



INDO BORAX & CHEMICALS LTD.

Regd. Office: 302, 3rd Floor Link Rose Building, Linking Road, Santacruz (West), Mumbai - 400054, India.

Ph.: 022 26489142 / 47 / 48 • Fax No. 022-26489143 • CIN : L24100MH1980PLC023177

Email : info@indoborax.com • Website : www.indoborax.com

25th July, 2023

To BSE Ltd, Corporate Relationship Department, Phiroze Jeejebhoy Towers, Dalal Street, Mumbai – 400 001 Stock Code : 524342	To National Stock Exchange of India Ltd. Listing Department, Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai- 400 051 Stock Code: INDOBORAX
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Dear Sir/Madam,

Sub: Notice of 42nd Annual General Meeting and Annual Report 2022-23

The forty-second Annual General Meeting (“AGM”) of the Company will be held on Saturday, August 19, 2023 at 1.00 p.m. IST through Video Conferencing/Other Audio Visual Means. Pursuant to Regulation 34(1) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation 2015, (Listing Regulations), we are submitting herewith the Annual Report of the Company along with Notice of AGM for the financial year 2022-23 which being send to Members, who have registered their e-mail addresses with the Company/Depositories, through electronic mode. The Annual Report containing the Notice is also uploaded on the Company’s website www.indoborax.com.

This is for your information and appropriate dissemination.

Thanking you,
For Indo Borax & Chemicals Ltd

Pravin Chavan
Company Secretary

Encl.: As stated above



INDO BORAX & CHEMICALS LIMITED

42nd ANNUAL REPORT 2022-23



Product Profile

Over the years we have created a strong product portfolio along with robust quality for our consumers. Our stringent quality control measures ensure that we do not compromise on raw material quality and process integrity.

We are in the business of Boron and Lithium products which includes Boric Acid Technical Grade Powder & Granular, Boric Acid IP Grade (Indian Pharmacopoeia Grade) Powder & Granular, and Lithium Hydroxide Monohydrate.

Boric Acid Technical Grade Granular : Used in fused products i.e. glass, glass fibre ceramics, frits, glazed, porcelain enamels. It is also used as fluxes and metallurgical operations like welding, brazing, paste fluxes and soldering fluxes etc. It is also used as catalysts in cyclohexane and hydrocarbon oxidation.

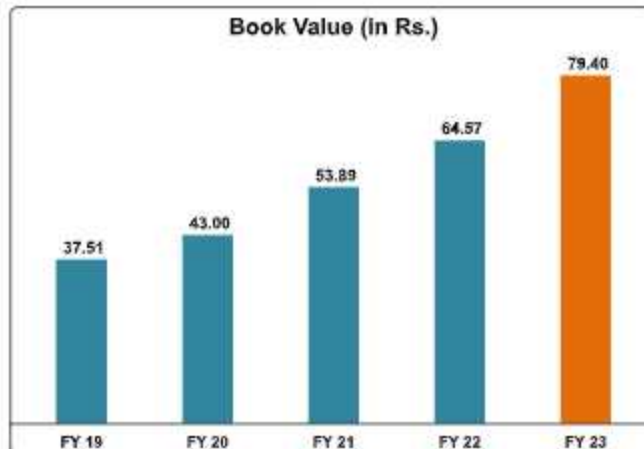
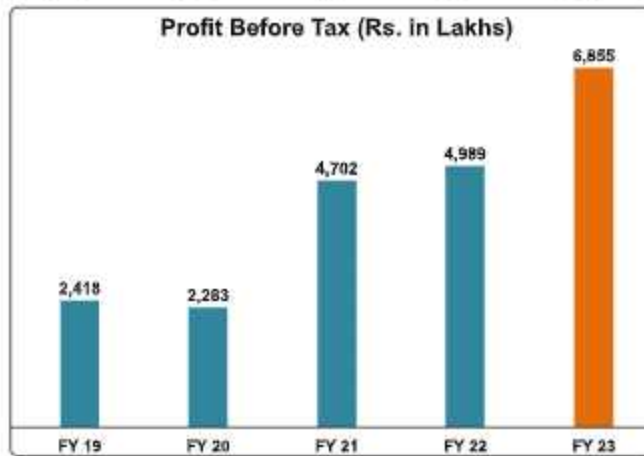
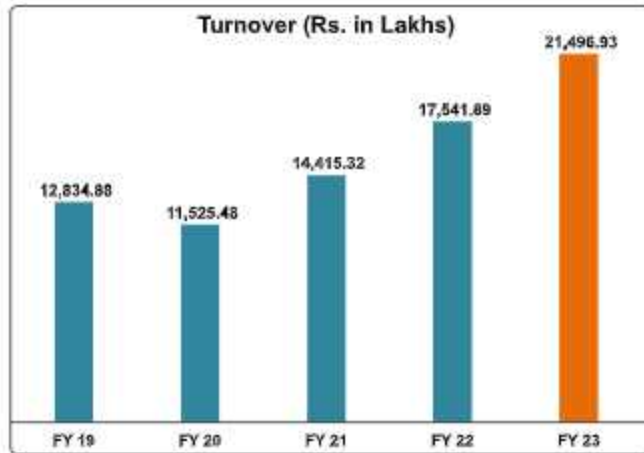
Boric Acid Technical Grade Powder: Used as fluxes and in metallurgical operations like welding and brazing. It is also used as fire retardant, as catalysts in in cyclohexane and hydrocarbon oxidation. Other uses are condensers, dishwashing products, and lubricants. It is also used in nuclear applications and in agricultural as micronutrients in fertilizers.

Boric Acid IP Grade: We are the only manufacture of IP grade Boric Acid in the country. IP Grade is used in eye wash, ointments, foot powder, shampoo, skin cream, mouth wash and in veterinary formulations.

Lithium Hydroxide Monohydrate: It is used in manufacturing lubricant greases, dyestuff and speciality resins. It is also used in batteries of electric vehicles (EVs).



KEY INDICATORS



**◀ BOARD OF DIRECTORS ▶**

Sajal S. Jain	:	Managing Director, CFO
Arun S. Sureka	:	Independent Director
Narendra Kumar Mittal	:	Independent Director
Sachin N. Gupta	:	Independent Director
Govind R. Parmar	:	Executive Director
Sreelekha S. Jain	:	Non-Executive Director
Pravin Chavan	:	Company Secretary & Compliance Officer
Bankers	:	Canara Bank Kotak Mahindra Bank Ltd, State Bank of India.
Auditors	:	Bohra & Co., Chartered Accountants
Registered Office	:	302, Link Rose, Linking Road, Santacruz (West), Mumbai – 400 054.
Works	:	Pithampur : Sector II, Pithampur Industrial Area, Dist. Dhar (M.P.), Pin-454775
Registrar & Transfer Agent	:	Link Intime India Pvt. Ltd. C-101, 247-Park, L B S Marg, Vikhroli (West), Mumbai – 400 083
Subsidiary Company	:	Indoborax Infrastructure Pvt. Ltd. (CIN-U45400MH2009PTC197583)

**NOTICE OF 42nd ANNUAL GENERAL MEETING**

NOTICE is hereby given that the Forty Second (42nd) Annual General Meeting of Indo Borax & Chemicals Ltd. will be held on Saturday, 19th August, 2023 at 1.00 p.m. (IST) through Video Conferencing ('VC') facility or other audio visual means ('OAVM') to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements (including consolidated audited financial statements) of the Company for the financial year ended 31st March, 2023, together with the Reports of the Board of Directors and Auditors thereon.
2. To declare a dividend of Re. 1/- (100.00%) per equity share of Re. 1/- each for the financial year ended 31st March, 2023.
3. To appoint a Director in place of Mr. Sajal Jain, Director (DIN: 00314855) of the Company, who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:**4. Re-appointment of Mr. Sajal Jain, as Managing Director of the Company**

To consider and, if thought fit, to pass the following resolution as **Special Resolution** :

"RESOLVED THAT pursuant to provisions of Section 196, 197, 198, 203, Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and as per regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the provisions of Articles of Association of the Company and as recommended by Nomination and Remuneration Committee and approved by the Board of Directors at their meeting held on 13th May, 2023, Mr. Sajal Jain (DIN-00314855) be and is hereby re-appointed as Managing Director of the Company for a further period of 5 (five) years with effect from 27th May, 2023 on such terms and conditions including remuneration with effect from 27th May, 2023, as set out in the Explanatory Statement annexed to this Notice pursuant to Section 102 of the Act with authority to the Board of Directors to alter and vary the terms and conditions of the said re-appointment in such manner as may be agreed between the Board of Directors ("the Board") and Mr. Sajal Jain, subject to the same not exceeding the limits specified under Schedule V to the Act or any statutory modification(s) or re-enactment(s) thereof;

RESOLVED FURTHER THAT the consent of the members be and is hereby accorded, that where in any Financial Year during the current tenure of Mr. Sajal Jain as Managing Director, the Company has no profits or its profits are inadequate, then remuneration as stated in the Explanatory Statement annexed to this Notice, be paid to him as minimum remuneration in accordance with the limits prescribed as per the provisions of Schedule V of the Companies Act, 2013

RESOLVED FURTHER THAT in the event of any statutory amendment(s) or modification(s) by the Central Government to Schedule V of the Companies Act, 2013, the Board be and is hereby authorized to vary and alter the terms of appointment including salary, commission, perquisites, allowances etc. payable to Mr. Sajal Jain, within such prescribed limit or ceiling and as agreed by and between the Company and Mr. Sajal Jain without any further reference to the Company in General Meeting.

RESOLVED FURTHER THAT the Board of Directors of the Company is authorized to take such steps as



may be necessary, proper and expedient to give effect to this Resolution”.

5. **To ratify the remuneration of the Cost Auditor for the financial year ending 31st March, 2024.**

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

“RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and the Companies (Audit and Auditors) Rules, 2014 as amended from time to time, the remuneration of Rs. 60,000/-plus applicable taxes and reimbursement of out of pocket expense payable to M/s. V. B. Modi & Associates, Cost Accountants, (Membership No.49992, Firm Registration No. 004861), who have been appointed by the Board of Directors on the recommendation of Audit Committee, as the Cost Auditors of the Company, to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2024, be and is hereby ratified, confirmed and approved.

RESOLVED FURTHER THAT the Board of Directors of the Company and/or any person authorized by the Board, be and is hereby severally authorized to settle any question, difficulty or doubt that may arise in giving any effect to this resolution and to do all such acts, deeds, things as may be necessary, proper or expedient and desirable for the purpose of giving effect to this resolution and matters connected therewith or incidental thereto.”

By Order of the Board of Directors
Indo Borax & Chemicals Limited
Pravin Chavan
Company Secretary

Place: Mumbai

Date: 13th July, 2023

NOTES:

1. The Ministry of Corporate Affairs (“MCA”) has vide its General Circular Nos. 14/2020 dated April 8, 2020 and General Circular Nos. 17/2020, dated April 13, 2020, in relation to “Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID-19”, General Circular Nos. 20/2020 dated May 5, 2020, and subsequent circulars issued in this regard, the latest being 10/2022 dated December 28, 2022 in relation to “Clarification on holding of annual general meeting (AGM) through Video Conferencing (‘VC’) or Other Audio Visual Means (‘OAVM’), (collectively referred to as “MCA Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars, the AGM of the Company is being held though VC/OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a members of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, the requirement of physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for this AGM and hence the proxy form, attendance slip and route map of AGM are not annexed to this notice.
3. Institutional/Corporate shareholders (i.e. other than individuals/HUFs/NRIs etc.) are required to send the scanned copy (PDF/JPG Format) of the Board Resolution together with attested specimen signature(s) of the duly authorized representative(s) at email id complianceofficer@indoborax.com with



- copy marked to <https://instavote.linkintime.co.in> Such authorization shall contain necessary authority in favour of its authorized representatives to attend the AGM through VC/OAVM on their behalf and vote through remote e-voting. Institutional shareholders (i.e. other than individuals, HUFs, NRIs etc.) can also upload their Board Resolution/Power of Attorney/Authority Letter, etc. by clicking on "Upload Board Resolution/Authority Letter" displayed under "e-Voting" tab in their login.
4. The Register of Members and Share Transfer Books will remain closed from **Saturday, 12th August, 2023** to **Saturday, 19th August, 2023** (both days inclusive), in connection with the ensuing AGM and the payment of dividend.
 5. The Register of Directors and Key Managerial Personnel and their Shareholdings, as maintained under Section 170 and Register of Contracts or Arrangements in which Directors are interested as maintained under Section 189 of the Act, and all other documents referred to in the Notice will be available for inspection in electronic mode during the AGM. All the relevant documents referred to in the accompanying Notice calling the AGM are available for inspection through electronic mode without any fee by the Members from the date of circulation of this Notice up to the date of AGM, i.e. 19th August, 2023. Members are requested to write to the Company Secretary for inspection of the said documents.
 6. The dividend as recommended by the Board of Directors, if approved by the members at the AGM, payment of such dividend subject to deduction of tax at source will be made on or after 23rd August, 2023, as under:
 - a) To all beneficial owners in respect of shares held in dematerialized form as per the data as may be made available by the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) as of the close of the business hours on Friday, 11th August, 2023
 - b) To all shareholders in respect of shares held in physical form after giving effect to valid transmission or transposition request lodged with the company on or before the close of business hours on Friday, 11th August, 2023
 7. The explanatory statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning the business under Item Nos. 4 & 5 of the Notice, is annexed hereto. Further, the relevant details, with respect to Item No. 3 & 4 pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, in respect of director seeking appointment/re-appointment at this AGM are also annexed.
 8. In accordance with the aforesaid MCA Circulars and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 issued by Securities Exchange Board of India (collectively referred to as "SEBI Circulars"), the Notice of the AGM along with the Annual Report 2022-23 is being sent by electronic mode to those members whose e-mail addresses are registered with the Company/Depositories, unless any member has requested for a physical copy of the same. Members may note that the Notice and Annual Report 2022-23 will also available on the Company's website www.indoborax.com and disseminated on the website of stock exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on the website of Registrar and Share Transfer Agent viz. Link Intime India Private Limited at www.linkintime.co.in.
 9. In case of joint holders, the member whose name appears as the first holder in the order of names as per the Register of Members of the Company as on cut-off date will be entitled to vote during the AGM.



