, prima facie, not prejudicial to the Company's interest.
  - (c) In respect of the abovementioned loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amounts and receipts of interest are regular as per stipulation.
  - (d) According to information and explanations given to us and based on the audit procedures performed, in respect of loans granted and advances in the nature of loans provided by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.
  - (e) During the year, loan or advance in the nature of loan granted which has fallen due during the year, has not been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.
  - (f) According to information and explanations given to us and based on the audit procedures performed, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause (iii)(f) is not applicable.
- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
- v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the rules framed there under.



- vi. We have broadly reviewed the books of account relating to materials, labour and other items of cost maintained by the Company pursuant as specified by the Central Government for the maintenance of cost records under sub-section (1) of section 148 of the Act 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.
- vii. (a) As per information and explanations given to us and the records of the company examined by us, in our opinion, undisputed statutory dues including Provident Fund, Income Tax, Sales Tax, Value Added Tax, GST, Service Tax, Custom Duty, Excise Duty, Cess and other material statutory dues, to the extent applicable to it, have generally been regularly deposited with the appropriate authorities and there are no undisputed dues outstanding as on March 31, 2023 for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us and necessary audit procedures performed by us, statutory dues which have not been deposited on account of any dispute, are as follows:-
- | Name of the Statute | Nature of Dues | Amount (Rs. In lakhs) | Period to which the amount relates | Forum where the dispute is pending |
|---------------------|----------------|-----------------------|------------------------------------|------------------------------------|
| Cess Matters        | Royalty        | 2.30                  | 1991-92 and 1993-94                | Mining Dept./High Court            |
- viii. According to the information and explanations given to us, there are no transactions which are not accounted in the books of account which have been surrendered or disclosed as income during the year in Tax Assessment of the Company. Also, there are no previously unrecorded income which has been now recorded in the books of account. Hence, the provision stated in paragraph 3(viii) of the Order is not applicable to the Company.
- ix. (a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings or in payment of interest thereon to any lender.
- (b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) In our opinion and according to the information and explanations provided to us, money raised by way of term loans during the year have been applied for the purpose for which they were raised.
- (d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
- (f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries.
- x. (a) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the provisions stated in paragraph 3(x)(a) of the Order are not applicable to the Company.
- (b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully, partly or optionally convertible debentures during the year. Accordingly, the provisions stated in paragraph 3(x)(b) of the Order are not applicable to the Company.
- xi. (a) During the course of our audit, examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company nor on the Company. Nor have we been informed of any such instances by the Management.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed by us in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government during the year and upto the date of this report.
- (c) As represented to us by the management, there are no whistle-blower complaints received by the Company during the year. Accordingly, the provisions stated in paragraph (xi)(c) of the Order is not applicable to Company.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, the provisions stated in paragraph 3(xii) (a) to (c) of the Order are not applicable to the Company.



- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act, where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv. (a) In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered internal audit reports issued by internal auditors during our audit.
- xv. According to the information and explanations given to us, in our opinion during the year the Company has not entered into non-cash transactions with directors or persons connected with its directors and hence, provisions of section 192 of the Act are not applicable to the Company. Accordingly, the provisions stated in paragraph 3(xv) of the Order are not applicable to the Company.
- xvi. (a) In our opinion, the Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions stated in paragraph clause 3 (xvi)(a) of the Order are not applicable to the Company.
- (b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(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 Reserve Bank of India. Hence, the reporting under paragraph clause 3 (xvi)(c) of the Order are not applicable to the Company.
- (d) The Company does not have any CIC as part of its group. Hence the provisions stated in paragraph clause 3 (xvi) (d) of the order are not applicable to the Company.
- xvii. Based on the overall review of financial statements, the Company has not incurred cash losses in the current financial year and in the immediately preceding financial year. Hence, the provisions stated in paragraph clause 3 (xvii) of the Order are not applicable to the Company.
- xviii. There has been no resignation of the statutory auditors during the year and accordingly requirement to report on clause 3(xviii) of the order is not applicable to the company.
- xix. According to the information and explanations given to us and based on our examination of financial ratios, ageing and expected date of realisation of financial assets and payment of liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of audit report and the Company is 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.
- xx. (a) In our opinion and according to the information and explanations given to us, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act (the Act), in compliance with second proviso to sub section 5 of section 135 of the Act.
- (b) In our opinion and according to the information and explanations given to us, there is no amount remaining unspent under section 135(5) of Companies Act, 2013 which requires to be special account in compliance with provision of section 135(6) of Companies Act, 2013.

**For B. L. Ajmera & Co.**  
Chartered Accountants  
(FRN: 001100C)

**(Rajendra Singh Zala)**  
Partner

Place: Mumbai  
Date: 29<sup>th</sup> May, 2023

Membership No. 017184  
UDIN: 23017184BGWPPA3068



## **ANNEXURE C TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF ASI INDUSTRIES LIMITED**

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors' Report of even date to the Members of ASI Industries Limited on the Financial Statements for the year ended March 31, 2023]

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

#### **Opinion**

We have audited the internal financial controls with reference to financial statements of ASI Industries Limited ("the Company") as of March 31, 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

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

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. 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 Act.

#### **Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls

with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

#### **Meaning of Internal Financial Controls With reference to Financial Statements**

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

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

**For B. L. Ajmera & Co.**  
Chartered Accountants  
(FRN: 001100C)

**(Rajendra Singh Zala)**  
Partner

Place: Mumbai  
Date: 29<sup>th</sup> May, 2023

Membership No. 017184  
UDIN: 23017184BGWPPA3068

## BALANCE SHEET AS AT MARCH 31, 2023

(Amount in INR Lakhs)

Particulars	Notes	March 31, 2023	March 31, 2022
<b>ASSETS</b>			
<b>Non-Current Assets</b>			
(a) Property, Plant and Equipment	4	16,542.41	17,237.52
(b) Capital Work-in-Progress	4	4.47	4.47
(c) Intangible Assets	5	142.65	158.33
(d) Intangible Assets under Development	5	104.26	-
(e) Financial Assets			
(i) Investments	6(A)	3,565.55	3,672.49
(ii) Other Financial Assets	6(C)	469.90	454.60
(f) Deferred Tax Assets (Net)	15	448.39	90.04
(g) Other Non-Current Assets	11	539.50	719.81
		<b>21,817.13</b>	<b>22,337.26</b>
<b>Current assets</b>			
(a) Inventories	7	891.45	1,192.33
(b) Financial Assets			
(i) Investments	6(A)	2,446.28	4,927.32
(ii) Trade Receivables	8	6,329.03	5,858.84
(iii) Cash and Cash Equivalents	9	447.65	275.42
(iv) Bank Balances Other than (iii) above	10	150.86	170.90
(v) Loans	6(B)	3,360.09	1,866.93
(vi) Other Financial Assets	6(C)	2.51	2.31
(c) Other Current Assets	11	783.14	1,076.64
		<b>14,411.01</b>	<b>15,370.69</b>
	<b>TOTAL</b>	<b>36,228.14</b>	<b>37,707.95</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity Share capital	12	900.75	900.75
(b) Other Equity	13	29,805.06	28,115.81
		<b>30,705.81</b>	<b>29,016.56</b>
<b>Liabilities</b>			
<b>Non Current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	14	601.49	3,970.78
(b) Provisions	19	-	-
		<b>601.49</b>	<b>3,970.78</b>
<b>Current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	14	2,323.45	2,386.95
(ii) Trade Payables	16	-	-
Micro, Small and Medium Enterprises			
Others		142.99	280.92
(iii) Other Financial Liabilities	17	848.63	940.33
(b) Other Current Liabilities	18	1,257.80	1,028.68
(c) Provisions	19	99.78	72.76
(d) Current Tax Liabilities (Net)	20	248.19	10.97
		<b>4,920.84</b>	<b>4,720.61</b>
	<b>TOTAL</b>	<b>36,228.14</b>	<b>37,707.95</b>
Significant Accounting Policies and Notes on Accounts form an integral part of the financial statements.	1 to 40		

As per our report of even date

For B. L. Ajmera & Co.

Chartered Accountants

Firm Registration Number: 001100C

Rajendra Singh Zala

Partner

Membership No. 017184

Pavan Kumar Soni

Chief Financial Officer

Manish P. Kakrai  
Company Secretary

For and on behalf of the Board of Directors

Deepak Jatia  
Chairman & Managing Director  
(DIN : 01068689)

Anita Jatia  
Executive Director  
(DIN: 01068774)

Place: Mumbai

Date: May 29, 2023

Place: Mumbai

Date: May 29, 2023

## STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2023

(Amount in INR Lakhs)			
Particulars	Notes	2022-23	2021-22
<b>REVENUE</b>			
Revenue from operations (net)	21	13,760.55	20,160.45
Other income	22	1,063.45	563.14
<b>Total Revenue (I)</b>		<b>14,824.00</b>	<b>20,723.59</b>
<b>EXPENSES</b>			
Cost of Materials Consumed	23	-	6,144.15
Purchases of stock-in-trade	24	-	-
Changes in inventories of finished goods and work-in-process	25	238.45	(2,336.06)
Employee benefits expense	26	3,159.43	3,613.24
Finance costs	27	267.94	1,172.13
Depreciation and amortization expense	28	528.90	2,199.61
Other expenses	29	8,153.65	12,130.44
<b>Total Expenses (II)</b>		<b>12,348.37</b>	<b>22,923.51</b>
<b>Profit/(Loss) before exceptional items and tax (I-II)</b>		<b>2,475.63</b>	<b>(2,199.92)</b>
Exceptional Items		-	-
<b>Profit/ (Loss) before tax</b>		<b>2,475.63</b>	<b>(2,199.92)</b>
<b>Tax expense:</b>			
Current tax		917.10	363.50
Mat Credit Utilised		-	251.34
Adjustment of tax relating to earlier periods		181.88	(455.34)
Deferred tax		(350.86)	(904.64)
<b>Profit/ (Loss) for the period</b>		<b>1,727.51</b>	<b>(1,454.78)</b>
<b>OTHER COMPREHENSIVE INCOME</b>			
<b>A. Other Comprehensive income not to be reclassified to profit and loss in subsequent periods:</b>			
Remeasurement of gains (losses) on defined benefit plans		(24.44)	42.19
Income tax effect		7.12	(12.29)
Equity Instruments through Other Comprehensive Income		(24.51)	(370.01)
Income tax effect		7.49	100.00
<b>B. Other Comprehensive income to be reclassified to profit and loss in subsequent periods:</b>			
<b>Other Comprehensive income for the year, net of tax</b>		<b>(34.34)</b>	<b>(240.11)</b>
<b>Total Comprehensive Income for the period, Net of Tax</b>		<b>1,693.17</b>	<b>(1,694.89)</b>
<b>Earnings per share for profit attributable to equity shareholders</b>	30		
Basic and Diluted		1.92	(1.62)
Significant Accounting Policies and Notes on Accounts form an integral part of the financial statements.	1 to 40		

As per our report of even date

For **B. L. Ajmera & Co.**

Chartered Accountants

Firm Registration Number: 001100C

**Rajendra Singh Zala**

Partner

Membership No. 017184

**Pavan Kumar Soni**

Chief Financial Officer

**Manish P. Kakrai**

Company Secretary

For and on behalf of the Board of Directors

**Deepak Jatia**

Chairman & Managing Director

(DIN : 01068689)

**Anita Jatia**

Executive Director

(DIN: 01068774)

Place: Mumbai

Date: May 29, 2023

Place: Mumbai

Date: May 29, 2023

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

### A. Equity Share Capital

(Amount in INR Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
<b>Balance at the beginning of the reporting year</b>	900.75	900.75
Changes in Equity Share Capital due to prior period errors	-	-
<b>Restated balance at the beginning of the current reporting period</b>	900.75	900.75
Changes in Equity Share Capital due to year	-	-
<b>Balance at the end of the reporting year</b>	900.75	900.75

### B. Other Equity

(Amount in INR Lakhs)

Particulars	Reserves and Surplus					Equity Instrument through OCI	Total
	General Reserve	Retained Earnings	Remeasurement of defined benefit plans	Property, Plant and Equipment Reserve	Amalgamation Adjustment Surplus Account		
<b>As at April 1, 2021</b>	3,403.82	13,229.13	(144.68)	8,589.94	2,617.56	2,118.59	29,814.36
Profit for the period	-	(1,454.78)	-	-	-	-	(1,454.78)
Other comprehensive income	-	-	29.90	-	-	(270.01)	(240.11)
<b>Total comprehensive income for the year</b>	-	(1,454.78)	29.90	-	-	(270.01)	(1,694.89)
Transfer from retained earnings	-	-	-	-	-	-	-
Transfer on sale of revalued assets	10.19	-	-	(13.85)	-	-	(3.66)
Equity dividend paid	-	-	-	-	-	-	-
Tax on equity dividend paid	-	-	-	-	-	-	-
Transfer on sale of FVTOCI investments	-	-	-	-	-	-	-
<b>As at March 31, 2022</b>	3,414.01	11,774.35	(114.78)	8,576.09	2,617.56	1,848.58	28,115.81
Profit for the period	-	1,727.51	-	-	-	-	1,727.51
Other comprehensive income	-	-	(17.32)	-	-	(17.02)	(34.34)
<b>Total comprehensive income for the year</b>	-	1,727.51	(17.32)	-	-	(17.02)	1,693.17
Transfer from retained earnings	-	-	-	-	-	-	-
Transfer on sale of revalued assets	16.74	-	-	(20.66)	-	-	(3.92)
Equity Dividend Paid	-	-	-	-	-	-	-
Tax on equity dividend paid	-	-	-	-	-	-	-
Transfer on sale of FVTOCI investments	-	3.72	-	-	-	(3.72)	-
<b>As at March 31, 2023</b>	3,430.75	13,505.58	(132.10)	8,555.43	2,617.56	1,827.84	29,805.06

Significant Accounting Policies and Notes on Accounts form an integral part of the financial statements.

1 to 40

As per our report of even date

For B. L. Ajmera & Co.

Chartered Accountants

Firm Registration Number: 001100C

Rajendra Singh Zala

Partner

Membership No. 017184

Pavan Kumar Soni

Chief Financial Officer

Manish P. Kakrai

Company Secretary

For and on behalf of the Board of Directors

Deepak Jatia

Chairman & Managing Director

(DIN : 01068689)

Anita Jatia

Executive Director

(DIN: 01068774)

Place: Mumbai

Date: May 29, 2023

Place: Mumbai

Date: May 29, 2023

## STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2023

(Amount in INR Lakhs)

Particulars	2022-23	2021-22
<b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>		
<b>Profit before income tax:</b>	<b>2,475.63</b>	<b>(2,199.92)</b>
<b>Adjustments for:</b>		
Depreciation and amortisation expense	528.90	2,199.61
Net Loss (Gain) on disposal of property, plant and equipments	209.34	474.87
Net Loss (Gain) on sale of investments	(6.69)	(17.18)
Impairment of Investment in Subsidiary	(185.22)	2,718.20
Allowance for loss on trade receivables	124.97	101.00
Interest income classified as investing cash flows	(785.46)	(346.99)
Finance Costs	267.94	1,172.13
<b>Change in operating assets and liabilities:</b>		
(Increase)/Decrease in trade receivables	(595.16)	1,982.50
(Increase)/Decrease in inventories	300.88	1,001.29
(Increase)/Decrease in other financial assets	(15.30)	99.06
(Increase)/Decrease in other assets	296.63	225.15
(Increase)/Decrease in other bank balances	20.04	329.36
Increase/(Decrease) in provisions	2.58	(215.76)
Increase/(Decrease) in trade payables	(137.93)	(432.71)
Increase/(Decrease) in other financial liabilities	(91.79)	(890.33)
Increase/(Decrease) in other liabilities	229.12	32.45
<b>Cash generated from operations</b>	<b>2,638.48</b>	<b>6,232.73</b>
Less: Income taxes paid	(677.47)	(634.89)
<b>Net cash inflow from operating activities</b>	<b>1,961.01</b>	<b>5,597.84</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES:</b>		
Payments for property, plant and equipment	(584.20)	(145.05)
Proceeds from sale of investments	10,925.07	17,852.18
Payments for purchase of investments	(8,169.67)	(22,560.00)
(Increase)/decrease in loans	(1,493.16)	(1,857.01)
Proceeds from sale of property, plant and equipment	448.56	20,071.20
Interest received	785.26	361.51
<b>Net cash outflow from investing activities</b>	<b>1,911.86</b>	<b>13,722.83</b>

(Amount in INR Lakhs)

Particulars	2022-23	2021-22
<b>CASH FLOWS FROM FINANCING ACTIVITIES:</b>		
Proceeds from borrowings	312.49	344.26
Repayment of borrowings	(3,745.28)	(18,820.65)
Finance costs paid	(267.85)	(1,071.11)
Dividends paid	-	-
Dividend distribution tax paid	-	-
<b>Net cash inflow (outflow) from financing activities</b>	<b>(3,700.64)</b>	<b>(19,547.50)</b>
Net increase (decrease) in cash and cash equivalents	172.23	(226.83)
Cash and Cash Equivalents at the beginning of the financial year	275.42	502.25
<b>Cash and Cash Equivalents at end of the year</b>	<b>447.65</b>	<b>275.42</b>
<b>Particulars</b>	<b>2022-23</b>	<b>2021-22</b>
<b>Reconciliation of cash and cash equivalents as per the cash flow statement:</b>		
<b>Cash and cash equivalents as per above comprise of the following:</b>		
Balances with banks on current accounts	440.04	261.51
Cash on hand	7.61	13.91
<b>Balances per statement of cash flows</b>	<b>447.65</b>	<b>275.42</b>

Significant Accounting Policies and Notes on Accounts form an integral part of the financial statements. 1 to 40

**As per our report of even date**  
**For B. L. Ajmera & Co.**  
**Chartered Accountants**  
**Firm Registration Number: 001100C**

**For and on behalf of the Board of Directors**

**Rajendra Singh Zala**  
**Partner**  
**Membership No. 017184**

**Pavan Kumar Soni**  
**Chief Financial Officer**

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**Chairman & Managing Director**  
**(DIN : 01068689)**

**Manish P. Kakrai**  
**Company Secretary**

**Anita Jatia**  
**Executive Director**  
**(DIN: 01068774)**

**Place: Mumbai**  
**Date: May 29, 2023**

**Place: Mumbai**  
**Date: May 29, 2023**

## NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### 1 Corporate Information

These statements comprise financial statements of ASI Industries Limited (L14101MH1945PLC256122) for the year ended March 31, 2023. The company is a public company domiciled in India and is incorporated on January 17, 1945 under the provisions of the Companies Act applicable in India. Its shares are listed on Bombay Stock Exchange (BSE) in India. The registered office of the company is located at Marathon Innova, A Wing, 7th Floor, Off. Ganpatrao Kadam Marg, Lower Parel, Mumbai - 400 013.

The Company is principally engaged in the mining and processing of natural stones.

The financial statements were authorised for issue in accordance with a resolution of the directors on May 29, 2023.

### 2 Significant Accounting Policies

#### 2.1 Basis of preparation

The financial statements of the company have been prepared and presented in accordance with the Indian Accounting Standards (Ind AS) as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ("the Act") read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act.

The financial statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value or revalued amount:

- Certain financial assets and liabilities measured at fair value or at amortised cost depending on the classification (refer accounting policy regarding financial instruments),
- Employee defined benefit assets/(obligations) are recognised as the net total of the fair value of plan assets, plus actuarial losses, less actuarial gains and the present value of the defined benefit obligations

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.

#### 2.2 Summary of significant accounting policies

##### (a) Property, plant and equipment

Property, plant and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Freehold land are stated at cost. The cost comprises purchase price, borrowing costs if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

Each part of an item of property, plant and equipment with a cost that is significant in relation to the total cost of the item is depreciated separately. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in profit or loss as incurred.

Subsequent expenditure related to an item of property, plant and equipment is added to its book value only if it increases the future benefits from its previously assessed standard of performance. All other expenses on existing property, plant and equipment, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred.

Borrowing costs directly attributable to acquisition of property, plant and equipment which take substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use.

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under other non-current assets.

An item of property, plant and equipment and any significant part initially recognized is de-recognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the Property, plant and equipment is de-recognized.

Expenditure directly relating to construction activity is capitalized. Indirect expenditure incurred during construction period is capitalized to the extent to which the expenditure is indirectly related to construction or is incidental thereto. Other indirect expenditure (including borrowing costs) incurred during the construction period which is neither related to the construction activity nor is incidental thereto is charged to the statement of profit and loss.

Costs of assets not ready for use at the balance sheet date are disclosed under capital work- in- progress.

##### Depreciation methods, estimated useful lives and residual value

Depreciation is calculated on straight line basis using the useful lives as prescribed under Schedule II to the Companies Act, 2013. If the management's estimate of the useful life of a item of property, plant and equipment at the time of acquisition or the remaining useful life on



a subsequent review is shorter than the envisaged in the aforesaid schedule, depreciation is provided at a higher rate based on the management's estimate of the useful life/remaining useful life.

The property, plant and equipment acquired under finance leases is depreciated over the asset's useful life or over the shorter of the asset's useful life and the lease term if there is no reasonable certainty that the company will obtain ownership at the end of the lease term. Leasehold assets are amortised on a straight line basis over the balance period of lease.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

#### **(b) Intangible assets**

Intangible assets that are acquired by the Company are measured initially at cost. After initial recognition, an intangible asset is carried at its cost less any accumulated amortization and accumulated impairment loss.

Subsequent expenditure is capitalized only when it increases the future economic benefits from the specific asset to which it relates. An intangible asset is derecognized on disposal or when no future economic benefits are expected from its use and disposal.

Losses arising from retirement and gains or losses arising from disposal of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss.

#### **Amortisation methods and periods**

Intangible assets are amortized on a straight line basis over the useful life of ten years which is estimated by the management.

The estimated useful lives of intangible assets and the amortisation period are reviewed at the end of each financial year and the amortisation method is revised to reflect the changed pattern, if any.

#### **(c) Research and development**

Revenue expenditure pertaining to research is charged to the Statement of Profit and Loss. Development costs of products are also charged to the Statement of Profit and Loss in the year it is incurred, unless a product's technological feasibility has been established, in which case such expenditure is capitalised. These costs are charged to the respective heads in the Statement of Profit and Loss in the year it is incurred. The amount capitalised comprises of expenditure that can be directly attributed or allocated on a reasonable and consistent basis for creating, producing and making the asset ready for its intended use. Fixed

assets utilised for research and development are capitalised and depreciated in accordance with the policies stated for Tangible Fixed Assets and Intangible Assets.

#### **(d) Impairment of non financial assets**

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

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

Impairment losses are recognized in the statement of profit and loss. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

When there is indication that an impairment loss recognised for an asset (other than a revalued asset) in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the Statement of Profit and Loss, to the extent the amount was previously charged to the Statement of Profit and Loss.

#### **(e) Foreign currency translation**

##### **(i) Functional and presentation currency**

Items included in the financial statements of the entity are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Indian rupee (INR), which is entity's functional and presentation currency.

##### **(ii) Transactions and balances**

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are recognised in statement of profit or loss. Non monetary assets and liabilities are carried at cost.

**(f) Financial Instruments**

Financial assets and financial liabilities are recognised when a Company becomes a party to the contractual provisions of the instruments.

**Initial Recognition**

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss and ancillary costs related to borrowings) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in Statement of Profit and Loss.

**Classification and Subsequent Measurement: Financial Assets**

The Company classifies financial assets as subsequently measured at amortised cost, fair value through other comprehensive income ("FVOCI") or fair value through profit or loss ("FVTPL") on the basis of following:

the entity's business model for managing the financial assets and

the contractual cash flow characteristics of the financial asset.

**(i) Amortised Cost**

A financial asset shall be classified and measured at amortised cost if both of the following conditions are met:

- 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 asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

**(ii) Fair Value through other comprehensive income**

A financial asset shall be classified and measured at fair value through OCI if both of the following conditions are met:

- the financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

**(iii) Fair Value through Profit or Loss**

A financial asset shall be classified and measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through OCI.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

**Classification and Subsequent Measurement: Financial liabilities**

Financial liabilities are classified as either financial liabilities at FVTPL or 'other financial liabilities'.

**(i) Financial Liabilities at FVTPL**

Financial liabilities are classified as at FVTPL when the financial liability is held for trading or are designated upon initial recognition as FVTPL. Gains or Losses on liabilities held for trading are recognised in the Statement of Profit and Loss.

**(ii) Other Financial Liabilities:**

Other financial liabilities (including borrowings and trade and other payables) are subsequently measured at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

**Impairment of financial assets**

Financial assets, other than those at FVTPL, are assessed for indicators of impairment at the end of each reporting period. The Company recognises a loss allowance for expected credit losses on financial asset. In case of trade receivables, the Company follows the simplified approach permitted by Ind AS 109 – Financial Instruments for recognition of impairment loss allowance. The application of simplified approach does not require the Company to track changes in credit risk. The Company calculates the expected credit losses on trade receivables using a provision matrix on the basis of its historical credit loss experience.

**Derecognition of financial assets**

The Company derecognises a financial asset when the 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. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

#### **Derecognition of financial liabilities**

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

#### **Equity investment in subsidiaries and Associate**

Investment in subsidiaries are carried at cost. Impairment recognized, if any, is reduced from the carrying value.

Investment in associate are measured at fair value, with value changes recognised in Other Comprehensive Income.

#### **Offsetting of financial instruments**

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

### **(g) Financial liabilities and equity instruments**

#### **Classification as debt or equity**

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

#### **Equity instruments**

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a Company are recognised at the proceeds received.

### **(h) Taxes**

#### **(i) Current income tax**

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

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

#### **(ii) Deferred tax**

Deferred income tax is recognized using the balance sheet approach, deferred tax is recognized on temporary differences at the balance sheet date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

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

The carrying amount of deferred income tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized.