10. Members who have not registered their e-mail address are requested to register the same with their Depository Participants in the case shares are held by them in electronic form and the members holding shares in physical mode who have still not registered their email ID with the Company can get their email ID's registered with the Company's Registrar & Share Transfer Agents, Link Intime India Private Limited
11. Members holding shares in physical mode are required to submit their Permanent Account Number (PAN) to the Registrar and Share Transfer Agents viz. Link Intime India Private Limited, C-101, 247 Park, L. B. S. Marg, Vikhroli (West), Mumbai - 400 083, as mandated by SEBI for every participants in securities market.

Members holding shares in electronic mode are requested to submit their PAN to their respective DPs with whom they are maintaining their demat accounts, as mandated by the SEBI for every participant in securities market.

12. The Company has transferred the unpaid or unclaimed dividends declared up to financial year 2014-15, from time to time on due dates, to the Investor Education and Protection Fund (IEPF) established by the Central Government. Pursuant to provisions of Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016, the Company has uploaded the details of unpaid and unclaimed amount lying with the Company as on 27th August, 2022 (the date of last Annual General Meeting) on the website of the Company.

Members are requested to note that, dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investors Education and Protection Fund ("IEPF"). All the shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, members are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/shares have been transferred to IEPF Authority, may claim the same by making an application to the IEPF Authority in Form No. IEPF-5 available on www.iepf.gov.in. For details, please refer to corporate governance report which is a part of this Annual Report.

13. Pursuant to Finance Act, 2020, dividend income will be taxable in the hands of shareholders w. e. f. April 1, 2020 and company is required to deduct tax at sources (TDS) form dividend paid to shareholders at the prescribed rates. For the prescribed rate for various categories, please refer to the Finance Act, 2020 and the amendments thereof. The shareholders are requested to update their valid PAN with DP's (if shares are in dematerialized form) and the company/Link Intime India Private Limited (if the shares are held in physical form).

Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form 15G/15H, to avail the benefit of non-deduction of tax at source be submitted at link <https://linkintime.co.in/formsreg/submission-of-form-15g-15h.html>. The shareholders can download Form 15G/15H, 10F from link <https://www.linkintime.co.in/client-downloads.html>. Shareholders are requested to note that in case their PAN is not registered or having invalid PAN or Specified Person as defined under section 206AB of the Income Tax Act ('the Act') the tax will be deducted at higher rate prescribed under section 206AA or 206AB of the Act, as applicable.

Non-resident shareholders (including Foreign Institutional Investors (FIIs)/Foreign Portfolio Investors (FPIs) can avail beneficial rates under tax treaty between India and their country of tax residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other documents which may be required to avail the tax benefits. For this purpose the shareholders may submit the above documents (PDF format) by email to



company at complianceofficer@indoborax.com

14. In terms of Regulation 40(1) of Listing Regulations, as amended from time to time, transfer, transmission and transposition of securities shall be effected only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are urged for converting their holding to demat form. Members may contact the Link Intime India Private Limited for any assistance in this regard.
15. Members holding shares in electronic mode may note that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or M/s. Link Intime India Private Limited cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participants (DP) by the members.
16. Members may please note that SEBI vide its circular SEBI/HO/MIRSD-RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service request viz. issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service request by submitting a duly filled and signed Form ISR-4, the format of which is available on the Company's website at www.indoborax.com and on the website of the Company's Registrar and Transfer Agents, Link Intime India Private Limited at <https://web.linkintime.co.in/KYC-downloads.html>. It may be noted that the service request can be processed only after the folio is KYC compliant.
17. As per the provisions of Section 72 of the Act and SEBI Circular, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form No. ISR-3 or SH-14 as the case may be. Members may give request for registering PAN, KYC details or changes or updation thereof through Form No. ISR-1. The said forms can be downloaded from the Company's website www.indoborax.com Members are requested to submit the said details to their DP in case the shares are held by them in dematerialized form and to Indo Borax & Chemicals Limited in case the shares are held in physical form.
18. Non Resident Indian members are requested to inform the Company's Registrar and Share Transfer Agent, immediately of any change in their residential status on return to India for permanent settlement, their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code, IFSC and MICR Code, as applicable if such details were not furnished earlier.
19. Members seeking any information with regard to the financial statements or any matter to be placed at the AGM are requested to write to the Company at least seven (7) days before the AGM through email at complianceofficer@indoborax.com. The same will be replied by the Company suitably.
20. Members holding shares in electronic mode are requested to intimate any change in their address or bank mandates to their DPs with whom they are maintaining their demat accounts. Members holding shares in physical mode are requested to advise any change in their address or bank mandates to the Registrar & Share Transfer Agent, M/s. Link Intime India Private Limited.



21. CS Mannish L. Ghia, Partner of M/s. Manish Ghia & Associates, Company Secretaries, Mumbai has been appointed as the Scrutinizer to scrutinize the e-voting process in fair and transparent manner.
- The Scrutinizer will after the conclusion of the e-voting at the meeting, scrutinize the votes cast at the meeting and votes cast through remote e-voting, make a consolidated report and submit the same to the Chairman or any other person authorized by him.
- The result of the e-voting will be declared within 2 working days of the conclusion of meeting and the same, along with consolidated scrutinizer's report will be placed on Company's website www.indoborax.com and on the website of Link Intime India Private Limited. The Company shall simultaneously forward the results to BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed.
22. **The instructions for shareholders for e-voting are as under:**
1. The voting period begins on **Wednesday, 16th August, 2023** (9:00 am IST) and ends on **Friday, 18th August, 2023** (5:00 pm IST). During this period, shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date **Friday, 11th August, 2023** may cast their vote electronically. The e-voting module shall be disabled by Link Intime for voting thereafter.
 2. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of Listing Regulations (as amended), and MCA Circulars dated January 13, 2021, April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Link Intime India Private Limited (Link Intime) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by Link Intime.
 3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
 4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Act.
 5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
 6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.indoborax.com. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com. The AGM Notice is also disseminated on the website of Link Intime (agency for providing the Remote e-Voting facility and e-voting system during



the AGM) i.e. <https://instavote.linkintime.co.in>.

Remote e-Voting Instructions for shareholders:

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

Login method for Individual shareholders holding securities in demat mode is given below:**1. Individual Shareholders holding securities in demat mode with NSDL**

1. Existing IDeAS user can visit the e-Services website of NSDL viz... <https://eservices.nsdl.com> either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-Voting period.
2. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com> Select "Register Online for IDeAS Portal" or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

2. Individual Shareholders holding securities in demat mode with CDSL

1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.
2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by the company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider i.e. LINKINTIME for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.



3. If the user is not registered for Easi/Easiest, the option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.
 4. Alternatively, the user can directly access the e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, the user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
3. Individual Shareholders (holding securities in demat mode) login through their depository participants: You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on the company name or e-Voting service provider name i.e. LinkIntime and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:

Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>
2. Click on “**Sign Up**” under '**SHARE HOLDER**' tab and register with your following details: -
 - A. **User ID:** Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.
 - B. **PAN:** Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
 - C. **DOB/DOI:** Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)
 - D. **Bank Account Number:** Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

**Shareholders holding shares in physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above*

Shareholders holding shares in NSDL form, shall provide 'D' above

- ▶ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).



- ▶ Click "confirm" (Your password is now generated).
- 3. Click on 'Login' under '**SHARE HOLDER**' tab.
- 4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on '**Submit**'.

Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select '**View**' icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option '**Favour / Against**' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).
4. After selecting the desired option i.e. Favour / Against, click on '**Submit**'. A confirmation box will be displayed. If you wish to confirm your vote, click on '**Yes**', else to change your vote, click on '**No**' and accordingly modify your vote.

Guidelines for Institutional shareholders :

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as '**Custodian / Mutual Fund / Corporate Body**'. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the '**Custodian / Mutual Fund / Corporate Body**' login for the Scrutinizer to verify the same.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders :

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 - 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode :

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

**Individual Shareholders holding securities in Physical mode has forgotten the password :**

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- Click on 'Login' under 'SHARE HOLDER' tab and further Click 'forgot password?'
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholder is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#\$%&), at least one numeral, at least one alphabet and at least one capital letter.*

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participant's website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

Process and manner for attending the Annual General Meeting through InstaMeet:

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in> & Click on "Login".

▶ Select the "Company" and 'Event Date' and register with your following details: -

A. Demat Account No. or Folio No: Enter your 16 digit Demat Account No. or Folio No

- Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
- Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
- Shareholders/ members holding shares in **physical form shall provide Folio Number** registered with the Company

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided to you, if applicable.

C. Mobile No.: Enter your mobile number.

D. Email ID: Enter your email id, as recorded with your DP/Company.

▶ Click "Go to Meeting" (You are now registered for InstaMeet and your attendance is marked for the meeting).

**Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:**

1. Shareholders who would like to speak during the meeting must register their request 5 days in advance with the company on the email id complianceofficer@indoborax.com
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive "speaking serial number" once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panelist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting "Cast your vote"
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
4. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops



connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013 ("Act")

As required under section 102 of the Companies Act, ("Act"), the following explanatory statement sets out all material facts relating to the business under Item nos. 4 to 5 of the accompanying Notice:

Item No. 4

Mr. Sajal Jain, joined Indo Borax & Chemicals Limited on 1st April, 1990 as Chief Executive Officer and was appointed as Vice Chairman and Executive Director with effect from 26th May, 2008. After the sudden death of Late Mr. Sushil Kumar Jain, former Managing Director, the responsibility of managing the affairs of the company shouldered on Mr. Sajal Jain and he was re-designated as Managing Director w.e.f. from 1st December, 2020. The tenure of Mr. Sajal Jain as the Managing Director of the Company ceased on 26th May, 2023. The Board of Directors, at its meeting held on 13th May, 2023, based on the recommendation of the Nomination and Remuneration Committee, re-appointed Mr. Sajal Jain, as Managing Director of the Company with effect from 27th May, 2023 for a period of five years alongwith the remuneration payable, subject to approval of members.

Through its previous roles in Company he has built a distinguished career spanning more than three decades with deep understanding and experience of various aspects of boric acid industry.

He holds graduate degree in Commerce. He possesses rich experience over 33 years in purchase, operations, sales, finance, accounts, personnel and administration. He is also serving as Chief Financial Officer of the Company from last eight years.

As per regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, if the annual remuneration payable to executive directors who are promoters or members of the promoter group, exceeds rupees 5 crore or 2.5 percent of the net profit of the listed entity, whichever is higher or where more than one such director, the aggregate annual remuneration to such directors exceeds 5 percent of the net profits of the listed entity, such remuneration shall be subject to the approval of the shareholders by special resolution in general meeting. The Company is seeking approval of the members vide Resolution as set out in Item No. 4 of this Notice.

Since, the Company has not committed any default to any of its secured creditors or public financial institutions, obtaining prior approval from the secured creditor / lenders are not required for the proposed re-appointment of Mr. Sajal Jain, Managing Director.

Accordingly, it is proposed to seek member's approval for the re-appointment of Mr. Sajal Jain, as Managing Director of the Company, in terms of the applicable provisions of the Act.

The main terms and conditions of appointment of Mr. Sajal Jain, Managing Director is as under:

Tenure & Appointment:

The appointment as Managing Director is for a period of five (5) years with effect from 27th May, 2023.

Nature of Duties:

The Managing Director shall, subject to the supervision and control of the Board of Directors, be responsible for managing the affairs of the company, including procurement, operations, marketing & sales, finance & accounts, personnel & administration as per the guidelines and the policies determined by the board from time to time.

**Remuneration:**

Mr. Sajal Jain shall be entitled to receive the remuneration as specified hereunder:

Salary, Allowances and Perquisites

- a. Salary: Rs. 8,00,000/- per month;
- b. Provision of furnished or unfurnished company owned or leased Accommodation or House Rent Allowance in lieu thereof @ 60% of Salary;
- c. Reimbursement of expenses for utilities such as gas, electricity, water, furnishings, repairs, servant's salaries, society charges and property tax, house maintenance or allowance therefore;
- d. Medical reimbursement, leave encashment, medical/accident insurance, leave travel assistance or allowance for himself and his family; club fees; such other perquisites and allowances in accordance with the rules of the company;
- e. Company's contribution to Provident Fund, Superannuation and Gratuity Fund or payment of gratuity as applicable from time to time and terminal leave encashment;
- f. Reimbursement of all the expenses incurred by him for the company work and/or for the business of the company;
- g. The company shall bear the expense for providing him one or more car(s) with driver, telephone(s) and other communication facilities at residence, mobile phones and such other facilities as the company may deem necessary in view of his responsibilities and stature.