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

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

**(i) Inventories**

Inventories are valued at the lower of cost and net realisable value.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

**Raw materials:** cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

**Finished goods and work in progress:** cost includes cost of direct materials and labour and a proportion of direct overheads. Cost is determined on weighted average basis.

**Traded goods:** cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale. The net realizable value of work-in-progress is determined with reference to the selling prices of related finished products. Raw materials and other supplies held for use in production of finished products are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realizable value.

**(j) Revenue recognition**

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are net of returns, trade allowances, rebates, value added taxes and amounts collected on behalf of third parties. The company recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the company's activities as described below. The company bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

**Recognising revenue from major business activities**

**(i) Sale of goods**

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer, usually on delivery of the goods. Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates.

**(ii) Interest income**

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR).

**(iii) Dividend income**

Revenue is recognised when the company's right to receive the payment is established, which is generally when shareholders approve the dividend.

**(k) Employee benefits**

**(i) Short-term obligations**

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled.

**(ii) Other long-term employee benefit obligations**

The earned leave obligations are presented as current liabilities in the balance sheet as the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

**(iii) Post-employment obligations**

The company operates the following post-employment schemes:

- (a) defined benefit plans viz gratuity,
- (b) defined contribution plans viz provident fund.

**Gratuity obligations**

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method. The plan assets are administered by the approved gratuity fund trust.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments

are recognised immediately in profit or loss as past service cost.

### Defined contribution plans

The company pays provident fund contributions to approved provident fund trust and publicly administered provident funds. The company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

### Termination benefits

Termination benefits are payable when employment is terminated by the company before the normal retirement date, or when an employee accepts voluntary redundancy in exchange for these benefits.

## (I) Leases

The determination of whether an arrangement is, or contains, a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfillment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

### (i) Finance Lease

Leases where the Company has substantially all the risks and rewards of ownership of the related assets are classified as finance leases. Assets under finance lease are capitalised at the commencement of the lease at the lower of the fair value or the 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.

Assets given under a finance lease are recognized as a receivable at an amount equal to the net investment in the lease. Lease income is recognized over the period of the lease so as to yield a constant rate of return on the net investment in the lease.

### (ii) Company under Operating Leases

The leases which are not classified as finance lease are operating leases.

The Company as a lessee accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right of use assets is measured at an amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments relating to that lease recognized in the balance sheet immediately before the date of initial application.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. For leases with reasonably similar characteristics, the Company, on a lease by lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Company is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The Company recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognizes any remaining amount of the re-measurement in statement of profit and loss.

The Company has elected not to apply the requirements of Ind AS 116 Leases to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term.



**(m) Provisions, Contingent Liabilities and Contingent Assets**

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources, that can be reliably estimated, will be required to settle such an obligation.

If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows to net present value using an appropriate pre-tax discount rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Unwinding of the discount is recognised in the Statement of Profit and Loss as a finance cost. Provisions are reviewed at each reporting date and are adjusted to reflect the current best estimate.

A present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made, is disclosed as a contingent liability. Contingent liabilities are also disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company.

Claims against the Company where the possibility of any outflow of resources in settlement is remote, are not disclosed as contingent liabilities.

Contingent assets are not recognised in financial statements since this may result in the recognition of income that may never be realised. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and is recognised.

**(n) Borrowing costs**

Borrowing costs are interest and other costs that the Company incurs in connection with the borrowing of funds and is measured with reference to the effective interest rate (EIR) applicable to the respective borrowing.

Borrowing costs, allocated to qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset up to the date of capitalisation of such asset are added to the cost of the assets. Capitalisation of borrowing costs is suspended and charged to the Statement of Profit and Loss during extended periods when active development activity on the qualifying assets is interrupted.

All other borrowing costs are recognised as an expense in the period which they are incurred.

**(o) Segment Reporting - Identification of Segments**

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the company's chief operating decision maker to make decisions for which discrete financial

information is available. Based on the management approach as defined in Ind AS 108, the chief operating decision maker evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by business segments and geographic segments.

**(p) Earnings per share**

**Basic earnings per share**

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the company
- by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year

**Diluted earnings per share**

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

**(q) Cash and cash equivalents**

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

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.

**(r) Events after reporting date**

Where events occurring after the balance sheet date provide evidence of conditions existed at the end of the reporting period, the impact of such events is adjusted within financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed

**(s) Current/non current classification**

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

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

All other assets are classified as non-current.

A liability is current when:

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

The company classifies all other liabilities as non-current.

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

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

#### (t) Dividends

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

#### (u) Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest Lakh as per the requirement of Schedule III, unless otherwise stated.

### 3 Significant accounting judgements, estimates and assumptions

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amounts of income and expense for the periods presented.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

#### Critical estimates and judgements

##### (i) Estimation of net realizable value for inventory

Inventory is stated at the lower of cost and net realizable value (NRV).

NRV for completed inventory is assessed by reference to market conditions and prices existing at the reporting date

and is determined by the Company, based on comparable transactions identified.

##### (ii) Impairment of non - financial assets

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

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

##### (iii) Recoverability of trade receivables

In case of trade receivables, the Company follows the simplified approach permitted by Ind AS 109 – Financial Instruments for recognition of impairment loss allowance. The application of simplified approach does not require the Company to track changes in credit risk. The Company calculates the expected credit losses on trade receivables using a provision matrix on the basis of its historical credit loss experience.

##### (iv) Useful lives of property, plant and equipment/intangible assets

The Company reviews the useful life of property, plant and equipment/intangible assets at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

##### (v) Valuation of deferred tax assets

The Company reviews the carrying amount of deferred tax assets at the end of each reporting period. The policy for the same has been explained under Note above.

##### (vi) Defined benefit plans

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



**4. PROPERTY, PLANT AND EQUIPMENT**

(Amount in INR Lakhs)

Particulars	Land	Buildings	Plant and Equipments	Furniture and Fixtures	Vehicles	Office Equipments	Computer Hardwares	Electric Installations	Total
<b>GROSS CARRYING VALUE</b>									
<b>As at April 1, 2021</b>	12,714.23	5,639.18	20,179.81	643.33	1,722.42	16.68	55.89	835.81	41,807.35
Additions	56.91	142.07	546.78	68.28	8.68	0.28	8.59	47.50	879.09
Disposals	(1,164.18)	(1,718.46)	(18,699.20)	(88.86)	(79.85)	(0.76)	(25.85)	(484.93)	(22,262.09)
Other Adjustments	-	-	-	-	-	-	-	-	-
<b>As at March 31, 2022</b>	<b>11,606.96</b>	<b>4,062.79</b>	<b>2,027.39</b>	<b>622.75</b>	<b>1,651.25</b>	<b>16.20</b>	<b>38.63</b>	<b>398.38</b>	<b>20,424.35</b>
Additions	21.76	-	-	-	443.21	1.00	-	0.19	466.16
Disposals	(49.03)	-	(1,188.25)	(0.06)	(17.12)	-	-	(1.83)	(1,256.29)
Other Adjustments	-	-	-	-	-	-	-	-	-
<b>As at March 31, 2023</b>	<b>11,579.69</b>	<b>4,062.79</b>	<b>839.14</b>	<b>622.69</b>	<b>2,077.34</b>	<b>17.20</b>	<b>38.63</b>	<b>396.74</b>	<b>19,634.22</b>
<b>ACCUMULATED DEPRECIATION/ IMPAIRMENT</b>									
<b>As at April 1, 2021</b>	-	390.67	846.24	261.95	992.30	8.02	26.02	200.90	2,726.10
Depreciation for the year	-	124.21	1,691.72	66.61	191.60	2.07	11.84	84.31	2,172.36
Deductions\Adjustments during the period	-	(46.85)	(1,568.19)	(5.43)	(44.33)	(0.32)	(5.21)	(41.30)	(1,711.63)
<b>As at March 31, 2022</b>	-	468.03	969.77	323.13	1,139.57	9.77	32.65	243.91	3,186.83
Depreciation for the year	-	80.14	111.19	59.09	208.07	1.92	3.83	35.20	499.44
Deductions\Adjustments during the period	-	-	(577.14)	(0.06)	(15.45)	-	-	(1.81)	(594.46)
<b>As at March 31, 2023</b>	-	<b>548.17</b>	<b>503.82</b>	<b>382.16</b>	<b>1,332.19</b>	<b>11.69</b>	<b>36.48</b>	<b>277.30</b>	<b>3,091.81</b>
<b>Net Carrying value as at March 31, 2023</b>	<b>11,579.69</b>	<b>3,514.62</b>	<b>335.32</b>	<b>240.53</b>	<b>745.15</b>	<b>5.51</b>	<b>2.15</b>	<b>119.44</b>	<b>16,542.41</b>
<b>Net Carrying value as at March 31, 2022</b>	<b>11,606.96</b>	<b>3,594.76</b>	<b>1,057.62</b>	<b>299.62</b>	<b>511.68</b>	<b>6.43</b>	<b>5.98</b>	<b>154.47</b>	<b>17,237.52</b>

**Capital Work-in-Progress**
**Capital Work-in-Progress ageing schedule as at 31.03.2023**

(Amount in INR Lakhs)

Capital Work-in-Progress	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	4.47	4.47
<b>Total</b>	-	-	-	<b>4.47</b>	<b>4.47</b>

**Capital Work-in-Progress ageing schedule as at 31.03.2022**

(Amount in INR Lakhs)

Capital Work-in-Progress	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	4.47	4.47
<b>Total</b>	-	-	-	<b>4.47</b>	<b>4.47</b>

## 5. INTANGIBLE ASSETS

(Amount in INR Lakhs)

Particulars	Amount
<b>GROSS CARRYING VALUE</b>	
As at April 1, 2021	182.79
Additions	59.49
Other Adjustments	-
<b>As at March 31, 2022</b>	<b>242.28</b>
Additions	13.78
Other Adjustments	-
<b>As at March 31, 2023</b>	<b>256.06</b>
<b>ACCUMULATED AMORTISATION AND IMPAIRMENT</b>	
As at April 1, 2021	56.70
Amortisation for the year	27.25
Deductions\Adjustments during the period	-
<b>As at March 31, 2022</b>	<b>83.95</b>
Amortisation for the year	29.46
Deductions\Adjustments during the period	-
<b>As at March 31, 2023</b>	<b>113.41</b>
<b>Net Carrying value as at March 31, 2023</b>	<b>142.65</b>
<b>Net Carrying value as at March 31, 2022</b>	<b>158.33</b>

## Intangible Assets under Development

Intangible Assets under Development ageing schedule as at 31.03.2023

(Amount in INR Lakhs)

Intangible Assets under Development	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	104.26	-	-	-	104.26
Projects temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>104.26</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>104.26</b>

Intangible Assets under Development ageing schedule as at 31.03.2022

(Amount in INR Lakhs)

Intangible Assets under Development	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

**6. FINANCIAL ASSETS**

Particulars	(Amount in INR Lakhs)	
	March 31, 2023	March 31, 2022
<b>(A) INVESTMENTS</b>		
<b>Non Current</b>		
<b>(1) Investments carried at fair value through Other Comprehensive Income</b>		
<b>Unquoted</b>		
<b>Investments in Equity Instruments of Associate</b>		
17,42,500 Equity Shares of Rs. 10/- each fully paid up in Stone Masters (India) Pvt. Ltd. (March 31, 2022: 17,42,500)	3,565.52	3,588.07
	3,565.52	3,588.07
<b>Investments in Equity Instruments of Others</b>		
100 Equity Shares of Rs. 25/- each fully paid up in Sarvodaya Sahakari Samiti Limited (March 31, 2022: 100)	0.03	0.03
Nil Equity Shares of Rs. 10/- each fully paid up in Chempoint India Private Limited (March 31, 2022: 7,000)	-	0.32
	0.03	0.35
	3,565.55	3,588.42
<b>(2) Investments carried at Cost</b>		
<b>Unquoted</b>		
<b>Investments in Equity Instruments of Subsidiaries</b>		
Nil Equity Shares of USD 1 each fully paid up in ASI Global Limited, Mauritius (March 31, 2022: 41,50,000 ) (Refer Note 32 (vi))	-	82.69
Nil Equity Shares of AED 1000 each fully paid up in AL-Rawasi Rock and Aggregate LLC, UAE (March 31, 2022: 100 ) (Refer Note 32(vi))	-	1.38
	-	84.07
<b>Total</b>	<b>3,565.55</b>	<b>3,672.49</b>
Aggregate amount of quoted investments	-	-
Market value of quoted investments	-	-
Aggregate amount of unquoted investments	3,565.55	3,672.49
<b>Current</b>		
<b>(1) Investments carried at fair value through Other Comprehensive Income</b>		
<b>Quoted</b>		
<b>Investments in Equity Instruments</b>		
60,495 Equity share of Re.1/- each fully paid up in Thacker & Co.Limited. (March 31, 2022: 63,044)	196.61	201.74
<b>Investments in Mutual Fund Units</b>	-	4,725.58
<b>(2) Investments carried at Amortised Cost</b>		
<b>Unquoted</b>		
<b>Investments in debentures or bonds</b>		
10 Bonds of Re. 2,50,000/- each fully paid up in Andhra Pradesh State Beverages Corporation Ltd. Including Accrued Interest (March 31, 2022: Nil)	25.20	-
2200 Debentures of Re. 1,00,000/- each fully paid up in Essar power Gujarat Ltd. Including Accrued Interest (March 31, 2022: Nil)	2,224.47	-
<b>Total</b>	<b>2,446.28</b>	<b>4,927.32</b>
Aggregate amount of quoted investments	196.61	4,927.32
Market value of quoted investments	196.61	4,927.32
Aggregate amount of unquoted investments	2,249.67	-