Provided always that for the purpose of computing remuneration and any ceilings on remuneration under applicable provisions of the Companies Act, 2013, the expenses incurred by the Company in respect of item (e), (f) and (g) above shall not be considered as part of his salary, allowances and perquisites to the extent they are not taxable in his hands as per applicable provisions of the Income Tax Act, 1961 and rules made thereunder.

Commission :

In addition to the above, he shall be entitled to receive the commission as a % of net profit as may be determined by the nomination and remuneration committee/board of directors within such limit such that overall remuneration payable to him shall not be exceed 10% of net profit of the Company calculated under section 198 of the Companies Act, 2013 in a financial year. The specific amount payable to the MD will be based on his performance as evaluated by the nomination and remuneration committee and approved by the board and will be payable annually after the annual accounts have been approved by the Board of Directors and adopted by the members.

Minimum Remuneration :

Notwithstanding anything to the contrary herein contained, where in any financial year during the tenure of MD, the company has no profits or its profits are inadequate, the company will pay minimum remuneration by way of salary, allowances and perquisites in accordance within the limits prescribed as per the provisions of the Schedule V of the Companies Act, 2013.

Other terms of appointment

The Managing Director shall not be paid any sitting fees for attending the meetings of the Board of Directors or



any Committee thereof.

The Managing Director shall not become interested or otherwise concerned, directly or through its spouse and/or children, in any selling agency of the Company.

This appointment can be terminated by either side by giving six months' notice in writing to the other party.

Term of conditions of appointment of MD also includes the clauses pertaining to adherence to the Company's Code of Conduct and maintenance of confidentiality.

In compliance with the provisions of Sections 196, 197, 198, 203, Schedule V and other applicable provisions, if any, as amended from time to time, the terms of appointment and remuneration of the MD as specified above are now being placed before the Members for their approval. The Board of Directors recommends the Special Resolution in relation to re-appointment of Mr. Sajal Jain as Managing Director of the Company for the approval of Members.

Except, Mr. Sajal Jain and Mrs. Sreelekha Jain or their relatives, none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested financially or otherwise in this resolution.

Item No. 5

The Board at its meeting held on 13th May, 2023, on the recommendation of Audit Committee, has approved the appointment and remuneration of the Cost Auditor M/s. V. B. Modi & Associates, Cost Accountants (Firm Registration No. 004861, Membership No. 49992) to conduct the audit of the cost records relating to a boron products & other chemicals of the Company for the financial year ending 31st March, 2024 with audit fees of Rs. 60,000/- plus goods and service tax as applicable and reimbursement of actual expenses as incurred by them in connection with the aforesaid audit.

In accordance with the provisions of Section 148 of the Act, read with Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors as recommended by the Audit Committee and approved by the Board of Directors, has to be ratified by the members of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item no. 5 of the Notice for ratification of the remuneration payable to the Cost Auditors for the Financial Year ended 31st March, 2024.

None of the Directors/Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

By Order of the Board
For Indo Borax & Chemicals Ltd
Pravin Chavan
Company Secretary

Mumbai : 13th July, 2023

Registered Office: 302, Link Rose, Linking Road, Santacruz (West), Mumbai – 400 054



In pursuance of the provisions of Regulation 36(3) of the Listing Regulations and SS-2 issued by the Institute of Company Secretaries of India, details of Director seeking appointment/re-appointment are as follows:

Particulars	Sajal Jain
DIN	00314855
Date of birth and age	6 th September, 1967 (55 Years)
Original date of Appointment	26 th May, 2008
Expertise in specific functional area	Wide experience in Boric Acid Industry
Terms and Conditions of Appointment or Re-appointment	Re-appointed as Managing Director, for a period of five years w.e.f. 27 th May, 2023, liable to retire by rotation.
Remuneration sought to be paid	Details of remuneration sought to be paid are given in explanatory statement to item no. 4.
Remuneration last drawn	Rs. 701.93 Lakhs
Number of Meetings of the Board attended during the year 2022-23	6 (Six)
Shareholding in the Company (Equity Shares of Re. 1/- each) as on 31/03/2023.	86,55,390
List of Directorships in other Companies	Nil
Listed entities from which he has resigned as Director in past 3 years	Nil
List of Chairmanship or membership of various Committees in listed company and others Companies	Chairmanship: Nil Membership: Audit Committee and Corporate Social Responsibility Committee
Relationship with other Directors of the Company	Mr. Sajal Jain is a husband of Mrs. Sreelekha Jain, Director.

**DIRECTORS' REPORT****To The Members of Indo Borax & Chemicals Ltd.**

Your Directors have pleasure in presenting 42nd Annual Report of Indo Borax & Chemicals Limited along with the summary of standalone and consolidated financial statements for the financial year ended 31st March, 2023.

FINANCIAL RESULTS

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

(Rs. in lakhs)

Particulars	Standalone		Consolidated	
	31-3-2023	31-3-2022	31-3-2023	31-3-2022
Revenue	21,496.93	17,541.89	22,507.93	17,571.89
Other Income	679.23	317.95	717.58	321.25
Total Income	22,176.16	17,859.84	23,225.51	17,893.14
Profit before Depreciation & Taxation	7,010.16	5,092.65	7,050.76	5,102.35
Less : Depreciation & amortization	155.55	103.78	155.55	103.78
Provision for Taxation	1,786.02	1340.94	1,796.60	1343.15
Deferred Tax	29.21	18.26	29.21	18.26
Profit after Depreciation & Taxation	5,039.38	3,629.67	5,069.40	3,637.16
Other Comprehensive Income for the year	41.31	118.22	41.31	118.22
Total Comprehensive Income for the year	5,080.69	3,747.89	5,110.71	3,755.38
Balance brought forward from previous year	18,187.16	15,110.17	18,181.77	15,097.29
Profit available for appropriation	23,267.85	18,858.06	23,292.48	18,852.67
Less : Appropriations				
Dividend	320.90	320.90	320.90	320.90
Transfer to General Reserve	--	350.00	--	350.00
Balance carried to Balance Sheet	22,946.95	18,187.16	22,971.58	18,181.77

DIVIDEND

Based on the Company's performance, the Directors have recommended dividend of Rs. 1/- (100%) per equity share of Rs. 1/- each on 3,20,90,000 Equity Shares, if approved by the members, would involve a cash outflow of Rs. 320.90 Lakhs.

TRANSFER TO RESERVES

There is no amount proposed to be transferred to the Reserves. The closing balance of the retained earnings of your Company for the financial year 2022-23, after all appropriations and adjustments was Rs. 22,946.95 Lakhs.

STATE OF COMPANY AFFAIRS

On standalone basis, sales for the financial year 2022-23 stood at Rs. 21,496.93 lakhs, higher by 22.55 % over the previous year sales of Rs. 17,541.89 Lakhs. Earnings before tax and depreciation was Rs. 7,010.16 lakhs, which was higher by 37.65% over EBTD of Rs. 5,092.65 Lakhs in 2021-22. The profit after tax for the year was Rs.



5,039.38 lakhs, which was higher by 38.84% over the PAT of Rs. 3,629.67 lakhs in 2021-22.

On consolidated basis, sales for the financial year 2022-23 stood at Rs. 22,507.93 lakhs, higher by 28.09% over the previous year of Rs. 17,571.89 lakhs. Earnings before tax and depreciation was Rs. 7,050.76 lakhs, which was higher by 38.19 % over EBTD of Rs. 5,102.35 Lakhs in 2021-22. The profit after tax for the year was Rs. 5,069.40 lakhs, which was higher by 39.38% over the PAT of Rs. 3,637.16 lakhs in 2021-22

SUBSIDIARY COMPANY

Company has only one wholly owned subsidiary, Indoborax Infrastructure Private Limited. There are no associate companies or joint ventures companies within the meaning of Section 2(6) of the Companies Act, 2013 ("Act"). There has been no material change in the nature of business of the subsidiary.

Pursuant to the provision of Section 129(3) of the Act, a statement containing the salient features of financial statements of the Company's subsidiary in Form AOC-1 is attached to the financial statements of the Company.

Further, pursuant to the provisions of section 136 of the Act, the financial statements of the company, consolidated financial statements along with the relevant documents and separate audited financial statements in respect of the subsidiary are available on the Company's website at www.indoborax.com

CONSOLIDATED FINANCIAL STATEMENTS

The consolidated financial statements of the company and its subsidiary which form part of Annual Report have been prepared in accordance with section 129(3) of the Companies Act, 2013. Consolidated Financial Statements for the year ended 31st March, 2023 along with report of the auditors thereon are attached herewith. Further, pursuant to the provisions of Section 136 of the Act, separate audited financial statement of the subsidiary is available on the website of the company www.indoborax.com.

SHARE CAPITAL

Paid up equity share capital of the Company as at 31st March, 2023 is 320.90 Lakhs.

INTERNAL FINANCIAL CONTROL AND THEIR ADEQUACY

The details in respect of the internal financial control and their adequacy are included in the Management Discussion & Analysis, which is a part of this report.

NUMBER OF MEETING OF THE BOARD

Six meetings of the board were held during the year. For details of meetings of Board, please refer to the Corporate Governance Report, which is a part of this report.

COMMITTEES OF THE BOARD

Details of all the committees along with their composition, name of the members, meetings held during the year and attendance are provided in the Corporate Governance Report, which forms a part of this Report.

RESPONSIBILITY STATEMENT OF THE BOARD OF DIRECTORS

Pursuant to Section 134 (5) of the Companies Act, 2013, the board of directors, to the best of their knowledge and ability, confirm that:

- (i) in the preparation of the annual accounts; the applicable accounting standards have been followed and there are no material departures;
- (ii) they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give true and fair view of



- the state of affairs of the Company at the end of financial year and of the profit of the Company for that period;
- (iii) they 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 the Company and for preventing and detecting fraud and other irregularities;
 - (iv) they have prepared the annual accounts on a going concern basis;
 - (v) they have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively.
 - (vi) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

Company has six directors comprises of three independent directors and two executive directors and one women non-executive director .

Board has re-appointed Mr. Sajal Jain, as Managing Director w. e. f. 27th May, 2023 for further period of five years, subject to approval of Members in the ensuing Annual General Meeting. Mr. Sajal Jain is associated with the company from last 33 years at various positions such as Chief Executive, Executive Director, Managing Director and Chief Financial Officer of the Company.

Further Mr. Sajal Jain, Director retires by rotation and being eligible offer himself for re-appointment. A resolution seeking shareholder's approval for his re-appointment along with other required details forms part of the notice.

Pursuant to the provisions of section 149 the Companies Act, 2013 the Independent Directors have submitted declarations that each of them meet the criteria of independence prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16(1) (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. There has been no change in the circumstances affecting their status as independent directors of the Company.

During the year under review, the non-executive directors of the Company had no pecuniary relationship or transaction with the company other than sitting fees.

Pursuant to provisions of section 203 of the Act, the key managerial personnel of the company are Mr. Sajal Jain, Managing Director & Chief Financial Officer, Mr. Govind Parmar, Executive Director and Mr. Pravin Chavan, Company Secretary.

BOARD EVALUATION

The board of directors has carried out an annual evaluation of its own performance, board committees and individual directors pursuant to the provisions of the Act and SEBI Listing Regulation.

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of criteria such as board composition and structure, effectiveness of board process, information and functioning etc. The performance of the committees was evaluated by the board after seeking inputs from committee members on the basis of criteria such as composition of committees, effectiveness of committee meetings etc.

In separate meeting of Independent Directors, performance of the non-independent directors, performance of the board as a whole and the Chairman was evaluated, taking into account the views of the executive directors and non-executive directors.



The board and nomination and remuneration committee reviewed the performance of the individual directors on the basis of criteria such as contribution of the individual director to the board and committee meetings preparedness on the issues to be discussed meaningful and constructive contribution and inputs in the meeting, etc.

Performance evaluation of independent directors was done by the entire board, excluding the independent director being evaluated.

CORPORATE SOCIAL RESPONSIBILITY

The brief outline of the Corporate Social Responsibility Policy (CSR Policy) of the Company and initiatives undertaken by the Company on CSR activities during the year are set out in **Annexure I** of this report in the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014. The details about the CSR committee please refer to the Corporate Governance Report, which form part of this report. The CSR policy is available on the website of the company <http://www.indoborax.com/CSR-Policy.php>

VIGIL MECHANISM

The Company has whistle blower policy for Directors and employees to report their genuine concerns regarding unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct and Ethics Policy. The said mechanism also provides for adequate safeguard against victimization of persons who use such mechanism and makes provision for direct access to the chairman of the Audit Committee in the appropriate or exceptional cases. We affirm that no employee of the company was denied access to the Audit Committee. The Whistle Blower Policy is available on the website of the Company at <http://www.indoborax.com/Whistle-Blower-Policy.php>

RISK MANAGEMENT

The Board of Directors of the Company has formed a Risk Management Committee to frame, implement and monitor risk management plan for the Company. The committee is responsible for monitoring the reviewing the risk management plan and ensuring its effectiveness. The Audit committee has additional oversight in the area of financial risk and controls. The major risk identified by the businesses and functions are systematically address through mitigating actions on continuing basis. The development and implementation of risk management policy has been covered in the Management Discussion and Analysis, which forms part of this report.