Particulars	(Amount in INR Lakhs)	
	March 31, 2023	March 31, 2022
<b>(B) LOANS</b>		
<b>Current</b>		
<b>Unsecured and Considered Good</b>		
Loans to Employees	5.52	9.03
Loans to Others	3,354.57	1,500.00
Loans to Subsidiary (Refer Note 32)	-	357.90
<b>Total</b>	<b>3,360.09</b>	<b>1,866.93</b>
<b>(C) OTHER FINANCIAL ASSETS</b>		
<b>Non Current</b>		
<b>Financial assets carried at amortised cost</b>		
Security Deposits	249.12	252.39
Term Deposits with more than 12 months of original maturity held as margin money against bank guarantee and other commitments	220.78	202.21
<b>Total</b>	<b>469.90</b>	<b>454.60</b>
<b>Current</b>		
<b>Financial assets carried at amortised cost</b>		
Interest Accrued on Fixed Deposits	2.51	2.31
<b>Total</b>	<b>2.51</b>	<b>2.31</b>

## 7. INVENTORIES

Particulars	(Amount in INR Lakhs)	
	March 31, 2023	March 31, 2022
<b>(Valued at lower of Cost and Net Realisable value)</b>		
Raw Materials	-	-
Work-in-process	179.62	204.07
Finished goods	540.24	754.24
Stores and Spares including Goods in Transit INR 4.52 Lakhs (March 31, 2022 : INR 21.49 Lakhs)	171.59	234.02
<b>Total</b>	<b>891.45</b>	<b>1,192.33</b>

## 8. TRADE RECEIVABLES

Particulars	(Amount in INR Lakhs)	
	March 31, 2023	March 31, 2022
<b>Current</b>		
Trade Receivables from customers	6,329.03	5,858.84
	<b>6,329.03</b>	<b>5,858.84</b>
<b>Breakup of Security details</b>		
Secured, considered good	-	-
Unsecured, considered good	6,966.20	6,371.04
Doubtful	-	-
	<b>6,966.20</b>	<b>6,371.04</b>
<b>Less: Allowance for doubtful debts</b>	<b>637.17</b>	<b>512.20</b>
	<b>6,329.03</b>	<b>5,858.84</b>

Ageing for trade receivables outstanding as at March 31, 2023 is as follows:

(Amount in INR Lakhs)

Trade Receivables - Unsecured	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables – considered good	2,905.54	1,804.53	608.78	816.92	145.26	527.57	6,808.60
Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Disputed Trade Receivables– considered good	-	13.97	30.82	6.34	-	106.47	157.60
Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
	<b>2,905.54</b>	<b>1,818.50</b>	<b>639.60</b>	<b>823.26</b>	<b>145.26</b>	<b>634.04</b>	<b>6,966.20</b>
Less: Allowance for doubtful debts							637.17
<b>Total</b>							<b>6,329.03</b>

Ageing for trade receivables outstanding as at March 31, 2022 is as follows:

Amount in INR Lakhs)

Trade Receivables - Unsecured	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables – considered good	3,081.46	1,693.73	454.36	343.92	243.02	443.43	6,259.92
Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Disputed Trade Receivables– considered good	-	-	4.65	-	28.42	78.05	111.12
Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
	<b>3,081.46</b>	<b>1,693.73</b>	<b>459.01</b>	<b>343.92</b>	<b>271.44</b>	<b>521.48</b>	<b>6,371.04</b>
Less: Allowance for doubtful debts							512.20
<b>Total</b>							<b>5,858.84</b>

## 9. CASH AND CASH EQUIVALENTS

(Amount in INR Lakhs)

Particulars	March 31, 2023	March 31, 2022
Balances with banks on current accounts	440.04	261.51
Cash on hand	7.61	13.91
<b>Total</b>	<b>447.65</b>	<b>275.42</b>

## 10. OTHER BANK BALANCES

Particulars	(Amount in INR Lakhs)	
	March 31, 2023	March 31, 2022
Term Deposits with upto 12 months of original maturity held as margin money against bank guarantee and other commitments	115.43	132.15
Other Term Deposits with upto 12 months of original maturity	4.57	2.28
Unclaimed Dividend Accounts	30.84	36.45
Unclaimed sales proceeds of Fractional Bonus Shares	0.02	0.02
<b>Total</b>	<b>150.86</b>	<b>170.90</b>

## 11. OTHER ASSETS

Particulars	(Amount in INR Lakhs)	
	March 31, 2023	March 31, 2022
<b>Non Current</b>		
Capital Advances	3.57	3.57
Advances other than Capital advances		
- Prepaid expenses	5.41	8.55
- Payment of Taxes (Net of Provisions)	530.52	707.69
<b>Total</b>	<b>539.50</b>	<b>719.81</b>
<b>Current</b>		
Advance against purchases and expenses	14.44	15.38
Prepaid expenses	54.37	56.16
Balances with Statutory, Government Authorities	323.62	502.35
Other current assets	390.71	502.75
<b>Total</b>	<b>783.14</b>	<b>1,076.64</b>

## 12. SHARE CAPITAL

### i. Authorised Share Capital

Particulars	(Amount in INR Lakhs)			
	As At March 31, 2023		As At March 31, 2022	
	Numbers	Amount	Numbers	Amount
<b>Equity Share of Rs. 1 Each</b>				
At the beginning of the year	262,400,000	2,624.00	262,400,000	2,624.00
Increase/(decrease) during the year	-	-	-	-
<b>At the end of the year</b>	<b>262,400,000</b>	<b>2,624.00</b>	<b>262,400,000</b>	<b>2,624.00</b>
<b>Redeemable Preference Share of Rs. 100 Each</b>				
At the beginning of the year	200,000	200.00	200,000	200.00
Increase/(decrease) during the year	-	-	-	-
<b>At the end of the year</b>	<b>200,000</b>	<b>200.00</b>	<b>200,000</b>	<b>200.00</b>
<b>12% Non-Convertible Preference Share of Rs. 100 Each</b>				
At the beginning of the year	1,000	1.00	1,000	1.00
Increase/(decrease) during the year	-	-	-	-
At the end of the year	1,000	1.00	1,000	1.00
<b>Unclassified Shares of Rs. 10 Each</b>				
At the beginning of the year	200,000	20.00	200,000	20.00
Increase/(decrease) during the year	-	-	-	-
At the end of the year	200,000	20.00	200,000	20.00

**i. Reconciliation of number of shares outstanding**

Particulars	(Amount in INR Lakhs)			
	As At March 31, 2023		As At March 31, 2022	
	Numbers	Amount	Numbers	Amount
<b>Equity shares of Rs. 1 each issued, subscribed and fully paid up</b>				
Equity shares outstanding at the beginning of the year	90,074,910	900.75	90,074,910	900.75
Changes in Equity Share Capital during the year	-	-	-	-
<b>Equity shares outstanding at the end of the year</b>	<b>90,074,910</b>	<b>900.75</b>	<b>90,074,910</b>	<b>900.75</b>

**ii. Terms/ rights attached to issued, subscribed and paid up equity shares**

- The Company has only one class of equity share having a par value of INR 1 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian Rupees.
- In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

**iii. Shareholding details of Promoters**

Promoter Name	As At March 31, 2023		As At March 31, 2022		% Change during the year
	No. of shares	% of total shares	No. of shares	% of total shares	
Deepak Jatia HUF	27,502,779	30.53%	27,502,779	30.53%	-
Stone Masters (India) Private Limited	24,508,129	27.21%	24,508,174	27.21%	-
Deepak Jatia	3,954,183	4.39%	3,954,183	4.39%	-
Tushya Jatia	3,696,051	4.10%	3,696,051	4.10%	-
Anita Jatia	3,032,392	3.37%	3,032,392	3.37%	-
Purna Agarwal	2,618,709	2.91%	2,618,709	2.91%	-

**iv. Details of shareholders holding more than 5% shares in the company**

Name of the Shareholder	As At March 31, 2023		As At March 31, 2022	
	Numbers	% of holding	Numbers	% of holding
<b>Equity shares of INR 1 each fully paid</b>				
Deepak Jatia HUF	27,502,779	30.53%	27,502,779	30.53%
Stone Masters (India) Private Limited	24,508,129	27.21%	24,508,174	27.21%

As per records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

**v. Aggregate number of equity shares issued as bonus, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date:**

Particulars	March 31, 2023 Numbers	March 31, 2022 Numbers	March 31, 2021 Numbers	March 31, 2020 Numbers	March 31, 2019 Numbers
Shares have been issued as fully paid Bonus	-	-	-	-	-
Shares issued for consideration other than cash	-	-	47,935,009	-	-

**vi. None of the above shares are reserved for issue under options/contract/commitments for sale of shares or disinvestment.**



## 13 OTHER EQUITY

## i. Reserves and Surplus

(Amount in INR Lakhs)

Particulars	March 31, 2023	March 31, 2022
(a) General Reserve	3,430.75	3,414.01
(b) Retained Earnings	13,505.58	11,774.35
(c) Property, Plant and Equipment Reserve	8,555.43	8,576.09
(d) Amalgamation Adjustment Surplus Account	2,617.56	2,617.56
	28,109.32	26,382.01

## (a) General Reserve

(Amount in INR Lakhs)

Particulars	March 31, 2023	March 31, 2022
Opening balance	3,414.01	3,403.82
Add/(Less): Transfer from Retained Earnings	-	-
Add/(Less): Transfer on sale of revalued assets	16.74	10.19
<b>Closing Balance</b>	<b>3,430.75</b>	<b>3,414.01</b>

General reserve is created from time to time by way of transfer from free reserve for appropriation purpose. General reserve is created by transfer from one component of equity to another.

## (b) Retained Earnings

(Amount in INR Lakhs)

Particulars	March 31, 2023	March 31, 2022
Opening balance	11,774.35	13,229.13
Net Profit/(Loss) for the period	1,727.51	(1,454.78)
Add/(Less):		
Transfer to General Reserve	-	-
Transfer on sale of FVTOCI Investment	3.72	-
Equity Dividend Paid	-	-
Tax on equity dividend paid	-	-
<b>Closing balance</b>	<b>13,505.58</b>	<b>11,774.35</b>

## (c) Property, Plant and Equipment Reserve

(Amount in INR Lakhs)

Particulars	March 31, 2023	March 31, 2022
Opening balance	8,576.09	8,589.94
Add/(Less): Transfer on sale of revalued assets	(20.66)	(13.85)
<b>Closing balance</b>	<b>8,555.43</b>	<b>8,576.09</b>

Property, plant and equipment reserve represents reserve created on revaluation of freehold land in the year 2006-07. It is a non distributable reserve.