ENVIRONMENT HEALTH AND SAFETY, PROTECTION OF WOMEN AT WORKPLACE

The Company is conscious of the importance of environmentally clean and safe operations. Company conducts its operations in such manner so as to ensure safety of all concerned, compliances of environmental regulations and preservation of natural resources.

The company has adopted a policy on prevention, prohibition and redressal of Sexual harassment at workplace and has duly constituted an Internal Complaint Committee in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder. During the year company has not received any complaints on sexual harassment. There have been no complaints in other areas.

PARTICULARS OF EMPLOYEES

The information required under Section 197 of the Act read with Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are given below:

- a) The ratio of the remuneration of each director to the median remuneration of the



employees of the Company and percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary in the financial year:

Name of the Directors	Ratio of median remuneration	% increase in remuneration in the financial year
Mr. Sajal Jain, Managing Director & Chief Financial Officer	223.19	31.11
Mr. Govind Parmar, Executive Director	5.49	*
Mr. Pravin Chavan, Company Secretary	12.52	14.41

Note* : The remuneration is not comparable as Mr. Govind Parmar, appointed w.e.f. 12th November, 2021 and his remuneration start from 1st January, 2022.

Company has not paid any remuneration to non-executive directors except sitting fees.

- b) The percentage increase in the median remuneration of the employees in the financial year: 12.65 percent.
- c) The number of permanent employees on the rolls of the company : 98
- d) During the course of the year, the total increase in salaries is approximately 6.90 percent, after accounting promotions and other event based compensation revisions. The increase in remuneration is in line with the company's performance. However during the year, the increase in the total employee benefits is approximately 17.90 percent.

The managerial remuneration and commission are as per the member's resolution. The managerial commission is purely based on the performance of the Company. During the year the overall performance of the Company is excellent, hence the managerial commission which is based on the profit is also increased. During the year the managerial commission given only to the Managing Director as per special resolution passed by the members through postal ballot dated 14th January, 2021. During the year, there is increase in the managerial remuneration by 33.24 percent which is directly linked with the profit and performance of the company.

- e) Affirmation that the remuneration is as per the remuneration policy of the Company: The Company affirms remuneration is as per the remuneration policy of the company.
- f) The statement containing names of top ten employees in terms of remuneration drawn and particulars of employees as required under Section 197(12) read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is provided in annexure forming part of this report. Further, the report and the accounts are being sent to the members excluding the aforesaid annexure. In term of section 136 of the Act, the said annexure is open for inspection at the Registered Office of the Company. Any shareholder interested in obtaining a copy of the same may write to the Company Secretary.

POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION AND OTHER DETAILS:

The Company's policy on directors appointment and remuneration and other matters provided in Section 178(3) of the Act, has been disclosed in the Corporate Governance Report, which forms part of the Directors Report.

**PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS**

The particulars of loans, guarantees and investments have been disclosed in the financial statements. The Radius Estate Projects Private Limited, (formerly known as Vishwaroop Realtors Private Limited) is in the process of corporate insolvency process under The Insolvency and Bankruptcy Code, 2016 (IBC). The company has filed its claim as financial creditors as per the regulation 8 of the IBC for the outstanding amount of Rs. 509.04 Lakhs. The company is waiting for the outcome from National Company Law Tribunal (NCLT). During the year due to uncertainty in realization of the said debt company has not provided interest on the said loan.

TRANSACTIONS WITH RELATED PARTIES

The information on the transactions with related parties pursuant to Section 134 (3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 are given in AOC-2 in **Annexure II** and same forms part of this report.

DELISTING OF SECURITIES

The Company had applied for delisting of shares from Kolkatta Stock Exchange in 2005-2006, however, till date the confirmation of delisting has not been received from Exchange.

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**A. CONSERVATION OF ENERGY**

- i) Energy Conservation Measures taken
- ii) Utilization of alternate source of energy
- iii) Capital Investment on energy conservation Equipment. The Company continues to lay special emphasis on conservation of energy and have taken measures like regular monitoring of consumption, reduction of transmission losses and up to date maintenance of systems.

B. Technology Absorption**1. Research & Development**

The Company has no specific Research & Development Department. However in house quality control facilities are utilized for product and process improvement and updation.

2. Technology Absorption

The Company has not imported any new technology.

C. Foreign Exchange Earnings and Outgo

a) Earnings	:	Nil
b) Outgo		
- Import of Raw Materials	:	Rs. 8,667.59 lakhs
- Foreign Travel	:	Rs. 19.07 lakhs
- Others	:	Rs. 0.45 lakhs

DEPOSITS FROM PUBLIC

The Company has not accepted any deposit from public and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of Balance Sheet.

**CORPORATE GOVERNANCE REPORT**

A separate detailed Corporate Governance Report and Certificate of Auditor of your Company regarding the compliance of the conditions of Corporate Governance as per SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015 are annexed to this report.

EXTRACT OF ANNUAL RETURN

Pursuant to section 92(3) read with section 134(3)(a) of the Act, the Annual Return for the financial year ended 31st March, 2023, is available on the Company's website viz. www.indoborax.com.

DISCLOSURE REQUIREMENTS

As per SEBI Listing Regulations, the Corporate Governance Report with the Auditors Certificate thereon, and the Management Discussion and Analysis are attached, which form part of this Report

The Company has devised proper system to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and that such systems are adequate and operating effectively.

STATUTORY AUDITORS

Members of the Company at their 41st Annual General Meeting held on 27th August, 2022 appointed M/s. Bohra & Co., Chartered Accountants, (Firm Registration No. 136492W) as statutory auditors of the Company to hold office for a period of five years from the conclusion of that AGM till the conclusion of the 46th AGM to be held in year 2027.

COMMENTS OF AUDITOR'S REPORT AND SECRETARIAL AUDIT REPORT

The Auditor's report to the shareholders on the audited standalone and consolidated financial statements for the year ended 31st March, 2023 does not contain any qualifications, reservations or adverse remarks, except emphasis of matter pertaining to one party to whom company has given Inter Corporate Deposit, is in the process of insolvency process and company had already filed a claim as a financial creditor as per regulation 8 of IBC for the said outstanding amount. The company is waiting for the outcome of the National Company Law Tribunal. During the year due to the uncertainty of realization of the said debt company has not provided interest thereon. Secretarial Audit report is annexed as Annexure III to this report. The Secretarial audit report to the shareholders does not contain any qualification or reservation which has any material adverse effect on the functioning of the company.

AUDIT COMMITTEE

The details pertaining to the composition of Audit Committee are included in the Corporate Governance Report, which is part of this report.

COST AUDIT

Company has appointed M/s. V. B. Modi & Associates, Cost Accountant (Firm Registration No. 004861) to audit cost records of the company for the financial year ended 2023-24. Pursuant to the provisions of Section 148 (3) of the Companies Act, 2013, qualified Cost Auditors have been appointed to conduct cost audit for the year under review relating to the products manufactured by the Company.

ACKNOWLEDGEMENTS

Your Directors thank to the company's employees, customers, vendors, shareholders & bankers for their continuous support. Your Company's growth has been possible due to their hard work, co-operation & support. Your Directors also thank government of India, Government of various states in India, government departments and agencies for their co-operation.

For and on behalf of the Board of Directors

Mumbai,
May, 13, 2023

Sajal Jain
Managing Director

**MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

The Directors present their report on the specified matters to the extent relevant or within limits that in their opinion are imposed by the company's own competitive position, as under:-

INDUSTRY STRUCTURE AND DEVELOPMENT

No reliable and published data is available specifically on boron product industry. As boron minerals are not found in India, thus the basic inputs have to be essentially imported.

OPPORTUNITY, THREATS, RISKS AND CONCERNS

As, the basic input of boron minerals are imported, thus timely availability of basic inputs at competitive prices in desired quality, composition and quantities has been, continues to be and expected to remain a matter of concern, risk and threat. The company is continuously engaged in exploring and developing alternative sources for imported raw material to minimize the risk.

SEGMENT WISE OR PRODUCT-WISE PERFORMANCE

The company is operating in a single reportable segment i.e. manufacturing and selling of Chemicals. The disclosures requirement of the Indian Accounting Standard (AS) 108 "operating Segment" notified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rule, 2014 are not applicab

OUTLOOK

The domestic market for Boron products is expanding every year and the Company can sell more quantity, as its products are well known for its quality.

Company had received certification with Bureau of Indian Standard and is manufacturing boric acid according to the relevant BIS standard.

During the year the company has started installation of new plant of boric acid derivatives at the current location of the plant at Pithampur. The installation of the plant expected to be completed by the end of September, 2023 and the actual production expected to be start from the November, 2023.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has proper and adequate systems of internal controls to provide reasonable assurance that all assets are safeguarded; prevention and detection of frauds and errors, the accuracy and completeness of the accounting record, timely preparation of reliable financial disclosures, transactions are authorized and recorded correctly to ensure compliance with policies and statutes.

Based on the framework of internal financial controls and compliance system established and maintained by the Company, the work performed by the internal, statutory and secretarial auditors, including the audit of internal financial controls over financial reporting by the statutory auditors and the reviews performed by management and the relevant board committees, including the audit committee, the board is of the opinion that the Company's internal financial control were adequate and effective during the financial year 2023.

Internal control systems have been found to be adequate and commensurate with the size and nature of the business of the company and are reviewed from time to time for further improvement.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The net sales in current year stood at Rs. 21,496.93 Lakhs as compared to Rs.17,541.89 Lakhs in previous year, which is higher by 21.69% due to increase in volume and better realization.

HUMAN RESOURCES DEVELOPMENT & MANAGEMENT

The total permanent employees of the company are 98. There are no other reportable material developments in the matter of human resources and industrial relations, which were cordial throughout the year.

RISK AND CONCERNS

The risks faced by the company are raw material risk, quality risk, competition risk, foreign exchange risk, realization risk, cost risk.

The risk management committee has mitigation plan against above risk. Company is continuously engaged in exploring and developing alternative sources of imported raw material to mitigate the raw material risk. Highest quality parameters are set for the production of the boron products; also ensure that there should be continuous supply of material to the customers which will mitigate the quality and competition risk. To mitigate the foreign exchange risk, company prefers to buy material on receipt of documents. If there is import of raw material on credit basis, the same are hedged.

**ANNEXURE I TO DIRECTOR'S REPORT**

1. A brief outline of Corporate Social Responsibility Policy:
Social and environment responsibility has always been at the forefront of Indo Borax & Chemicals Ltd.'s operating philosophy. We believe that to succeed, an organization must maintain highest standards of corporate behavior towards its employees, consumers and societies in which it operates. We are in the opinion that CSR underlines the objectives of bringing about difference and adding values in our stakeholder's lives.
Indo Borax's Corporate Social Responsibility Policy is rooted in the Company's core values of quality, reliability and trust guided by best practices, and driven by our aspiration for excellence in the overall performance of our business.
The CSR activities undertaken by the company are within the broad framework of Schedule VII of the Companies Act, 2013. During the year company has provided financial aid to implementing agency for distribution of food grain to poor and needy students and their families in the rural areas.

2. The composition of CSR committee:

Sr. No.	Name of the 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. Arun Sureka	Chairman, Independent Non-executive Director	2	2
2.	Mr. Sajal Jain	Member, Executive Director	2	2
3.	Mrs. Sreelekha Jain	Member, Non-Independent Non-executive Director	2	2
4.	Mr. Sachin Gupta	Member, Independent Non-executive 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 Composition of the CSR Committee shared above is available on the Company's website at <http://www.indoborax.com/Board-Of-Director.php> and CSR policy & CSR Report: <http://www.indoborax.com/CSR-Policy.php>
4. Provide the details of impact assessment of CSR projects carried out in pursuant of sub-rule (3) of Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report): Not Applicable
5. Details of the amount available for set off in pursuance of sub-rule(3) of rule 7 of the Companies, (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any: Not Applicable.
6. Average net profit of the company as per section 135(5) of the Act: Rs. 3946.16 Lakhs
7. a) Two percent of the average net profit of the Company as per section 135(5) of the Act: Rs. 78.92 Lakhs
b) Surplus arising out of the CSR projects or programs or activities of the previous financial years: NIL
c) Amount required to be set off for the financial year, if any: NIL
d) Total CSR obligation for the financial year (7a+7b+7c): Rs. 78.92 Lakhs

8. a) CSR amount spent or unspent for the financial year:

Total amount spent for the financial year	Amount Unspent				
	Total amount transferred to unspent CSR Account as per section 135(6) of the Act		Amount transferred to any fund specified under schedule VII as per second proviso to section 135(5) of the Act		
	Amount	Date of transfer	Name of the fund	Amount	Date of Transfer
Rs. 79 Lakhs	NIL	-	-	NIL	-

**b) Details of CSR amount spent against ongoing projects for the financial year:**

Sr. No.	Name of the project	Item from the list of activities in Schedule VII to the act	Local Area(Ye s/No)	Location of the Project		Project Duration	Amount allocated for the project (Rs. In Lakhs)	Amount transferr ed to unspent CSR account for the project as per section 135(5) of the Act	Mode of Implementati on Direct (Yes/No)	Mode of Implementation Through Implementing Agency	
				State	District					Name	CSR Registration No.
1.	Shiksh n Sayata Abhiyan	(i) Eradicatin g hunger, poverty and malnutriti on (ii) Promoting Education	Yes	Maharash t ra	Mumbai, Thane, Palghar Raigad & Jalna districts	5 Years	60.00	Nil	No	Omkar Andh- Apang Samaji k Sanstha	CSR0000 3196
2	Muft Dhanya Vatap	(i) Eradicatin g hunger, poverty and malnutriti on	Yes	Maharash t ra	Vashi, Palghar, Nashik	3 Years	19.00	Nil	No	Partner of Holy Gospel Ministr ies Trust	CSR0001 6107
Total							79.00				

c) Details of CSR amount spent against other than ongoing projects for the financial year: Not Applicable

d) Amount spent in administrative overheads: Rs. NIL

e) Amount spent on Impact Assessment, if applicable: Not Applicable

f) Total amount spent for the Financial Year (8b+8c+8d+8e): Rs. NIL

g) Excess amount for set off, if any: NIL

9. a) Details of unspent CSR amount for the preceding three financial year : Not Applicable

b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial years: Not Applicable

10. In case of creation or acquisition of capital assets, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details)

a) Date of creation or acquisition of capital assets(s): None

b) Amount of CSR spent for creation or acquisition of Capital asset: NIL

c) Details of the entity or public authority or beneficiary under whose name such capital assets is registered, their address etc.: Not Applicable

d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset): Not Applicable

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

We hereby confirm that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company.

Sajal Jain
Managing Director
13th May, 2023

Arun Sureka
Chairman, CSR Committee

**ANNEXURE II TO DIRECTOR'S REPORT****FORM NO. AOC -2**

[Pursuant to Clause (h) of sub-section (3) of Section 134 of the Companies Act, 2013 and Rules 8(2) of the Companies (Accounts) Rules, 2014]

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

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

- i. Name of the related party and nature of relationship: Not Applicable
- ii. Nature of contracts or arrangements or transactions: Not Applicable
- iii. Duration of the contracts/arrangements or transactions: Not Applicable
- iv. Salient terms of the contracts or arrangements or transactions including value: Not Applicable
- v. Justification for entering into such contracts or arrangements or transactions: Not Applicable
- vi. Date of approval by the Board : Not Applicable
- vii. Amount paid as advance, if any : Not Applicable
- viii. Date on which special Resolution was passed in general meeting as required under first proviso to section 188: Not Applicable

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

There were no material contracts or arrangement or transactions entered into during the year ended 31st March, 2023 crossing materiality threshold of 10% of the annual consolidated turnover of the Company. The details of contracts or arrangement or transactions at arm's length basis for the year ended 31st March, 2023 are as follows:

Sr. No.	Name of the related party and nature of relationship	Nature of contract/arrangement/transactions	Duration of contract/arrangement/transactions	Salient terms of contract/arrangement/transactions including the value, if any	Date of Approval by the Board	Amount paid as advance, if any	Date of special resolution passed in general meeting under provision to section 188
1	Mr. Saumya Jain is son of Mr. Sajal Jain, Managing Director & Mrs. Sreelekha Jain, Non-Executive Director	Appointed as Business Development Manager	1 st October, 2019, ongoing	Salary of Rs. 64.21 Lakhs	29 th May, 2019	Nil	14 th September, 2019
2	Mr. Sajal Jain, Managing Director of the Company	Accommodation provided	3 rd May, 2022 for 5 years	Rent of Rs. 57.60 Lakhs per annum for three years	30 th April, 2022	Nil	NA



Secretarial Audit Report

For the Financial Year Ended 31st March, 2023

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

Secretarial Audit Report

For the Financial Year Ended 31st March, 2023

To,

The Members of

Indo Borax & Chemicals Ltd

CIN: L24100MH1980PLC023177

302, Link Rose, Linking Road,

Santacruz (West), Mumbai 400054

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

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

I have examined the books, papers, minute books, forms and returns filed and other records maintained by Indo Borax & Chemicals Limited ("The Company") for the period ended on 31st March, 2021 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the Rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable to the Company :-
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c. 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; and
 - d. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (not applicable to the company as there was no reportable event during the financial year under



review)

- e. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

VI. Other laws specifically applicable to the company namely:

1. Water (Prevention and Control of Pollution) Act, 1974;
2. Air (Prevention and Control of Pollution) Act, 1981;
3. Indian Boiler Act, 1923 and rules issued thereunder;
4. The Electricity Act, 2003 and rules issued thereunder.

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

- i) Secretarial Standards issued by The Institute of Company Secretaries of India with respect to Meeting of Board of Directors (SS-1) and General Meetings (SS-2).
- ii) The Listing Agreements entered into by the Company with the BSE Limited and the National Stock Exchange of India Limited read with the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, and Listing Agreements etc.

Further I would like to comment that company had given ICD of Rs. 509.0 Lakhs to Radius Estate Projects Private Limited (formerly known as Vishwarop Realtors Private Limited) is in the process of corporate insolvency process under The Insolvency and Bankruptcy Code, 2016 (IBC) for the outstanding amount of Rs. 509.04 lakhs. The outcome of the NCLT has not yet received. Due to uncertainty in realization of the said debt company has not provided interest on the said loan.

Further, company has written off Rs. 48.79 Lakhs as no more receivable against loan given to one party as management expect the same is not recoverable and debited to other comprehensive income.

I further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive and Non-Executive Directors and Independent Directors. Adequate notice was given to all Directors at least seven days in advance to schedule the Board Meeting. Agenda and detailed notes on agenda were sent in advance, and a system exists for seeking and obtaining further information and clarification on the agenda items before the meeting and for meaningful participation at the meeting.

Decisions at the Board Meetings, as represented by the management, were taken unanimously. I further report that as per the explanations given to me and the representations made by the management and relied upon by me 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.

For Prasad Parab & Associates
Company Secretaries

Prasad Parab
Proprietor

Place:-Mumbai

Date:- 13th May, 2023

UDIN NO. A025324E000302865

Peer Review UI no 12011MH1850400

Membership No. A25324

CP No. 10235



This Report is to be read with my letter of even date which is annexed as **Annexure A** and forms an integral part of this report.

Annexure A to Secretarial Auditors' Report

To,
The members,
Indo Borax & Chemicals Ltd
CIN: L24100MH1980PLC023177
302, Link Rose, Linking Road,
Santacruz (West), Mumbai 400054

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

Maintenance of Secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on our audit.

I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verifications was done on test basis to ensure that correct facts are reflected in Secretarial records. I believe that the process and practices, I followed provide a reasonable basis for our opinion.

I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

Wherever required, I have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.

The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. My examinations were limited to the verification of procedure on test basis.

The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For Prasad Parab & Associates
Company Secretaries

Prasad Parab
Proprietor

Place:-Mumbai
Date:- 13th May, 2023
UDIN NO. A025324E000302865
Peer Review UI no 12011MH1850400

Membership No. A25324
CP No. 10235

**REPORT OF THE DIRECTORS ON CORPORATE GOVERNANCE****1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE**

The Company's philosophy is to conduct its affairs in a manner which is transparent, clear and evident to those having dealings with or having a stake in the Company, namely shareholders, lenders, creditors and employees. The Company's philosophy on Corporate Governance is thus concerned with the ethics and values of the Company and its Directors, who are expected to act in the best interest of the Company and remain accountable to shareholders and other beneficiaries for their action. We consider it our inherent responsibility to disclose timely and accurate information regarding our financials, performance and governance of the company.

The company has a code of conduct for employees including Directors. The Company is in compliance with the conditions of corporate governances as required under SEBI (Listing Obligation and Disclosures Requirements) Regulation, 2015, ("SEBI Listing Regulations") as applicable.

2. BOARD OF DIRECTORS

The Board provides guidance and independent views to the Company's senior management while discharging its fiduciary responsibilities.

The Board of Directors comprises of Chairman & Managing Director, Executive Director, Non-Executive Women Director and three Non-Executive Independent Directors. Since the Chairman is executive, the Board's composition meets with the stipulated requirement of at least half of the board comprising Independent Directors. The present strength of the board reflects judicious mix of professionalism, competence and sound knowledge which enables the board to provide effective leadership to the company.

The Company has a balance and diverse Board of Directors, which primary takes care of business needs and stakeholders interest. The composition of board was in compliance as per regulation 17 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

Independent Directors are non-executive directors as defined under Regulation 16(1) (b) of the SEBI Listing Regulations and Section 149(6) of the Companies Act, 2013. The maximum tenure of the independent directors is in conformity with the Act. All the independent directors have confirmed that they meet the criteria of independence as mentioned under regulation 16 (1) (b) of the SEBI Listing Regulations and Section 149(6) of the Act.

During the year a separate meeting of the independent directors was held inter-alia to review the performance of the non-independent directors and the board as a whole.

During the financial year 2022-23 the Board of Directors met 6 times on the following dates: 30-Apr-2022, 28-May-2022, 28-July-2022, 15-Sep-2022, 8-Nov-2022 and 10-Feb-2023.

Attendance of each Director at the Board Meetings and last Annual General Meeting:



Name of Director	Relationship with other Directors	Category *	Designation	No. of Board Meetings Attended	Attendance at last AGM	No. of Directorships in other Boards (Excluding alternate Directorship and private companies) **	No. of Chairmanship/Membership in other Board Committees
Mr. Sajal Jain	Husband of Mrs. Sreelekha Jain	Promoter & E.D	MD & CFO	6	Yes	Nil	Nil
Mrs. Sreelekha Jain	Wife of Mr. Sajal Jain	N.E.D.	Director	6	Yes	Nil	Nil
Mr. G. R. Parmar	None	E.D	Executive Director	6	Yes	Nil	Nil
Mr. Arun Sureka	None	I & N.E.D	Director	6	Yes	Nil	Nil
Mr. N. K. Mittal	None	I & N.E.D	Director	6	Yes	Nil	Nil
Mr. Sachin N. Gupta	None	I & N.E.D	Director	6	Yes	Nil	Nil

- *E.D. – Executive Director, N.E.D – Non Executive Director, I – Independent
- ** Includes the Public Company and Foreign Company but exclude Private and Section 8 Company.
- The directors familiarization program imparted to Independent Directors are available on the website of the company www.indoborax.com
- Details of equity shares of the Company held by the Directors as on 31st March, 2023 are given below:

Mr. Arun Sureka	Mrs. Sreelekha Jain	Mr. Sajal Jain
500	20,77,020	86,55,390

- The gap between two meetings did not exceed one hundred and twenty days.
- The terms and conditions of appointment of the Independent Directors are disclosed on the website of the Company.
- Code of Conduct

The Board has laid down a code of conduct of Business and Ethics for Board Members and Senior Management staff of the company and the same is available on company's website. The Board Members and Senior Management staff have affirmed compliance with the said code of conduct.

- The board has identified the following skills/expertise/competencies fundamental for the effective functioning of the Company which are currently available with the Board:



- i. Leadership experience in areas of business development, strategy and planning in guiding and leading management teams to make decisions in uncertain environment.
- ii. Knowledge and skills in accounting, finance, tax and financial management and financial reporting process.
- iii. Experience in developing good corporate governance practices, serving the best interest of all stakeholders, driving corporate ethics and values.

3. Audit Committee:

- a) The audit committee of the Company is constituted in line with the provisions of Regulation 18 of SEBI Listing Regulations, read with Section 177 of the Companies Act, 2013.
- b) The terms of reference of the audit committee are broadly as under:
 - To review the financial statements before submission to the board.
 - To review reports of the Auditors and internal auditors
 - To oversight reporting process and the disclosure of its financial information to ensure that the financial statements are correct.
 - To recommend the appointment, remuneration and terms of appointment of the Auditors including cost auditors and secretarial auditors of the company etc.
 - Reviewing, with the management, the quarterly financial statements before submission to the board for approval.
 - Approval or any subsequent modification or transactions of the company with related party.
 - Evaluation of internal financial controls.
 - Establish a vigil mechanism for directors and employees to report genuine concerns in such manner as may be prescribed.
 - Review the information required as per SEBI Listing Regulations.
- c) The composition of Audit Committee and the details of the meeting attended by the Directors are given below:

Name of Member	Designation	No. of Committee meetings held	Attendance
Mr. Arun Sureka	Chairman	6	6
Mr. Narendra K. Mittal	Member	6	6
Mr. Sajal Jain	Member	6	6
Mr. Sachin Gupta	Member	6	6

As on 31st March, 2023, the audit committee comprises of Four (4) Directors, out of which three (3) are Independent Directors and one (1) Executive Director. The Audit committee met 6 times on the following dates: 30-Apr-2022, 28-May-2022, 28-July-2022, 15-Sept-2022, 08-Nov-2022 and 10-Feb-2023.