## (d) Amalgamation Adjustment Surplus Account

(Amount in INR Lakhs)

Particulars	March 31, 2023	March 31, 2022
Opening balance	2,617.56	2,617.56
Less: Change in the Fair Valuation	-	-
<b>Closing balance</b>	<b>2,617.56</b>	<b>2,617.56</b>

**ii. Components of Other Comprehensive Income**
**(Amount in INR Lakhs)**

Particulars	March 31, 2023	March 31, 2022
(a) Remeasurement of defined benefit plans	(132.10)	(114.78)
(b) Equity Instruments through OCI	1,827.84	1,848.58
	<b>1,695.74</b>	<b>1,733.80</b>

**(a) Remeasurement of defined benefit plans**
**(Amount in INR Lakhs)**

Particulars	March 31, 2023	March 31, 2022
Opening balance	(114.78)	(144.68)
Remeasurement of defined benefit plans	(17.32)	29.90
<b>Closing balance</b>	<b>(132.10)</b>	<b>(114.78)</b>

**(b) Equity Instruments through OCI**
**(Amount in INR Lakhs)**

Particulars	March 31, 2023	March 31, 2022
Opening balance	1,848.58	2,118.59
Changes in the Fair Valuation	(17.02)	(270.01)
Add/(Less): Transfer on sale of FVTOCI Investment	(3.72)	-
<b>Closing balance</b>	<b>1,827.84</b>	<b>1,848.58</b>
<b>Total Other Equity ( I +ii )</b>	<b>29,805.06</b>	<b>28,115.81</b>

**14. BORROWINGS**
**(Amount in INR Lakhs)**

Particulars	March 31, 2023	March 31, 2022
<b>Non Current Borrowings</b>		
<b>Secured</b>		
Term Loans		
From Banks	801.06	795.53
From Others	-	-
<b>Unsecured</b>		
From Directors	-	2,376.05
From Others	58.59	1,069.31
	(A) <b>859.65</b>	<b>4,240.89</b>
<b>Current Maturity of Non Current Borrowings</b>		
<b>Secured</b>		
Term Loans		
From Banks	258.16	270.11
From Others	-	-
<b>Unsecured</b>		
From Directors	-	-
From Others	-	-
	(B) <b>258.16</b>	<b>270.11</b>
<b>Total (A)-(B)</b>	<b>601.49</b>	<b>3,970.78</b>

## I. Nature of Security and Terms of Repayment

- a. Equipment and vehicle loan balance outstanding amounting to INR Nil (March 31, 2022: INR 32.33 lakhs) is secured by hypothecation of specific assets and guaranteed by Directors. Repayable in 36 EMI of INR 11.84 lakhs starting from Jan, 2018. Last installment due in June, 2022 (Current Rate of Interest as on 31.03.2023 is 8% p.a.)
- b. Equipment and vehicle loan balance outstanding amounting to INR Nil (March 31,2022: INR 13.62 Lakhs) is secured by hypothecation of specific assets and guaranteed by Directors. Repayable in 36 EMI of INR 3.64 lakhs starting from Feb., 2018. Last installment due in July, 2022 (Current Rate of Interest as on 31.03.2023 is 8% p.a.)
- c. Equipment and vehicle loan balance outstanding amounting to INR 5.33 lakhs (March 31, 2022: INR 30.75 lakhs) is secured by hypothecation of specific assets and guaranteed by Directors. Repayable in 47 EMI of INR 2.26 lakhs starting from Jan.,2019. Last installment due in June, 2023 (Current Rate of Interest as on 31.03.2023 is 9.05% p.a.)
- d. Equipment and vehicle loan balance outstanding amounting to INR 7.94 lakhs (March 31, 2022: INR 75.83 lakhs) is secured by hypothecation of specific assets and guaranteed by Directors. Repayable in 47 EMI of INR 6.00 lakhs starting from Dec.,2018. Last installment due in May, 2023 (Current Rate of Interest as on 31.03.2023 is 9.05% p.a.)
- e. Term Loan from Bank, balance outstanding amounting to INR 512.15 lakhs (March 31, 2022: INR 643.00 lakhs) is secured by 100% guarantee from National Credit Guarantee Trustee Company (“NCGTC”) and second charge on some specific immovable properties of Mining Segment. Repayable in 5 years including moratorium period of one year and quarterly installment starting from May, 2022. Last installment due in April, 2026 (Current Rate of Interest as on 31.03.2023 is 9.25% p.a.).
- f. Equipment and vehicle loan balance outstanding amounting to INR 36.46 lakhs (March 31, 2022: INR Nil) is secured by hypothecation of specific assets and guaranteed by Directors. Repayable in 37 EMI of INR 1.34 lakhs starting from Sept., 2022. Last installment due in Sept, 2025 (Current Rate of Interest as on 31.03.2023 is 7.75% p.a.)
- g. Vehicle loans balance outstanding amounting to INR 102.51 (March 31, 2022: INR NIL) is secured by hypothecation of specific vehicle and guaranteed by Directors. Repayable in 39 EMI of Rs. 3.21 Lakhs starting from Jan, 2023 and last installment due in March, 2026. (Current Rate of Interest as on 31.03.2023 is 8.00% p.a.)
- h. Vehicle loans balance outstanding amounting to INR 136.67 (March 31, 2022: INR NIL) is secured by hypothecation of specific vehicle and guaranteed by Directors. Repayable in 39 EMI of Rs. 4.62 Lakhs starting from October, 2022 and last installment due in December, 2025. (Current Rate of Interest as on 31.03.2023 is 7.90% p.a.)
- i. Unsecured loan from others balance outstanding amounting to INR 58.59 lakhs (March 31,2022: INR 77.33 lakhs). Repayable on completion of 2 years (Rate of Interest 7% p.a.)
- j. Unsecured loan from others balance outstanding amounting to INR Nil (March 31,2022: INR 841.98 Lakhs). Repayable on completion of 2 years (Rate of Interest 7% p.a.)
- k. Unsecured loan from others balance outstanding amounting to INR Nil (March 31,2022: INR 150.00 Lakhs). Repayable on completion of 2 years (Rate of Interest 12% p.a.)
- l. Unsecured loan from Directors balance outstanding amounting to INR Nil (March 31,2022: INR 2376.05 lakhs). Repayable on completion of 2 years (Rate of Interest 7% p.a.)

## II. The Company has not used borrowings for purpose other than specified purpose of the borrowing.

Particulars	(Amount in INR Lakhs)	
	March 31, 2023	March 31, 2022
<b>Current Borrowings</b>		
<b>Secured</b>		
(a) Cash Credit / WCDL / Overdraft from Bank	2,065.29	2,116.84
(b) Current maturities of long term debts	258.16	270.11
<b>Unsecured</b>		
(c) Loans from Others	-	-
<b>Total</b>	<b>2,323.45</b>	<b>2,386.95</b>

## I. Nature of Security

- (a) Cash Credit from bank is secured by first charge by way of hypothecation of mining and stone related business stock, book debts, etc. and equitable mortgage on specific immovable property and guaranteed by Directors.

- ii. Quarterly statements of current assets filed by the Company with the banks are in agreement with the books of accounts. The Company has not used borrowings for purpose other than specified purpose of the borrowing.

#### Net Debt Reconciliation

(Amount in INR Lakhs)

Particulars	Liabilities from financing activities		
	Non Current Borrowings	Current Borrowings	Total
<b>Net Debt as at April 1, 2021</b>	13,215.19	11,671.90	<b>24,887.09</b>
Cash Inflows	300.82	43.44	<b>344.26</b>
Cash Outflows	(9,222.15)	(9,598.50)	<b>(18,820.65)</b>
Interest Expense	1,057.27	47.99	<b>1,105.26</b>
Interest Paid	(1,106.33)	(47.99)	<b>(1,154.32)</b>
<b>Net Debt as at March 31, 2022</b>	4,244.80	2,116.84	<b>6,361.64</b>
Cash Inflows	312.49	-	<b>312.49</b>
Cash Outflows	(3,693.73)	(51.55)	<b>(3,745.28)</b>
Interest Expense	145.60	112.97	<b>258.57</b>
Interest Paid	(145.51)	(112.97)	<b>(258.48)</b>
<b>Net Debt as at March 31, 2023</b>	863.65	2,065.29	<b>2,928.94</b>

#### 15. INCOME TAX

##### Deferred Tax

(Amount in INR Lakhs)

Particulars	March 31, 2023	March 31, 2022
<b>Deferred tax relates to the following:</b>		
Accelerated Depreciation for Tax purpose	(50.06)	(342.28)
Revaluation of FVTOCI investments to fair value	(764.37)	(771.86)
Carry forward of unused Business Losses / Capital Losses	845.11	850.49
Disallowances u/s 35DD, 35E & 43B of Income Tax Act, 1961	232.17	204.54
Impairment on Financial Assets	185.54	149.15
<b>Net Deferred Tax Assets / (Liabilities)</b>	<b>448.39</b>	90.04

##### Movement in deferred tax liabilities/assets

Particulars	March 31, 2023	March 31, 2022
<b>Opening balance as of April 1</b>	90.04	(902.31)
Tax income/(expense) during the period recognised in Statement of Profit and Loss	350.86	904.64
Tax income/(expense) during the period recognised in Other Comprehensive Income	7.49	87.71
<b>Closing balance as at March 31</b>	<b>448.39</b>	<b>90.04</b>

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority

Major Components of income tax expense for the years ended March 31, 2023 and March 31, 2022 are as follows:

##### i. Income tax recognised in profit or loss

(Amount in INR Lakhs)

Particulars	2022-23	2021-22
Current income tax charge (including MAT Credit Utilised)	917.10	614.84
Adjustment in respect of current income tax of previous year	181.88	(455.34)
<b>Deferred tax</b>		
Relating to origination and reversal of temporary differences	(350.86)	(904.64)
<b>Income tax expense recognised in profit or loss</b>	<b>748.12</b>	(745.14)

## ii. Income tax recognised in OCI

	(Amount in INR Lakhs)	
Particulars	2022-23	2021-22
Unrealised (gain)/loss on FVTOCI equity securities	(7.49)	(100.00)
Net loss/(gain) on remeasurements of defined benefit plans	(7.12)	12.29
<b>Income tax expense recognised in OCI</b>	<b>(14.61)</b>	<b>(87.71)</b>

## Reconciliation of tax expense and accounting profit multiplied by income tax rate for March 31, 2023 and March 31, 2022

	(Amount in INR Lakhs)	
Particulars	2022-23	2021-22
Profit before tax	2,475.63	(2,199.92)
Enacted tax rate in India	29.120%	29.120%
<b>Income tax on accounting profits</b>	<b>720.90</b>	<b>-640.62</b>
<b>Tax Effect of</b>		
Expenses not allowable or considered separately under Income Tax	355.52	1,669.85
Expenses allowable and others	(159.32)	(414.39)
Deferred Tax relating to origination and reversal of temporary differences	(350.86)	(904.64)
Tax relating to earlier years	181.88	(455.34)
<b>Tax at effective income tax rate</b>	<b>748.12</b>	<b>(745.14)</b>

## 16. TRADE PAYABLES

	(Amount in INR Lakhs)	
Particulars	March 31, 2023	March 31, 2022
<b>Current</b>		
Trade Payables to Micro, Small and Medium Enterprises	-	-
Trade Payables to Others	142.99	280.92
<b>Total</b>	<b>142.99</b>	<b>280.92</b>

Note: Based on the information and explanation available with management there are no amounts due to the suppliers covered under the Micro, Small and Medium Enterprises Development Act, 2006.

## Ageing for trade payables outstanding as at March 31, 2023 is as follows:

Trade Payables	Not Due	(Amount in INR Lakhs)				Total
		Outstanding for following periods from due date of payment				
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME	-	-	-	-	-	-
Others	134.81	8.18	-	-	-	142.99
Disputed dues - MSME	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-
Provision MSME (unbilled dues)	-	-	-	-	-	-
Provision Others (unbilled dues)	-	-	-	-	-	-
<b>Total</b>	<b>134.81</b>	<b>8.18</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>142.99</b>

Ageing for trade payables outstanding as at March 31, 2022 is as follows:

Trade Payables	Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
		(Amount in INR Lakhs)				
MSME	-	-	-	-	-	-
Others	226.35	51.95	1.35	1.27	-	280.92
Disputed dues - MSME	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-
Provision MSME (unbilled dues)	-	-	-	-	-	-
Provision Others (unbilled dues)	-	-	-	-	-	-
<b>Total</b>	<b>226.35</b>	<b>51.95</b>	<b>1.35</b>	<b>1.27</b>	<b>-</b>	<b>280.92</b>

## 17. OTHER FINANCIAL LIABILITIES

Particulars	(Amount in INR Lakhs)	
	March 31, 2023	March 31, 2022
<b>Current</b>		
<b>Financial Liabilities at amortised cost</b>		
Interest accrued but not due on borrowings	4.00	3.91
Unclaimed Dividend	30.84	36.45
Unclaimed amount of sale proceeds of fractional coupons of bonus shares issued*	0.02	0.02
Retention Money and Other Deposits	130.19	128.58
Creditors for Capital goods	-	-
Dues to employees	423.86	480.90
Other Payables	259.72	290.47
<b>Total</b>	<b>848.63</b>	<b>940.33</b>

\* These figures do not include any amounts, due and outstanding, to be credited to Investor Education and Protection Fund.

## 18. OTHER LIABILITIES

Particulars	(Amount in INR Lakhs)	
	March 31, 2023	March 31, 2022
<b>Current</b>		
Advance received from Customers	479.72	313.43
Advance received for sale of property, plant and equipment	22.05	116.43
Statutory Liabilities	756.03	598.82
<b>Total</b>	<b>1,257.80</b>	<b>1,028.68</b>

## 19. PROVISIONS

Particulars	(Amount in INR Lakhs)	
	March 31, 2023	March 31, 2022
<b>Non Current</b>		
Provision for employee benefits	-	-
<b>Total</b>	<b>-</b>	<b>-</b>
<b>Current</b>		
Provision for employee benefits	99.78	72.76
<b>Total</b>	<b>99.78</b>	<b>72.76</b>

## 20. CURRENT TAX LIABILITY(NET)



<b>Particulars</b>	<b>(Amount in INR Lakhs)</b>	
	<b>March 31, 2023</b>	<b>March 31, 2022</b>
Opening balance	10.97	40.51
Add: Current tax payable for the year (including MAT Credit Utilised)	248.19	614.84
Less: Taxes paid	(10.97)	(644.38)
<b>Closing Balance</b>	<b>248.19</b>	<b>10.97</b>

## 21. REVENUE FROM OPERATIONS

<b>Particulars</b>	<b>(Amount in INR Lakhs)</b>	
	<b>2022-23</b>	<b>2021-22</b>
<b>Sale of Products</b>		
- Stones	13,760.47	12,462.07
- Engineered Stone		7,640.41
- Wind Power	0.08	57.97
<b>Total</b>	<b>13,760.55</b>	<b>20,160.45</b>

## 22. OTHER INCOME

<b>Particulars</b>	<b>(Amount in INR Lakhs)</b>	
	<b>2022-23</b>	<b>2021-22</b>
Interest income on		
- Bank deposits	18.68	29.22
- Loans to Subsidiary (Refer Note 32)	8.30	16.08
- Loans to others	743.13	301.69
- Income Tax Refund	15.35	-
<b>Other Non Operating Income</b>		
Insurance Claim Received	13.78	16.50
Reversal of Impairment of Investments in Subsidiary/JV	185.22	-
Miscellaneous Income	78.99	199.65
<b>Total</b>	<b>1,063.45</b>	<b>563.14</b>

## 23. COST OF MATERIALS CONSUMED

<b>Particulars</b>	<b>(Amount in INR Lakhs)</b>	
	<b>2022-23</b>	<b>2021-22</b>
Opening Stock *	-	300.51
Add: Purchases	-	6,358.97
		6,659.48
Less: Closing Stock	-	-
Less: Adjustment due to stock transfer under BTA agreement on sale of Engineering stone unit	-	515.33
<b>Total</b>	<b>-</b>	<b>6,144.15</b>

## 24. PURCHASES OF STOCK-IN-TRADE

<b>Particulars</b>	<b>(Amount in INR Lakhs)</b>	
	<b>2022-23</b>	<b>2021-22</b>
Purchase of Traded Goods	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

**25. CHANGES IN INVENTORIES OF FINISHED GOODS AND WORK-IN-PROGRESS**

Particulars	(Amount in INR Lakhs)	
	2022-23	2021-22
<b>Inventories as at the beginning of the year</b>		
Work - in - process	204.07	280.16
Finished goods	754.24	1,355.91
<b>Total</b>	<b>958.31</b>	<b>1,636.07</b>
<b>Less : Inventories as at the end of the year</b>		
Work - in - process	179.62	204.07
Finished goods	540.24	754.24
<b>Total</b>	<b>719.86</b>	<b>958.31</b>
Adjustment due to stock transfer under BTA agreement on sale of Engineering stone unit		3,013.82
<b>Net decrease / (increase) in inventories</b>	<b>238.45</b>	<b>(2,336.06)</b>

**26. EMPLOYEE BENEFITS EXPENSE**

Particulars	(Amount in INR Lakhs)	
	2022-23	2021-22
Salaries, wages and bonus	2,483.99	2,911.14
Directors Remuneration	360.00	360.00
Contribution to provident and other funds	290.82	313.29
Staff welfare expenses	24.62	28.81
<b>Total</b>	<b>3,159.43</b>	<b>3,613.24</b>

**27. FINANCE COST**

Particulars	(Amount in INR Lakhs)	
	2022-23	2021-22
Interest expense on debts and borrowings	258.57	1,105.26
Bank Charges	9.37	66.87
<b>Total</b>	<b>267.94</b>	<b>1,172.13</b>

**28. DEPRECIATION AND AMORTISATION EXPENSE**

Particulars	(Amount in INR Lakhs)	
	2022-23	2021-22
Depreciation on Property, Plant and Equipment	499.44	2,172.36
Amortisation on Intangible Assets	29.46	27.25
<b>Total</b>	<b>528.90</b>	<b>2,199.61</b>

**29. OTHER EXPENSES**

Particulars	(Amount in INR Lakhs)	
	2022-23	2021-22
<b>Mining and Production Expenses</b>		
Purchase	45.72	195.71
Stores and Spare parts consumed	208.64	860.41
Raising and Mining Expenses	69.65	67.51
Power and Fuel	3,299.83	2,854.03
Royalty and DMFT Contribution on stone	2,221.31	2,060.16
Repairs to Machinery	213.86	130.02
Other Manufacturing expenses	478.45	898.01
	(A) 6,537.46	7,065.85
<b>Selling and Distribution Expenses</b>		
Commission on sales	229.53	237.62
Other Selling and Distribution Expenses	11.93	679.79
	(B) 241.46	917.41
<b>Establishment Expenses</b>		
Payment to Auditors (Refer Note (a) below)	6.96	6.50
Insurance	43.64	89.86
Legal and professional fees	140.71	115.51
Rates and taxes	247.12	24.94
Rent	95.47	93.07
Repairs to Building and Others	45.26	43.61
Travelling and conveyance expenses	101.20	49.83
Net loss on disposal of property, plant and equipment	209.34	474.87
Allowance for doubtful debts and advances	124.97	101.00
Impairment of Investments in Subsidiary/JV	-	2,718.20
Corporate social responsibility expenditure (Refer Note (b) below)	33.31	59.52
Director Fees	0.30	0.42
Charity and Donations	29.49	0.05
General Expense	296.96	369.80
	(C) 1,374.73	4,147.18
<b>Total (A+B+C)</b>	<b>8,153.65</b>	<b>12,130.44</b>

**(a) Details of Payments to auditors**

Particulars	(Amount in INR Lakhs)	
	2022-23	2021-22
Audit Fee	5.00	5.00
Tax audit fee	0.75	0.75
Limited review fee	0.75	0.75
Reimbursement of expenses	0.46	-
<b>Total</b>	<b>6.96</b>	<b>6.50</b>

**(b) Corporate social responsibility expenditure**

Particulars	(Amount in INR Lakhs)	
	2022-23	2021-22
a. Gross amount required to be spent by the Company for the year	16.85	27.84
b. Amount Unspent upto previous years	16.07	47.33
c. Total amount required to be spent by the Company for the year	32.92	75.17
d. Amount spent during the year out of unspent amount *	33.31	59.52
e. Excess Amount spent during the year	0.39	0.42
f. Total Unspent amount at the end of the year	0.00	16.07
Unspent amount earmarked for ongoing projects #	-	16.07
Unspent amount not earmarked for ongoing projects	-	-
g. Related party transactions in relation to Corporate Social Responsibility	-	-
h. There is no movement of provision during the year	-	-

\* includes CSR Unspent amount not earmarked for ongoing projects Rs. Nil (previous year Rs. 6.08 Lakhs) deposited with PM Care Fund

# includes Advance Payment Rs. Nil (Previous Year Rs. 1.00 Lakhs) paid in advance for on going projects and balance Rs. Nil (Previous year Rs. 15.07 Lakhs) deposited in bank in separate CSR unspent account

**i. Nature wise details of CSR expenses spent during the year are as under:**

Particulars	(Amount in INR Lakhs)	
	2022-23	2021-22
Education Projects	16.07	-
Safe Drinking Water Projects	6.04	6.32
Healthcare Projects	2.86	0.44
Rural Development Projects	-	40.90
Natural Calamities Relief Projects	-	0.09
Amount not earmarked for ongoing projects- deposited with PM Care Fund	-	6.08
Animal Welfare Projects	5.02	5.69
Eradicating hunger and poverty Projects	2.32	-
Other Projects	1.00	-
<b>Total</b>	<b>33.31</b>	<b>59.52</b>

**30. EARNINGS PER SHARE**

Particulars	(Amount in INR Lakhs)	
	March 31, 2023	March 31, 2022
<b>(a) Basic earnings per share</b>	1.92	(1.62)
<b>(b) Diluted earnings per share</b>	1.92	(1.62)
<b>(c) Reconciliations of earnings used in calculating earnings per share</b>		
Profit attributable to the equity holders of the company used in calculating basic earnings per share	1,727.51	(1,454.78)
Adjustment for calculating diluted earnings per share	-	-
<b>Profit attributable to the equity holders of the company used in calculating diluted earnings per share</b>	<b>1,727.51</b>	<b>(1,454.78)</b>
<b>(d) Weighted average number of shares used as the denominator</b>		
Weighted average number of equity shares used as the denominator in calculating basic earnings per share	90,074,910	90,074,910
Adjustment for calculating diluted earnings per share	-	-
<b>Weighted average number of equity shares used as the denominator in calculating diluted earnings per share</b>	<b>90,074,910</b>	<b>90,074,910</b>

### 31. COMMITMENTS AND CONTINGENCIES

#### A. Commitments

	(Amount in INR Lakhs)	
Capital Commitments	March 31, 2023	March 31, 2022
Estimated amount of contracts remaining to be executed on capital account not provided for (net of advances)	6.58	6.58

#### B. Contingent Liabilities

	(Amount in INR Lakhs)	
	March 31, 2023	March 31, 2022
i. <b>Claim against the company not acknowledged as debt - Labour cases and others</b>	134.95	55.00
ii. <b>Guarantees excluding financial guarantees</b> Counter guarantees given by the Company in respect of guarantees given by the Bank to Government authorities and others	232.14	232.14
iii. <b>Liabilities disputed for which no provision has been made in the accounts as same is contested in appeal by the Company</b> Cess matter and others	172.49	171.87

### 32. RELATED PARTY TRANSACTIONS

#### (i) List of related parties as per the requirements of Ind-AS 24 - Related Party Disclosures

Name of Related Party	Nature of Relationship
<b>A. Key Management Personnel(KMP) :</b>	
1. Shri Deepak Jatia	Chairman and Managing Director
2. Shri Tushya Jatia	Executive Director
3. Smt Anita Jatia	Executive Director
4. Shri S.R.Soni	Chief Executive Officer (till 31st March, 2023)
5. Shri Pavan Kumar Soni	Chief Financial Officer
6. Shri Manoj Jain	Company Secretary (till 8th October, 2022)
7. Manish P. Kakrai	Company Secretary (w.e.f. 7th November, 2022)
<b>B. Foreign Subsidiaries</b>	
1. ASI Global Limited, Mauritius (Refer Note (vi) below)	
2. Al Rawasi Rocks & Aggregate LLC, UAE (Refer Note (vi) below)	
<b>C. Other Related Parties - Enterprise over which KMPs are able to exercise significant influence</b>	
1. Stone Masters (India) Private Limited, India - Associate Company	

#### (ii) Transactions with related parties

##### A. Transactions occurred with related parties referred to in A above, in ordinary course of Business

	(Amount in INR Lakhs)	
Nature of Transaction	March 31, 2023	March 31, 2022
Interest paid on Loan	57.68	199.51
Net Loans and Advances taken / (Repaid)	(2,376.05)	(611.13)

##### B. Transactions occurred with related parties referred to in B above, in ordinary course of Business

	(Amount in INR Lakhs)	
Nature of Transaction	March 31, 2023	March 31, 2022
Interest received on Loan	8.30	16.08
Net Loans and Advances given / (Repaid)	(357.90)	357.90
Impairment of Investments in Subsidiary/JV	-	2,718.20
Reversal of Impairment of Investments in Subsidiary/JV	185.22	-

**C. Transactions occurred with related parties referred to in C above, in ordinary course of Business**

Nature of Transaction	March 31, 2023	March 31, 2022
Interest paid on Loan	17.08	23.20
Net Loans and Advances taken / (Repaid)	(841.98)	841.98

**(iii) Outstanding balances from related parties**
**(Amount in INR Lakhs)**

Nature of Transaction	March 31, 2023	March 31, 2022
Borrowings from Directors	-	2,376.05
Borrowings from Associate Company	-	841.98
Loans given to Subsidiary	-	357.90

**(iv) Key management personnel compensation**
**(Amount in INR Lakhs)**

Nature of Transaction	March 31, 2023	March 31, 2022
Short term employee benefits	456.63	457.40
Post-employment benefits	1.29	4.50
	<b>457.92</b>	<b>461.90</b>

**(v) Terms and conditions of transactions with related parties**

Assessment is undertaken each financial year through examining the financial position of the related party and market in which the related party operates:

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding loan balances at the year end are unsecured and interest bearing and trade and other receivables are unsecured and interest free and settlement occurs in cash.

In view of losses at its JV/subsidiary viz. Al Rawasi Rock & Aggregate LLC (RRA), a provision had been made for impairment of investments in subsidiaries during the previous financial year 2021-22. However, On receipt of final amount after disposal of shareholding of the Al Rawasi Rocks & Aggregate LLC and on receipt distributed surplus from ASI Global Limited, after liquidation, Impairment of investments in subsidiaries considered during the year 2021-22 has been reversed during the year by Rs. 185.22 Lacs and credited to profit and loss account.

**(vi) Foreign Subsidiaries ceased to exist**

During the year under review, the Company after obtaining approval of the shareholders has sold/ transferred and disposed off entire shareholding of the Company, together with its Wholly Owned Subsidiary, ASI Global Limited, held in Al Rawasi Rocks & Aggregate LLC, Fujairah, UAE ( JV/ subsidiary Co.).

Consequent to sale of shares held in Al Rawasi Rocks & Aggregate LLC, Fujairah, UAE , it was decide by the Management of the Company (ASIL) to voluntarily liquidate ASI Global Ltd (ASIGL) a Wholly Owned Subsidiary of the Company, since it has ceased to carry on business, accordingly ASIGL filed an application under section 309 (1) (d) of the Companies Act, 2001 (Mauritius) for removal of its name from the records of the Registrar of Companies. In this regard, ASIGL has discharged all its liabilities to all its known creditors and has distributed its surplus assets in accordance with its Constitution and the Companies Act 2001 (Mauritius). The process of liquidation has commenced in Mauritius in accordance with the applicable laws.