The previous AGM of the company was held on 27th August, 2022 and was attended by Mr. Arun Sureka, Chairman of the Audit Committee

**4. Nomination and Remuneration Committee:**

- i. Pursuant to Section 178 (1) of the Companies Act, 2013, the company has the Nomination and Remuneration Committee.
- ii. The Nomination and Remuneration Committee comprised of three (3) independent directors' viz. Mr. Arun Sureka (Chairman), Mr. N. K. Mittal (Member) and Mr. Sachin N. Gupta (Member).

Name of Member	Designation	No. of Committee meetings held	Attendance
Mr. Arun Sureka	Chairman	1	1
Mr. Narendra K. Mittal	Member	1	1
Mr. Sachin N. Gupta	Member	1	1

Nomination and Remuneration Committee met once i.e. on 10-Feb-2023.

The previous AGM of the company was held on 27th August, 2022 and was attended by Mr. Arun Sureka, Chairman of the Nomination and Remuneration Committee

- iii. The broad terms of the role of the Nomination and Remuneration Committee are as under:
 1. Recommend to the Board its composition, the set up and composition of the committees.
 2. Recommend to board a policy relating to the remuneration of the directors, key managerial and senior managerial personnel.
 3. Formulate criteria for evaluation of every director's performance
 4. Devising policy on board diversity.
 5. Recommend to the board appointment, removal of Director; KMP and Senior Management Personnel.
 6. Succession planning for replacing Key Executives and overseeing.
 7. Any other matter as board may decide from time to time.

iv. Performance evaluation criteria for Independent Directors:

The performance evaluation criteria for independent directors is determined by the Nomination and Remuneration Committee. The evaluation of Directors carried out on the basis of factors like participation and contribution by director, commitment, effective deployment of knowledge and expertise, relationship with stakeholders, integrity and confidentiality and independence of judgment and behavior.

v. Remuneration Policy:

The remuneration policy of the company enables to attract, retain and motivate employees to achieve results.

The non-executive directors (including independent directors) will receive remuneration by way of fees for attending meeting of boards or committee thereof, as decided by the committee from time to time subject to the limits defined under the Companies Act, 2013 and rules.

The remuneration of the Managing Director & Executive Director are determine by the Nomination and Remuneration Committee, comprising of three independent directors. The commission payable to Managing Director is directly linked with the performance of the company which is governed by member's resolution. During the year, board has re-appointed and approved remuneration of Mr. Sajal



Jain, as Managing Director & Chief Financial Officer w. e. f. 27th May, 2023, subject to member's approval in ensuing general meeting. The commission is paid only to the Managing Director and after approval of the accounts by shareholders in the Annual General Meeting.

The Company does not have any Employee Stock Option Scheme.

Annual Remuneration payable to employees comprises two parts- salary component and bonus/incentives component based on the extent of achievement of the individuals and the performance of the business unit.

The remuneration policy is available on <http://www.indoborax.com/Nomination-Remuneration-Policy.php>

vi. Directors' Remuneration during 2022-23 (Rs. In Lakhs)

Name of Director	Salary & HRA	Benefits	Commission	Meeting Fees	Total	Service Contract, Notice Period, Severance Fees
Mr. Sajal Jain	153.60	4.80	543.53	Nil	701.93	Contractual-retirement by rotation
Mr. Govind Parmar	17.26	-	-	Nil	17.26	Contractual-retirement by rotation *
Mrs. Sreelekha Jain	--	--	--	0.30	0.30	Retirement by Rotation
Mr. Arun Sureka	--	--	--	0.48	0.48	-
Mr. N. K. Mittal	--	--	--	0.48	0.48	-
Mr. Sachin Gupta	--	--	--	0.54	0.54	-

- The Company has taken Group Gratuity Policy and contribution for the Managing Director, is not separately determined hence not included above.
- In the Board meeting held on 13th May, 2023, the board of directors has re-appointed Mr. Sajal Jain, as Managing Director and CFO for the further period of five (5) years w.e.f. 27th May, 2023, subject to approval of the members in the ensuing Annual General Meeting.
- Mr. Sajal Jain, Director, retires by rotation at the ensuing Annual General Meeting and being eligible, offer himself for re-appointment.

5. Stakeholders Relationship Committee:

Pursuant to Section 178(5) of the Companies Act, 2013 and Regulation 20 of SEBI Listing Regulation, the company has formed "Stakeholders Relationship Committee". The Committee specifically looks into the redressal of Shareholders / Investors Grievances, if any, like grievances not addressed or Non-receipt of Annual Report/dividend warrants etc. and other related issues.

During the year, the Stakeholders Relationship Committee had been reconstituted. Mr. Arun Sureka, Independent Director has been resigned and Mr. Sachin Gupta, Independent Director has been appointed as a member of the Committee w.e.f. from 30th April, 2022.

The composition of Shareholders' Grievances Committee and the details of the meeting attended by the Directors are given below:

Name of Member	Designation	No. of Committee meetings held	Attendance
Narendra K. Mittal	Chairman	2	2
Sreelekha Jain	Member	2	2
Sachin Gupta	Member	2	2



During the year under review, the Committee met on two (2) times i.e. on 8-Nov-2022 & 10-Feb-2023.

- Number of Complaints received during the year ended 31.03.2023 – 9, Number of Complaints not resolved up to 31st March 2023 – NIL, Number of Share Transfers pending as on 31.03.2023 – NIL, Number of Share Transfers pending for more than 30 days as on 31.03.2023 - Nil
- Name & Designation of Compliance Officer- Mr. Pravin Chavan - Company Secretary & Compliance Officer
- The previous AGM of the company was held on 27th August, 2022 and was attended by Mr. Narendra K. Mittal, Chairman of the Stakeholders Relationship Committee

6. Corporate Social Responsibility Committee:

Pursuant to Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014, committee was formed by the Board of Directors as "Corporate Social Responsibility Committee".

The composition of Corporate Social Responsibility Committee and the details of the meeting attended by the Directors are given below:

Name of Member	Designation	No. of Committee meetings held	Attendance
Arun Sureka	Chairman	2	2
Sajal Jain	Member	2	2
Sreelekha Jain	Member	2	2
Sachin Gupta	Member	2	2

During the year under review, the Committee met 2 times on following dates: 28-July-2022 and on 10-Feb-2023.

7. General Body Meetings:

a) Annual General Meeting

The last three Annual General Meetings were held as under:

Financial Year	Date	Time	Venue	No. of Special Resolutions
2019-20	26.09.2020	1.00 p.m.	Meeting conducted through VC/OAVM pursuant to MCA Circular	1
2020-21	28.08.2021	1.00 p.m.	Meeting conducted through VC/OAVM pursuant to MCA Circular	2
2021-22	27.08.2022	1.00 p.m.	Meeting conducted through VC/OAVM pursuant to MCA Circular	-

b) Postal Ballot

- i) During the year company has not passed any special resolution through postal ballot
- ii) Details of special resolution proposed to be conducted through postal ballot. None of the businesses proposed to be transacted at the ensuing AGM requires passing of special resolution through postal ballot.

8. Other Disclosures:

- i. There were no transactions of material nature with the Promoters, Directors or the Management, subsidiaries or relatives etc. that may have potential conflict with the interest of



the Company at large. For details of related party transactions refer financial accounts.

- ii. There were no instances of non-compliance nor have any penalties, strictures been imposed by Stock Exchange or SEBI or any other statutory authority during the last three years on any matter related to Capital markets, except, the company has received notice towards non-compliance under regulation 17(1), relating to vacancy created by death of late Mr. S. K. Jain, Chairman & Managing Director, however company had complied the provision by appointing Additional Director on 14th June, 2021. In this respect company had applied for waiver of the fine levied by the exchange, the exchange had accepted our waiver application and no fine is to be paid. Further, in the board meeting held on 12th November, 2021, company had appointed Independent Director and re-designate of Mr. Govind Parmar, from Independent Director to Executive Director, due to this total strength of the board becomes seven directors, as our Chairman is executive director half of the board should be Independent Director. Company had complied with this provision within stipulated time of 90 days, however exchange had levied fine of Rs. 6.65 Lakhs plus GST thereon, on the contention that company should not get 90 days period to make the board strength as per regulation 17(1). Company had already complied with the provision regulation 17(1) and also filed appeal for waiver of fine with exchange.
- iii. The board has approved a policy for related party transactions which has been uploaded on the Company's website <http://www.indoborax.com/RPT-Transactions.php>. The related party transactions have been approved by the Audit Committee.
- iv. The Whistle Blower policy is in place, and it is hereby affirmed that no personnel has been denied access to the audit committee. The said policy has been uploaded on the website of the company <http://www.indoborax.com/Whistel-Blower-Policy.php>.
- v. The Company has also adopted Policy on determination of material subsidiary, which has been uploaded on the Company's website <http://www.indoborax.com/RPT-Policy.php>. The Company has complied with the mandatory requirements. It has fulfilled the following discretionary requirements as prescribed in Schedule II of Part E of the SEBI Listing Regulations:
The auditor's report on statutory financial statements of the company are unmodified.
- vi. The company has adopted a policy on determination of materiality for disclosures.
- vii. The members of the board and senior management personnel have affirmed compliance with the code of conduct applicable to them. The certificate by the Chief Financial Officer and the Managing Director is part of this report.

9. Declaration regarding compliance by board members and senior management personnel with the Company's Code of conduct:

The members of the board and senior management personnel have affirmed the compliance with Code applicable to them during the year ended 31st March, 2023. The annual report of the Company contains a certificate by the Managing Director in terms of SEBI Listing Regulations on the compliance declarations received from Independent Directors, Non-executive Directors and Senior Management.

10. Means of Communication:

The Company communicates with its shareholders on an annual basis through the Annual Report. The quarterly, half-yearly, nine monthly and yearly results are published in newspaper –Free Press Journal in English language & in Navshakti in Marathi.

- No presentations have been made to institutional investors or to the analysts.
- The Management Discussion and Analysis Report forms part of Directors Report.



As required, information relating to quarterly financial results, shareholding pattern etc. were provided to BSE Ltd, The National Stock Exchange of India Ltd and is available on website www.indoborax.com, www.bseindia.com and www.nseindia.com.

11. General Information for Shareholder :**a. Annual General Meeting**

The Company is conducting meeting through VC/OAVM pursuant to the MCA circular dated May 5, 2020 and as such there is no requirement to have a venue for the AGM. For details please refer notice of this AGM.

b. Record Date/Book Closure date : As mentioned in the Notice of this AGM

c. Dividend payment Date : Dividend, if approved, shall be paid/credited on or after 23rd August, 2023

d. Listing on Stock Exchanges : BSE Ltd, (BSE) Mumbai & National Stock Exchange of India Ltd (NSE)

(The Kolkatta Stock Exchange Ltd. - Delisting confirmation from The Kolkatta Stock Exchange is still awaited)

e. Stock Code : 524342 - BSE Limited.

INDOBORAX Eq - NSE Ltd

f. Depositories : NSDL and CDSL

g. ISIN No. : INE803D01021

h. Listing Fees for 2023-24 : Listing fees as applicable have been paid

i. Custodial Fees to Depositories : Annual Custody fees have been paid

j. Corporate Identity Number : L24100MH1980PLC023177

k. Monthly high / low price at The Bombay Stock Exchange Ltd (Financial Year 2022-23):

Months	BSE		NSE	
	High (Rs)	Low (Rs)	High (Rs)	Low (Rs)
April -2022	178.00	140.00	184.65	142.30
May-2022	158.00	109.75	160.00	109.5
June-2022	118.70	95.00	118.80	95.10
July-2022	134.80	102.95	134.20	103.40
August-2022	155.00	120.00	155.00	119.65
September-2022	151.00	125.00	150.50	124.30
October-2022	134.20	121.95	133.95	121.10
November-2022	158.40	121.10	158.90	123.00
December-2022	156.80	123.70	157.00	121.25
January-2023	143.30	121.70	142.10	121.25
February-2023	139.05	112.20	139.00	111.95
March-2023	121.00	96.80	121.00	96.45

l. Address for Correspondence**Registrar and Transfer (R & T) Agents:**

Link Intime India Pvt. Ltd, C-101, 247 Park, L B S Marg, Vikhroli (W), Mumbai - 400 083, Ph. (0)- 810 811 6767, Toll Free No. 1800-1020-878, E-mail: rnt.helpdesk@linkintime.co.in

**Compliance Officer:**

Pravin Chavan, Company Secretary & Compliance Officer

Indo Borax & Chemicals Ltd

302, Link Rose, Linking Road, Santacruz (West), Mumbai - 400 054

Tel- +91 22 2648 9142, Fax-+91 22 2648 9143

E-mail: complianceofficer@indoborax.com**m. Share Transfer System:**

In terms of Regulation 40(1) of SEBI Listing Regulations, as amended from time to time, transfer, transmission and transposition of securities shall be affected only in dematerialized form.