**33. EMPLOYEE BENEFIT OBLIGATIONS**
**(Amount in INR Lakhs)**

Particulars	March 31, 2023			March 31, 2022		
	Current	Non Current	Total	Current	Non Current	Total
Leave obligations	59.71	-	59.71	64.28	-	64.28
Gratuity	40.07	-	40.07	8.48	-	8.48
<b>Total Employee Benefit Obligation</b>	<b>99.78</b>	<b>-</b>	<b>99.78</b>	<b>72.76</b>	<b>-</b>	<b>72.76</b>



**(i) Leave Obligations**

The leave obligations cover the company's liability for earned leave.

The amount of the provision of INR 59.71 Lakhs (March 31, 2022: INR 64.28 Lakhs) is presented as current, since the company does not have an unconditional right to defer settlement for any of these obligations.

**(ii) Post Employment obligations**
**(A) Gratuity**

The company provides for gratuity for employees in india as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of five years are eligible for gratuity. The amount of gratuity is payable on retirement/ termination of service.

The gratuity plan is a funded plan and the Company makes contribution to recognised Gratuity Fund managed by the trust.

**The amount recognised in the balance sheet and the movement in the net defined benefit obligation over the period are as follows**

(Amount in INR Lakhs)			
Particulars	Present value of obligation	Fair value of plan assets	Net amount
<b>As at April 1, 2021</b>	1,417.32	(1,165.01)	252.31
Current service cost	49.70	-	49.70
Past service cost	-	-	-
Interest expense/(income)	89.72	(73.75)	15.97
<b>Total amount recognised in profit or loss</b>	<b>139.42</b>	<b>(73.75)</b>	<b>65.67</b>
<i>Remeasurements</i>			
Return of plan assets, excluding amount included in interest (income)	-	(10.34)	(10.34)
(Gain)/Loss from change in demographic assumptions	(0.44)	-	(0.44)
(Gain)/Loss from change in financial assumptions	(31.10)	-	(31.10)
Experience (gains)/losses	(0.31)	-	(0.31)
<b>Total amount recognised in other comprehensive income</b>	<b>(31.85)</b>	<b>(10.34)</b>	<b>(42.19)</b>
Employer contributions	-	(267.31)	(267.31)
Benefit payments	(257.65)	257.65	-
<b>As at March 31, 2022</b>	<b>1,267.24</b>	<b>(1,258.76)</b>	<b>8.48</b>
Current service cost	57.04	-	57.04
Past service cost	-	-	-
Interest expense/(income)	88.45	(87.86)	0.59
<b>Total amount recognised in profit or loss</b>	<b>145.49</b>	<b>(87.86)</b>	<b>57.63</b>
<i>Remeasurements</i>			
Return of plan assets, excluding amount included in interest (income)	-	9.79	9.79
(Gain)/Loss from change in demographic assumptions	-	-	-
(Gain)/Loss from change in financial assumptions	(17.19)	-	(17.19)
Experience (gains)/losses	31.84	-	31.84
<b>Total amount recognised in other comprehensive income</b>	<b>14.65</b>	<b>9.79</b>	<b>24.44</b>
Employer contributions	-	(50.48)	(50.48)
Benefit payments	(255.66)	255.66	-
<b>As at March 31, 2023</b>	<b>1,171.72</b>	<b>(1,131.65)</b>	<b>40.07</b>

The net liability disclosed above relates to funded and unfunded plans are as follows:

Particulars	March 31, 2023	March 31, 2022
Present value of funded obligations	1,171.72	1,267.24
Fair value of plan assets	(1,131.65)	(1,258.76)
Deficit of gratuity plan	40.07	8.48

The significant actuarial assumptions were as follows:

Particulars	March 31, 2023	March 31, 2022
Discount rate	7.41%	6.98%
Expected return on plan assets	7.41%	6.98%
Salary growth rate	4.00%	4.00%
Employee Turnover Rate	1.00%	1.00%

A quantitative sensitivity analysis for significant assumption as at March 31, 2023 is shown below:

Assumptions	Discount rate		Salary growth rate		Employee Turnover	
	0.5% increase	0.5% decrease	0.5% increase	0.5% decrease	0.5% increase	0.5% decrease
<b>March 31, 2023</b>						
Impact on defined benefit obligation	(19.24)	20.05	20.16	(19.54)	3.77	(3.92)
% Impact	(0.48)	0.50	0.50	(0.49)	0.09	(0.10)
<b>March 31, 2022</b>						
Impact on defined benefit obligation	(22.74)	23.76	23.85	(23.05)	3.88	(4.05)
% Impact	(2.68)	2.80	2.81	(2.72)	0.46	(0.48)

The sensitivity analysis above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

The following payments are expected contributions to the defined benefit plan in future years:

Particulars	(Amount in INR Lakhs)	
	March 31, 2023	March 31, 2022
1st Following Year	308.42	318.89
2nd Following Year	75.01	91.96
3rd Following Year	180.23	169.28
4th Following Year	180.91	161.24
5th Following Year	159.53	169.77
Sum of years 6 to 10	489.35	546.84
Sum of years 11 and above	200.54	278.45
<b>Total expected payments</b>	<b>1,593.99</b>	<b>1,736.43</b>

The average duration of the defined benefit plan obligation at the end of the reporting period is 24.84 years (March 31, 2022: 21.92 years)

#### (B) Defined contribution plans

The company also has defined contribution plans. The company pays provident fund contributions to approved provident fund trust and publicly administered provident funds. Contributions are made at the rate of 12% of basic salary as per regulations. The obligation of the company is limited to the amount contributed and it has no further contractual nor any constructive obligation. The expense recognised during the period towards defined contribution plan is INR 230.22 Lakhs (March 31, 2022: INR 244.25 Lakhs)

### 34. SEGMENT REPORTING

- A. For management purposes, the Company is organised into business units based on its products and services and has two reportable segments, i.e. Stone and Wind Power.

No operating segments have been aggregated to form the above reportable operating segment

The Chief Operating Decision Maker ('CODM') monitors the operating results of its business units 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.

Year ended March 31, 2023				(Amount in INR Lakhs)
Particulars	Stone	Engineered Stone	Wind Power	Total
<b>Revenue</b>				
External customers	13,760.47	-	0.08	13,760.55
Inter-segment	-	-	-	-
	<b>13,760.47</b>	<b>-</b>	<b>0.08</b>	<b>13,760.55</b>
<b>Other Non Operating income</b>				
Other Income	1,063.45	-	-	1,063.45
<b>Total revenue</b>	<b>14,823.92</b>	<b>-</b>	<b>0.08</b>	<b>14,824.00</b>
<b>Expenses</b>				
Cost of Raw Material and Components Consumed	-	-	-	-
Purchase of stock-in-trade	-	-	-	-
Change in inventories of finished goods, work-in-progress & stock-in-trade	238.45	-	-	238.45
Finance costs	267.94	-	-	267.94
Depreciation and amortisation	516.93	-	11.97	528.90
Other Expenses	11,024.73	-	288.35	11,313.08
<b>Total Expenses</b>	<b>12,048.05</b>	<b>-</b>	<b>300.32</b>	<b>12,348.37</b>
<b>Segment profit</b>	<b>2,775.87</b>	<b>-</b>	<b>(300.24)</b>	<b>2,475.63</b>
<b>Tax Expense</b>				<b>(748.12)</b>
<b>Profit after tax</b>				<b>1,727.51</b>
<b>Total assets</b>	36,228.14	-	-	36,228.14
<b>Total liabilities</b>	4,920.84	-	-	4,920.84
<b>Other disclosures</b>				
Capital expenditure incurred				584.20

Year ended March 31, 2022				(Amount in INR Lakhs)
Particulars	Stone	Engineered Stone	Wind Power	Total
<b>Revenue</b>				
External customers	12,462.07	7,640.41	57.97	20,160.45
Inter-segment	-	-	-	-
	<b>12,462.07</b>	<b>7,640.41</b>	<b>57.97</b>	<b>20,160.45</b>
<b>Other Non Operating income</b>				
Other Income	410.85	152.29	-	563.14
<b>Total revenue</b>	<b>12,872.92</b>	<b>7,792.70</b>	<b>57.97</b>	<b>20,723.59</b>
<b>Expenses</b>				
Cost of Raw Material and Components Consumed	-	6,144.15	-	6,144.15

**Year ended March 31, 2022**
**(Amount in INR Lakhs)**

Particulars	Stone	Engineered Stone	Wind Power	Total
Purchase of stock-in-trade	-	-	-	-
Change in inventories of finished goods, work-in-progress & stock-in-trade	115.68	(2,451.74)	-	(2,336.06)
Finance costs	573.08	599.05	-	1,172.13
Depreciation and amortisation	524.28	1,602.76	72.57	2,199.61
Other Expenses	12,848.67	2,850.76	44.25	15,743.68
<b>Total Expenses</b>	<b>14,061.71</b>	<b>8,744.98</b>	<b>116.82</b>	<b>22,923.51</b>
<b>Segment profit</b>	<b>(1,188.79)</b>	<b>(952.28)</b>	<b>(58.85)</b>	<b>(2,199.92)</b>
<b>Tax Expense</b>				745.14
<b>Profit after tax</b>				<b>(1,454.78)</b>
<b>Total assets</b>	37,039.63	-	668.32	37,707.95
<b>Total liabilities</b>	4,599.14	-	121.47	4,720.61
<b>Other disclosures</b>				
Capital expenditure incurred				266.83

Current taxes and deferred taxes are not allocated to those segments as they are also managed on a group basis.

Capital expenditure consists of additions of property, plant and equipment and capital work-in-progress.

The Company has executed Business Transfer Agreement (BTA) on 31<sup>st</sup> January, 2022 and transferred its Engineered Stone Unit to Marudhar Quartz Surfaces Private Limited (MQSPL) on Slump Sale basis. The Company has received its entire consideration of Rs. 8450 Lakhs (Net) and also repaid the loan to the Bankers. The financial figures are solely of the Company, however, with effect from BTA and till the date of final approval from Special Economic Zone all operation is being carried out by and on behalf of MQSPL. The company has accounted a loss on slump sale amounting to Rs. 521.94 Lakhs during the previous financial year 2021-22.

**B. Information about geographical areas**
**Revenue from external customers**

The company is domiciled in India. The amount of its revenue from external customers broken down by location of the customers is shown in the table below:

**(Amount in INR Lakhs)**

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
India	13,760.55	12,490.20
Outside India	-	7,670.25
<b>Total</b>	<b>13,760.55</b>	<b>20,160.45</b>

Revenue from two customers amounted to INR Nil (March 31, 2022: two customers - INR 2699.59 Lakhs) arising from sales in the Engineered Stone Segment and revenue from one customers amounted to INR 0.08 Lakhs (March 31, 2022: two customers - INR 57.97 Lakhs) arising from sales in the Wind Power Segment.

## 35. FAIR VALUE MEASUREMENTS

## i. Financial Instruments by Category

Particulars	(Amount in INR Lakhs)			
	Carrying Amount		Fair Value	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
<b>FINANCIAL ASSETS</b>				
<b>Amortised cost</b>				
Trade Receivables	6,329.03	5,858.84	6,329.03	5,858.84
Loans	3,360.09	1,866.93	3,360.09	1,866.93
Cash and Cash Equivalents	447.65	275.42	447.65	275.42
Other Bank Balances	150.86	170.90	150.86	170.90
Other Financial Assets	472.41	456.91	472.41	456.91
Investments in Bonds and Debentures	2,249.67	-	2,249.67	-
<b>FVTOCI</b>				
Investment in Equity Instruments	3,762.16	3,790.16	3,762.16	3,790.16
Investment in Mutual Funds	-	4,725.58	-	4,725.58
<b>Total</b>	<b>16,771.87</b>	<b>17,144.74</b>	<b>16,771.87</b>	<b>17,144.74</b>
<b>FINANCIAL LIABILITIES</b>				
<b>Amortised cost</b>				
Borrowings	2,924.94	6,357.73	2,924.94	6,357.73
Trade Payables	142.99	280.92	142.99	280.92
Other financial liabilities	848.63	940.33	848.63	940.33
<b>Total</b>	<b>3,916.56</b>	<b>7,578.98</b>	<b>3,916.56</b>	<b>7,578.98</b>

The management assessed that the fair value of cash and cash equivalent, trade receivables, trade payables and other current financial assets and liabilities approximate their carrying amounts largely due to the short term maturities of these instruments.

The fair values for loans and other non current financial assets were calculated based on cash flows discounted using a current lending rate. They are classified as level 3 fair values in the Fair value hierarchy due to the inclusion of unobservable inputs including counterparty credit risk.

The fair values of non current borrowings are based on discounted cash flows using a current borrowing rate. They are classified as level 3 fair values in the fair value hierarchy due to the use of unobservable inputs, including own credit risk.

## ii. Fair Value Hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are recognised and measure at fair value. To provide an indication about the reliability of the inputs used in determining fair value, the company has classified its financial instruments into three levels prescribed under the accounting standard. An explanation of each level follows underneath the table:

## Assets and liabilities measured at fair value - recurring fair value measurement:

Particulars	(Amount in INR Lakhs)							
	March 31, 2023			Total	March 31, 2022			Total
	Fair value measurement using				Fair value measurement using			
Quoted prices in active markets (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Quoted prices in active markets (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)			
<b>Fair Value Through Other Comprehensive Income</b>								
Quoted Mutual funds	-	-	-	-	4,725.58	-	-	4,725.58
Quoted Equity shares	196.61	-	-	196.61	201.74	-	-	201.74
Unquoted Equity shares	-	-	3,565.55	3,565.55	-	-	3,588.42	3,588.42
<b>Total Financial Assets</b>	<b>196.61</b>	<b>-</b>	<b>3,565.55</b>	<b>3,762.16</b>	<b>4,927.32</b>	<b>-</b>	<b>3,588.42</b>	<b>8,515.74</b>

**Level 1** - Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments and mutual fund units.

**Level 2** - The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

**Level 3** - If one or more of the significant inputs are not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity shares.

### iii. Valuation technique used to determine fair value

Specific Valuation techniques used to value financial instruments include:

- the use of quoted market prices or dealer quotes for similar instruments
- the fair value of the remaining financial instruments is determined using discounted cash flow analysis

### iv. Valuation inputs and relationships to fair value

The significant unobservable inputs used in the fair value measurement categorised within Level 3 of the fair value hierarchy together with a quantitative sensitivity analysis as at March 31, 2023 and March 31, 2022 are shown as below:

Particulars	Valuation technique	Significant unobservable inputs	Sensitivity of the input to fair value
Unlisted equity shares	Net Assets / Breakup value method	Market value of Immovable properties	5% Increase (decrease) in the market value of the immovable properties will change other comprehensive income by INR 53.07 Lakhs (March 31, 2022 : INR 55.24 Lakhs)

### v. Valuation processes

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. This team reports directly to the chief financial officer (CFO) and the audit committee. Discussions of valuation processes and results are held between the CFO, audit committee and the valuation team regularly.

### vi. Reconciliation of fair value measurement of financial assets classified as FVTOCI(Level 3):

(Amount in INR Lakhs)

Particulars	Unquoted equity shares
<b>As at April 1, 2021</b>	4,027.75
Remeasurement recognised in OCI	(439.33)
Sale of investment	-
<b>As at March 31, 2022</b>	3,588.42
Remeasurement recognised in OCI	(22.55)
Sale of investment	(0.32)
<b>As at March 31, 2023</b>	3,565.55

## 36. FINANCIAL RISK MANAGEMENT

The Company's activity exposes it to market risk, liquidity risk and credit risk. Company's overall risk management focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the company. This note explains the sources of risk which the entity is exposed to and how the company manages the risk.

### (A) Credit risk

Credit risk is the risk that the counterparty will not meet its obligations leading to a financial loss. Credit risk arises from cash and cash equivalents, financial assets carried at amortised cost and deposits with banks and financial institutions, as well as credit exposures to customers including outstanding receivables.

**i. Credit risk management**

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.

The company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk the Company compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forwarding-looking information.

In general, it is presumed that credit risk has significantly increased since initial recognition if the payments are more than 90 days past due.

A default on a financial asset is when the counterparty fails to make contractual payments of when they fall due. This definition of default is determined by considering the business environment in which entity operates and other macro-economic factors.

**ii. Provision for expected credit losses**

The company follows 'simplified approach' for recognition of loss allowance on Trade receivables

As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analyzed.

**iii. Reconciliation of loss allowance provision - Trade receivables**

Particulars	(Amount in INR Lakhs)
	Amount
<b>Loss allowance on April 1, 2021</b>	411.20
Changes in loss allowance	101.00
<b>Loss allowance on March 31, 2022</b>	<b>512.20</b>
Changes in loss allowance	124.97
<b>Loss allowance on March 31, 2023</b>	<b>637.17</b>

**(B) Liquidity risk**

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due. The Company consistently generated sufficient cash flows from operations to meet its financial obligations. Also, the Company has unutilized credit limits with banks.

Management monitors rolling forecasts of the company's liquidity position (comprising the undrawn borrowing facilities) and cash and cash equivalents on the basis of expected cash flows. In addition, the company's liquidity management policy involves projecting cash flows and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements.

**Maturities of financial liabilities**

The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. In the table below, borrowings include both interest and principal cash flows. To the extent that interest rates are floating rate, the undiscounted amount is derived from interest rate curves at the end of the reporting period.



**Contractual maturities of financial liabilities**

(Amount in INR Lakhs)

Particulars	Carrying Amount	Contractual cash flows			
		Total	Less than 1 year	1 to 5 years	More than 5 years
<b>March 31, 2023</b>					
Borrowings	2,924.94	3,020.91	2,375.36	645.55	-
Trade payables	142.99	142.99	142.99	-	-
Other financial liabilities	848.63	848.63	848.63	-	-
<b>Total financial liabilities</b>	<b>3,916.56</b>	<b>4,012.53</b>	<b>3,366.98</b>	<b>645.55</b>	-
<b>March 31, 2022</b>					
Borrowings	6,357.73	6,471.59	2,437.58	4,034.01	-
Trade payables	280.92	280.92	280.92	-	-
Other financial liabilities	940.33	940.33	940.33	-	-
<b>Total financial liabilities</b>	<b>7,578.98</b>	<b>7,692.84</b>	<b>3,658.83</b>	<b>4,034.01</b>	-

**(C) Market risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of change in market prices. Market risk comprises three types of risk: foreign currency risk, interest rate risk and other price risk such as commodity risk.

**(i) Foreign currency risk**

Foreign currency risk is the risk of impact related to fair value or future cash flows of an exposure in foreign currency, which fluctuate due to changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the foreign currency borrowings and export receivables.

The Company evaluates exchange rate exposure arising from foreign currency transactions and follows established risk management policies and standard operating procedures to mitigate the risks.

**(a) The company exposure to foreign currency risk at the end of the reporting period expressed in INR Lakhs are as follows**

(Amount in INR Lakhs)

Particulars	USD	EURO	Total
<b>March 31, 2023</b>			
Trade Receivables	-	-	-
Trade Payable	-	97.76	<b>97.76</b>
Foreign Currency Borrowings	-	-	-
Loans to subsidiary	-	-	-
Other receivables	-	-	-
Creditors for Capital Goods	-	-	-
<b>Net exposure to foreign currency risk</b>	-	<b>97.76</b>	<b>97.76</b>
<b>March 31, 2022</b>			
Trade Receivables	-	-	-
Trade Payable	(9.23)	(186.72)	<b>(195.95)</b>
Foreign Currency Borrowings	-	-	-
Loans to subsidiary	357.90	-	<b>357.90</b>
Other receivables	-	-	-
Creditors for Capital Goods	-	-	-
<b>Net exposure to foreign currency risk</b>	<b>348.67</b>	<b>(186.72)</b>	<b>161.95</b>

**(b) Foreign currency sensitivity**

1% increase or decrease in foreign exchange rates will have the following impact on profit before tax:

Particulars	(Amount in INR Lakhs)			
	2022-23		2021-22	
	1% Increase	1% Decrease	1% Increase	1% Decrease
USD	-	-	3.49	(3.49)
EURO	0.98	(0.98)	(1.87)	1.87
<b>Net Increase/(decrease) in profit or loss</b>	<b>0.98</b>	<b>(0.98)</b>	<b>1.62</b>	<b>(1.62)</b>

**(ii) Interest rate risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Group's long-term debt obligations with floating interest rates. The Company manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings.

**Exposure to interest rate risk**

Particulars	(Amount in INR Lakhs)	
	March 31, 2023	March 31, 2022
Borrowings Bearing Variable rate of interest	2,065.29	2,116.84
Borrowings other than Variable rate of interest	859.65	4,240.89
Total Borrowings	2,924.94	6,357.73
% of Borrowings Bearing Variable rate of interest	70.61	33.30

**Interest rate sensitivity**

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

**A change of 100 basis point in interest rates will have the following impact on profit before tax:**

Particulars	(Amount in INR Lakhs)	
	March 31, 2023	March 31, 2022
100 Basis Point Increase	20.65	21.17
100 Basis Point Decrease	(20.65)	(21.17)

Note: The above analysis is prepared for floating rate liabilities assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year and the assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market environment.

**(iii) Commodity Price risk**

The company is affected by the price volatility of certain commodities. Its operating activities require the continuous purchase of High Speed Diesel (HSD). Due to the significantly increased volatility of the price of the HSD and the regulatory changes, the company is exposed to price risk. The Company has a risk management framework aimed at prudently managing the arising from the volatility in commodity prices.

**37. CAPITAL MANAGEMENT**

For the purpose of the company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity share holders. The primary objective of the Company's capital management is to maximise the shareholder value.

The company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares.

### 38. KEY FINANCIAL RATIOS

Sr. No.	Ratios	Numerator	Denominator	2022-23	2021-22	% Variance
1	Current Ratio (in Times)	Current Assets	Current Liabilities	2.93	3.26	-10%
2	Debt-Equity Ratio (in Times)	Total Debt (Borrowings)	Total Equity	0.10	0.22	-57%
3	Debt Service Coverage Ratio (in Times)	Net Profit after taxes + Depreciation + Finance Cost + Deffered Tax	Finance Cost + Principal repayments	4.13	0.70	489%
4	Return on Equity Ratio (in %)	Profit after Tax	Average total equity	5.79%	-4.87%	-219%
5	Inventory turnover ratio (in Times)	Cost of Goods Sold	Average Inventory	0.43	2.25	-81%
6	Trade Receivables turnover ratio (in Times)	Revenue from Operation	Average Trade Receivables	2.26	2.92	-23%
7	Trade payables turnover ratio (in Times)	Net Purchase of Raw Material and Stock-in-Trade	Average Trade Payable	0.98	12.79	-92%
8	Net capital turnover ratio (in Times)	Revenue from Operation	Average Net working capital	1.37	3.06	-55%
9	Net profit ratio (in %)	Profit after Tax	Revenue from Operation	12.55%	-7.22%	-274%
10	Return on Capital employed (in %)	Profit before tax and finance costs	Net worth	8.94%	-3.54%	-352%
11	Return on investment (in %)	Profit after Tax	Total Assets	4.77%	-3.86%	-224%

**Note:- explanation for change in the ratio by more than 25% as compared to the preceding year**

- Debt Equity Ratio is improved due to repayment of unsecured Loans during the year.
- Debt Service Coverage Ratio is improved significantly due to increase in profitability during the year and due to reduction in finance cost in compare to last year as Engineered Stone Unit has been sold and its Loan liability was also paid off in the previous financial year.
- Return on Equity Ratio, Net Profit Ratio, Return on Capital Employed and Return on Investment is improved due to increase in profitability during the year which was affected adversely in the previous financial year due to the losses on account of sale of Engineered Stone Unit and impairment of investments.
- Movement in the Inventory Turnover Ratio and Trade payables turnover ratio is due to sale of raw material based Engineered Stone Unit.
- Movement in Net Capital Turnover Ratio is due to reduction in revenue from operations in comparison to previous financial year which is affected on account of sale of Engineered Stone Unit.

### 39. DETAILS OF LOANS GIVEN, INVESTMENTS MADE AND GUARANTEE GIVEN COVERED U/S 186 (4) OF THE COMPANIES ACT, 2013

Loans given to and Corporate Guarantees given for the subsidiaries and Investments made are given under the respective heads.

**Loans given to others by the Company are as under:**

(Amount in INR Lakhs)				
Sr. No.	Particulars	Nature	March 31, 2023	March 31, 2022
1	Forum Retail Pvt Ltd	ICD's	654.57	-
2	Thriveni Earthmovers Pvt. Ltd.	ICD's	2,500.00	-
3	Cheerful Commercial Pvt. Ltd.	ICD's	-	1,500.00
4	Mccooy Infraprojects	Loan	200.00	-
	<b>Total</b>		<b>3,354.57</b>	<b>1,500.00</b>

**There are no guarantees issued by the Company as at 31st March, 2023 and 31st March, 2022.**

40. Previous year figures have been regrouped/ reclassified wherever considered necessary to confirm to the current year presentation.

As per our report of even date  
For B. L. Ajmera & Co.  
Chartered Accountants  
Firm Registration Number: 001100C

For and on behalf of the Board of Directors

Rajendra Singh Zala  
Partner  
Membership No. 017184

Pavan Kumar Soni  
Chief Financial Officer

Deepak Jatia  
Chairman & Managing Director  
(DIN : 01068689)

Manish P. Kakrai  
Company Secretary

Anita Jatia  
Executive Director  
(DIN: 01068774)

Place: Mumbai  
Date: May 29, 2023

Place: Mumbai  
Date: May 29, 2023

*If undelivered, please return to:*

**ASI Industries Limited**

Marathon Innova, A wing,  
7th Floor, Off G.K. Marg, Lower Parel  
Mumbai-400013