Pursuant to SEBI Circular dated 25th January, 2022, the listed companies shall issue the securities in dematerialized form only, for processing any service requests from shareholder viz., issue of duplicate share certificates, endorsement, transmission, transposition etc. After processing the service request, a letter of confirmation will be issued to the shareholders and shall be valid for a period on 120 days, within which the shareholder shall make a request to the Depository Participant for dematerializing those shares. If the shareholders fail to submit dematerialization request within 120 days, then the company shall credit those shares in the Suspense Escrow Demat account held by Company. Shareholders can claim these shares transferred to Suspense Escrow Demat account on submission of necessary documentation.

n. Dematerialization of Shares:

The Company's shares are compulsorily traded in dematerialized form on BSE and NSE. As on 31-Mar-2023, 3,11,45,000 equity shares representing 97.06 % of the Company's paid-up equity share capital is held in electronic form.

o. Distribution of Shareholding as on 31-Mar-2023:**Shareholding Pattern as on 31-Mar- 2023**

Number of equity shares held		No. of Share holders	%	No. Of Shares	%
1	- 500	17,932	83.40	18,20,327	5.67
501	- 1000	1,925	8.95	16,90,492	5.27
1001	- 2000	811	3.77	13,26,384	4.13
2001	- 3000	269	1.25	7,11,841	2.22
3001	- 4000	143	0.67	5,15,907	1.61
4001	- 5000	140	0.65	6,73,844	2.10
5001	- 10000	153	0.71	1,128,807	3.52
10001	& Above	128	0.60	2,42,22,398	75.48
Total		21,501	100.00	3,20,90,000	100.00
In Physical Form				9,45,000	2.94
In Electronic Form				3,11,45,000	97.06

Sr. No.	Category of Holders	No. of Shares	% to Total Shares
1	Indian Promoters	1,70,08,007	53.00
2	Non-Residents/FIIs/OCBs	6,80,052	2.12
3	Other Corporate Bodies	5,05,141	1.57
4	Indian Public	1,15,03,343	35.85
5	Clearing Members	9,777	0.03
6	IEPF Account	23,83,680	7.43
Total		3,20,90,000	100.00

p. Outstanding GDRs / ADRs / Warrants or any Convertible instruments:

The Company has not issued any GDRs/ ADRs/ Warrants or any Convertible instruments.

**q. Location of Plant Facilities:**

Plant locations : Plot No. 43 to 46, 47A, 48, 48A, Industrial Estate, Sector II, Pithampur-454775. (M.P)

r. Unclaimed Dividend Amounts:

Pursuant to Section 124 and 125 of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), dividends, if not claimed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investors Education and Protection Fund ("IEPF").

Further, all the shares in respect of which dividend has remained unclaimed for seven consecutive years or more from the date of transfer to unpaid dividend account shall also be transferred to IEPF Authority. The said requirement does not apply to shares in respect of which there is a specific order of Court, Tribunal or statutory authority, restraining any transfer of shares.

In the interest of shareholders, the Company send notices to the shareholders to claim their dividend in order to avoid transfer of dividend/shares to IEPF Authority. Notices in this regard also published in the newspapers and the details of unclaimed dividend and shareholders whose shares are liable to be transferred to the IEPF Authority, are uploaded on the Company's website.

In light of aforesaid provisions, the company has during the year under review, transferred to IEPF the unclaimed dividends, outstanding for seven consecutive years. Further, shares of the Company in respect of which dividend has not been claimed for seven consecutive years or more, have also been transferred to the demat account of IEPF Authority.

The details of unclaimed dividend and shares transferred to IEPF during the year 2022-23 are as follows:

Financial Year	Amount of unclaimed dividend transferred (Rs. In Lakhs)	Number of shares transferred
2014-15	4.55	40,230

The members who have a claim on above dividends and shares may claim the same from IEPF Authority by submitting an online application in the prescribed Form No. IEPF-5 available on the website of www.iepf.gov.in and sending a physical copy of the same, duly signed to the Company, along with requisite documents enumerated in the Form No. IEPF-5. No claims shall lie against the Company in respect of the dividend/shares so transferred. The Members/claimants can file only one consolidated claim in a financial year as per the IEPF Rules.

Information in respect of various outstanding dividends and the date by which they can be claimed by the shareholder from the Company are as follows:

Financial Year	Amount outstanding as on 31.03.2023 (Rs. In Lakhs)	Due for transfer to IEPF on
2015-2016	4.61	16/09/2023
2016-2017	4.49	22/09/2024
2017-2018	1.56	27/09/2025
2018-2019	1.19	18/10/2026
2019-2020	1.75	29/10/2027
2020-2021	4.97	29/09/2028
2021-2022	5.78	28/09/2029



Members who have not encashed their dividend warrants pertaining to the aforesaid years may approach the company/its registrar, for obtaining payments thereof at least 20 days before they are due for transfer to the said fund.

- s. **Disclosures with respect to demat suspense account/unclaimed suspense account:** There are no shares in any demat suspense account or unclaimed suspense account.
- t. **Loans and Advances:** The Company has not given any loans and advances to firms/company in which directors are interested.

Mumbai
May 13, 2023

By Order of the Board of Directors
Sajal Jain
Managing Director
DIN-00314855

CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE

To the Members of
Indo Borax & Chemicals Ltd.

We have examined the compliance of the conditions of Corporate Governance by Indo Borax Chemicals Limited. ('the Company') for the year ended on March 31, 2023 as stipulated under Regulations 17 to 27, clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

The compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the review of procedures and implementation thereof, as adopted by the Company for ensuring compliance with conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the Directors and the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended on 31 st March, 2023.

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

For Prasad Parab & Associates
Company Secretaries

Place:-Mumbai
Date:- 13th May, 2023
UDIN NO. A025324E000302898
Peer Review UI no 12011MH1850400

Prasad Parab
Proprietor
Membership No. A25324
CP No. 10235

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

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

To,
The Members of Indo Borax & Chemicals Limited
302, Link Rose, Linking Road,
Santacruz (West), Mumbai 40 0054

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Indo Borax & Chemicals Limited having CIN :-L24100MH1980PLC023177 and having registered office at 302, Link Rose, Linking Road, Santacruz (West), Mumbai 400054 (hereinafter referred to as 'the Company'), produced before me/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 my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I, hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 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, Mumbai or any such other Statutory Authority

Sr. No.	Name of Director	DIN	Date of appointment in Company
1	Arun Sunderlal Sureka	00148145	27/04/1987
2	Sajal Sushilkumar Jain	00314855	26/05/2008
3	Narendra Nemi Chandra Mittal	00314916	18/08/1998
4	Govind Ramlal Parmar	03556411	30/05/2011
5	Sreelekha Sajal Jain	08057896	14/02/2018
6	Sachin Nagarmal Gupta	09332193	12/11/2021

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

Place: Mumbai
Date : 13th May, 2023

Name: Prasad Giridhar Parab
Membership No.: A25324
UDIN: A025324E000302832
CP No.10235
Peer Review UI no 12011MH1850400



The Board of Directors
Indo Borax & Chemicals Ltd.,
302, Link Rose, Linking Road,
Santacruz (West)
Mumbai – 400 054

MD /CFO CERTIFICATION

We hereby certify that:

- a. We have reviewed financial statements and the cash flow statement for the year ended 31st March, 2023 and that to the best of our knowledge and belief;
 - i. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b. No transaction are entered into by the company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- c. We accept responsibility for establishing and maintaining internal controls over financial reporting and that we have evaluated the effectiveness of the internal control systems pertaining to financial reporting of the Company and 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.
- d. We have indicated to the Auditors and the Audit Committee:
 - i. Significant changes, if any in internal control over financial reporting during the year
 - ii. Significant changes, if any in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - iii. there are no instances of significant fraud of which we have become aware.

Sajal Jain
(Managing Director & Chief Financial Officer)
Mumbai, May 13, 2023

To,
The Board of Directors
Indo Borax & Chemicals Limited

Declaration pursuant to schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

It is hereby certified and confirmed that as provided in SEBI Listing Regulations with the stock exchange, all the Board members and the Senior Management personnel of the Company have affirmed compliance with the Code of conduct of the Company for the financial year ended 31st March, 2023.

Sajal Jain
Managing Director
Mumbai, dated May 13, 2023

Board Confirmation

Based on the assessment carried out by the Board of Directors of the Company (Board) and the declarations of independence submitted by the Independent Directors, this is to confirm that in the opinion of the Board, the Independent Directors fulfill the conditions specified in these regulations and are independent of the Management.

Sajal Jain
Managing Director
Mumbai, dated May 13, 2023



**Independent Auditor's Report
To the Members of INDO BORAX & CHEMICALS LIMITED
Report on the Financial Statements**

Opinion

We have audited the standalone financial statements of INDO BORAX & CHEMICALS LIMITED ("the Company") which comprises the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss, (including Other Comprehensive Income), statement of changes in Equity and 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 Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, and its total comprehensive income (comprising of profit and other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements 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 and we have fulfilled our other ethical responsibilities in accordance with the provisions of the Companies Act, 2013. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

Key Audit matter:

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

Emphasis of Matter

We draw your kind attention to the Note No. 44 to the standalone financial statement; The Company has given Inter Corporate Deposit in the nature of loan to one of the party, which has filed the application for corporate insolvency resolution process under The Insolvency and Bankruptcy code, 2016.

The company has filed its claim as financial creditors as per the regulation 8 of the IBC code for the said outstanding amount. The company is awaiting the outcome from National Company Law Tribunal (NCLT). Due to uncertainty in realization of the said debt and pending decision of NCLT company continues not to provide interest on the said loan for the financial year ended 31-03-2023.

Our opinion is not modified in respect of this matter.

Other Information:

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

➤ Our opinion on the standalone financial statements does not cover the other information and we



do not express any form of assurance conclusion thereon.

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

Management's and Board of Directors' Responsibility for the Standalone Financial Statements:

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("The Act") with respect to the preparation of these Ind AS standalone financial statements that give a true and fair view of the financial position, financial performance, (including Other Comprehensive Income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified in the companies (Indian Accounting Standard) rules 2015 (as amended) under section 133 of the Companies Act, 2013. 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 implementation and maintenance of 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 Ind AS financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors is also responsible for overseeing the company's financial reporting process.

Auditor's Responsibility for the Audit of the Financial Statements

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

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

- (i) Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.



- (ii) Obtain an understanding of internal controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls
- (iii) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the standalone financial statements made by the Management.
- (iv) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the company 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 Stand alone 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.
- (v) Evaluate the overall presentation, structure and content of the Ind AS financial statements, including the disclosures, and whether the Standalone consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

From the matters communicated with those charged with governance, the auditor determines those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. In accordance with the requirements of SA 701, the auditor describes these matters in the auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, the auditor determines that a matter should not be communicated in the auditor's report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

- 1) As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure "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) and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d. In our opinion, the aforesaid standalone 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 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended,

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of Section 197 of the Act.

- 3) 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:
 - a. The company has disclosed the impact of pending litigations as at 31st March, 2023 on its financial position in its Ind AS financial position in its standalone financial statements – refer Note 41 to the Ind AS financial statements.
 - b. The Company did not have any long term contracts including derivate contracts as at 31st March, 2023.
 - c. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection fund by the company during the year ended 31st March, 2023.
 - d. i) 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 persons or entities, 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 ("Ultimate Beneficiaries") by or on behalf of the Company or
 - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;



- ii) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:
- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or
 - provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries; and
- iii) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (d)(i) and (d)(ii) contain any material misstatement; and
- e. The dividend declared or paid during the year by the Company is in compliance with Section 123 of the Act.
- 4) With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act
- In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act, which are required to be commented upon by us.

For Bohra & Co.
Chartered Accountants
Firm Registration No.: 136492W

Place : Mumbai
Date : 13th May, 2023

Anil Jain
Partner
Membership No.: 039803
UDIN No. : 23039803BGTKWT6866

**Annexure (A) to the independent Auditor's Report**

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date to the members of INDO BORAX & CHEMICALS LIMITED on the standalone financial statements for the year ended 31st March, 2023]

- (i) (a) (A) The Company is maintaining proper records showing full particulars, including quantitative details and situation of property, Plant and Equipment.
- (B) The Company is maintaining proper records showing full particulars of intangible assets;
- (b) All fixed assets have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable having regard to the size of the Company and the nature of its assets. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) As per the information and explanations given to us, the immovable properties owned by the company are held in the name of the company. In respect of immovable property taken on lease and disclosed as fixed assets in standalone financial statements, the lease agreement is in the name of the Company.
- (d) The company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year. Accordingly, the reporting under Clause 3(i)(d) of the Order is not applicable to the Company.
- (e) As per the information and explanations given to us, no proceeding have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made there under;
- (ii) (a) The physical verification of inventory has been conducted at reasonable intervals by the Management during the year and, in our opinion, the coverage and procedures of such verification by Management is appropriate. The discrepancies noticed on physical verification of inventory as compared to book records were not 10% or more in aggregate for each class of inventory.
- (b) During the year, the Company has been sanctioned working capital limits in excess of ₹ 5 crores, in aggregate, from banks on the basis of security of current assets. The Company has filed quarterly returns or statements with such banks, which are in agreement with the books of account other than those as set out below.

Rupees In Lakhs

Quarter	Value as per Quarterly statement Filed with bank/ Financial institution	Value as per the books of account	Difference	Reasons for Difference
Q1	3479.44	3535.61	-56.17	Expenses forming part of finished goods and semi-finished goods were not included in the quarterly statements
Q2	5965.05	5986.43	-21.38	
Q3	4227.32	4245.43	-18.11	
Q4	5725.95	5751.81	-25.56	



- (iii) (a) During the year the company has made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability partnerships or any other parties

Investments made during the year in 5 Mutual Funds:

Particulars	Value in Rs.(Lakh)
Aggregate amount Invested during the year	
Mutual Funds	16995.00

Balance outstanding (gross) as at balance sheet date in respect of the above cases

Particulars	Value in Rs. (lakh)
Mutual Funds	2142.11

- (b) In respect of the loans outstanding as on the balance sheet date, the schedule of repayment of principal and payment of interest has been stipulated by the Company except for one loan aggregating Rs. 509.04 lakh where no schedule of repayment of principal and payment of interest has been stipulated and Rs 48.79 lakh written off as no more receivable. Except for the aforesaid instances (where in the absence of stipulation of repayment/payment terms, we are unable to comment on the regularity of repayment of principal and payment of interest), other than above the parties are repaying the principal amounts, as stipulated, and are also regular in payment of interest as applicable.
- (c) According to the information and explanation given to us and based on the audit procedures performed by us, the schedule of repayment of principal and payment of interest have been stipulated for loans and advances in the nature of loans, and the repayments of principal amount of loans and receipts of interest have been regular during the year except one party. (Refer Note (b) above).
- d) According to the information and explanations given to us and based on the audit procedures performed by us, there is no amount overdue of loans and advances in the nature of loans granted by the company except those mentioned in clause (b).
- (e) According to the information and explanations given to us and based on the audit procedures performed by us, no loans or advances in the nature of loan granted which has fallen due during the year, have been not been renewed or extended or no fresh loans granted to settle the over dues of existing loans given to the same parties.
- (f) In our opinion and according to the information and explanations given to us and based on the audit procedures conducted by us, 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.
- (iv) In our opinion and according to the information and explanations given to us and based on the audit procedures conducted by us, the company has complied with the provisions of sections 185 and 186 of the



Act, with respect to loans and advances granted, guarantees and securities provided and investments made by the company during the year.

- (v) The company has not accepted any deposits or amounts which are deemed to be deposits from the public within the meaning of the directives issued by the Reserve Bank of India, provision of the Sections 73 to 76 of the act, any other relevant provision of the Act and the relevant rules framed there under.
- (vi) We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014 prescribed by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013 and are of the opinion that prima facie the prescribed cost records have been so made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii) (a) According to the information and explanations given to us and on the basis of the examination of the books of account, the Company has been regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities and other statutory dues applicable to it with the appropriate authorities.
- (b) According to the information and explanations given to us, no undisputed amounts payable in respect of including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other undisputed statutory dues were outstanding, at the year end for a period of more than six months from the date they became payable.

According to the records of the Company, disputed Commercial Claim not deposited on account of dispute are as follows.

Name of Statute / Description	Amount in Rs lacs	Period to which the amount relates	Forum where dispute is pending
Commercial Claim	9.02	1992-93	Bombay High Court

- (viii) According to the information and the explanations given by the management, and based on the procedures carried out during the course of our audit, we have not come across any transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- (ix) (a) In our opinion and according to the information and explanation given to us, the company has not default in the repayment of loans or other borrowings or in the payment of interest thereon any lender.
- (b) According to the information and explanation given to us and on the basis of our audit procedures, we report that the company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- (c) In our opinion and according to the information and explanation given to us, the company has not taken any term loans during the year.
- (d) according to the information and explanation given to us, and the procedure performed by us, and on an overall examination of the financial statement of the company, we report that no fund



raised on short-term basis have been used for long-term purposes by the company.

- (e) According to the information and explanation given to us and on an overall examination of the financial statement 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, associate or joint ventures.
- (f) According to the information and explanation given to us and procedure performed by us, we report that the company has not raised loan during the year on the pledge of securities held in its subsidiaries, joint venture or associate companies.
- (x) (a) The Company has not raised money by way of initial public offer during the year.
(b) In our opinion and according to information and explanations obtained by us, the company has not raised any funds through preferential allotment / private placement of shares/ fully/ partially/optionally convertible debentures during the year under review.
- (xi) (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practice 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 or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.
(b) During the course of our 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, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.
(c) During the year under review, we have not come across any whistle-blower complaints.
- (xii) As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the reporting under Clause 3(xii) of the Order is not applicable to the Company.
- (xiii) According to the information and explanations and records made available to us by the company and audit procedures performed by us, all transactions with related parties are in compliance with sections 177 and 188 of the companies Act, 2013

The details of transaction during the year have been disclosed in the Financial statements as required by the applicable accounting standards. Refer Note No. 37 "Related Party Disclosures" to the Financial statements.
- (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 the internal audit reports of the company issued till date, for the period under 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 its directors or person connected with the director and hence the provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi) (a) As per the information and explanations given to us, the company is not required to get it



registered under section 45-IA of the Reserve Bank of India Act, 1934.

- (b) The company has not conducted any Non-Banking Financial / Housing Finance activities during the year. Accordingly, the reporting under Clause 3(xvi) (b) of the Order is not applicable to the Company.
 - (c) As per the information given to us, the company is a not a Core Investment Company (CIC) as defined in regulations made by the Reserve Bank of India. Accordingly, the reporting under clause 3 (xvi) (c) of the Order is not applicable to the Company.
 - d) The clause related to whether Group has more than one CIC as part of the Group is not applicable to the company.
- (xvii) The Company has not incurred any cash loss during the financial year ended on the date and the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year and accordingly the reporting under Clause 3(xviii) of the Order is not applicable to the Company.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statement, our knowledge of the board of directors and management plans and based on our examination of the evidence supporting the assumption, nothing has come to our attention, which cause us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting is liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liability falling due within a period of one year from the balance sheet date, will get discharge by the company as and when they fall due.
- (xx) The Company has during the year spent the amount of Corporate Social Responsibility as required under subsection (5) of Section 135 of the Act. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.
- (xxi) The reporting under Clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements. Accordingly, no comment in respect of the said clause has been included in this report.

For Bohra & Co
Chartered Accountants
Firm Registration No.: 136492W

Anil Jain
Partner

Place : Mumbai
Date : 13th May, 2023

Membership No.: 039803
UDIN No. : 23039803BGTKWT6866

**Independent Auditor's Report****ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT****REFERRED TO IN PARAGRAPH 1(F) OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF INDO BORAX & CHEMICALS LIMITED****Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

In conjunction with our audit of the standalone financial statements of Indo Borax & Chemicals Limited (the "Company") as at and for the year ended 31 March 2023, we have audited the internal financial controls over financial reporting Internal Financial Controls Over Financial Reporting of the Company as of that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI).

These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

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

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

Meaning of Internal Financial Controls over Financial Reporting:

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements



for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

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

For Bohra & Co
Chartered Accountants
Firm Registration No.: 136492W

Place : Mumbai
Date : 13th May, 2023

Anil Jain
Partner
Membership No.: 039803
UDIN No. : 23039803BGTKWT6866



Standalone balance sheet as at March 31, 2023

(Amounts are in lakhs unless stated otherwise)

Particulars	Note	As at March 31, 2023	As at March 31, 2022
ASSETS			
Non-current assets			
Property, plant and equipment	1	1,629.64	1,306.34
Capital work-in-progress	2	118.32	108.52
Right of Use Assets	3	10.46	10.61
Investment in Properties	4	7,981.43	7,761.20
Investments in Subsidiary	5	1,040.93	1,040.93
Financial Assets			
i. Investments	5(a)	344.91	31.17
ii. Loans	6	563.23	764.31
iii. Other Financial Assets	7	45.97	41.24
Total non-current assets		11,734.89	11,064.32
Current assets			
Inventories	8	5,788.46	5,506.94
Financial assets			
i. Investments	9	552.76	319.40
ii. Trade receivables	10	1,279.12	1,000.73
iii. Cash and cash equivalents	11	7,496.97	3,549.07
iv. Bank balances other than (iii) above	12	57.15	56.69
v. Loans	13	6.55	9.34
Other current assets	14	589.71	663.28
Total current assets		15,770.72	11,105.45
Total assets		27,505.61	22,169.77
EQUITY AND LIABILITIES			
Equity			
Equity share capital	15	320.90	320.90
Other equity	16	25,159.65	20,399.86
Total equity		25,480.55	20,720.76
LIABILITIES			
Non-current liabilities			
Other Financial Liabilities	17	117.90	48.30
Deferred Tax Liabilities	18	143.88	117.07
Lease Liabilities	19	3.27	3.27
Total non-current liabilities		265.05	168.64
Current liabilities			
Financial liabilities			
i. Trade payables	20	-	0.54
Total outstanding dues of micro enterprises and small enterprises		-	0.54
Total outstanding dues of creditors other than micro enterprises and small enterprises		340.63	476.46
ii. Other financial liabilities	21	1,005.99	599.91
iii. Lease liabilities	22	0.00	0.00
Employee Benefit Obligation	23	191.10	144.80
Current Tax Liabilities Net		222.29	58.66
Total liabilities		1,760.01	1,280.37
Total equity and liabilities		27,505.61	22,169.77

Significant Accounting Policies

The accompanying notes are an integral part of the financial statement

Notes 1 to 49 form an integral part of these financial statements.

As per attached report of even date.

For Bohra & Co.,

Chartered Accountants

Firm Registration No. 136492W

Anil Jain

Partner

Membership No. 039803

Place : Mumbai

Date : 13th May, 2023

For and on behalf of the Board Directors
Indo Borax & Chemicals Limited

Sajal Jain

Managing Director & CFO

DIN-00314855

Sreelekha Jain

Director

DIN-08057896

Govind Parmar

Executive Director

DIN-03556411

Arun Sureka

Director

DIN-00148145

N K Mittal

Director

DIN-00314916

Sachin Gupta

Director

DIN-09332193

Pravin Chavan

Company Secretary

**Standalone statement of profit and loss for the year ended March 31, 2023**

(Amounts are in lakhs unless stated otherwise)

Particulars	Note	As at March 31, 2023	As at March 31, 2022
Revenue			
Revenue from operations			
Continuing operations			
Gross Sales	24	21,496.93	17,541.89
Other Operating Income	25	679.23	317.95
Total Revenue		22,176.16	17,859.84
Expenses			
Cost of raw materials and components consumed	26	9,871.63	7,673.96
Changes in inventories of finished goods, work-in-progress and traded goods	27	(42.25)	9.02
Employee benefit expenses	28	1,355.31	1,149.57
Finance Cost	29	9.23	0.84
Depreciation and amortisation expenses (Includes amortisation of right to use of assets)	1	155.55	103.78
Other expenses	30	4,120.91	3,933.80
Total expenses		15,470.38	12,870.97
Profit before exceptional items and tax		6,705.78	4,988.87
Exceptional items	31	148.83	-
Profit before tax		6,854.61	4,988.87
Income tax expense			
- Current tax	32	1,786.02	1,340.94
- Deferred tax	32	29.21	18.26
Total tax expense/(credit)		1,815.23	1,359.20
Profit from continuing operations		5,039.38	3,629.67
Profit for the year		5,039.38	3,629.67

Other Comprehensive Income**Standalone statement of other comprehensive income for the year ended March 31, 2023****Items that will be reclassified to profit or loss**

Tax relating to above			
a) Items That Will Not Be Reclassified To Profit Or Loss		38.90	108.56
b) Income Tax Relating To Items That Will Not Be Reclassified To Profit or Loss		2.41	9.66
Total other comprehensive income		41.31	118.22
OCI for the year		41.31	118.22

Total comprehensive income for the period

Earnings per share	33		
Basic		15.70	11.31
Diluted		15.70	11.31

Significant Accounting Policies

The accompanying notes are an integral part of the financial statement

The above statement of profit and loss should be read in conjunction with the accompanying notes.

Notes 1 to 49 form an integral part of these financial statements.**As per attached report of even date.****For Bohra & Co.,**Chartered Accountants
Firm Registration No. 136492W**Anil Jain**Partner
Membership No. 039803

Place : Mumbai

Date : 13th May, 2023

**For and on behalf of the Board Directors
Indo Borax & Chemicals Limited****Sajal Jain**
Managing Director & CFO
DIN-00314855**Arun Sureka**
Director
DIN-00148145**Sreelekha Jain**Director
DIN-08057896**N K Mittal**Director
DIN-00314916**Govind Parmar**Executive Director
DIN-03556411**Sachin Gupta**Director
DIN-09332193**Pravin Chavan**
Company Secretary

**Summary of Significant Accounting Policies and Other Explanatory Information for the year ended 31st March 2023****Corporate Information**

Indo Borax & Chemicals Limited (the Company) is a public limited company incorporated and domiciled in India. The registered office is at 302, Link Rose, Linking Road, Santacruz (West), Mumbai - 400054. The Company is engaged in manufacturing of Boron products.

Corporate Information**a) General information and Compliance with Ind AS:**

These financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

The financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the financial statements, including the preparation of the opening Ind AS Balance Sheet as at 1st April, 2016 being the 'date of transition to Ind AS'. All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria as set out in the Division II of Schedule III to the Companies Act, 2013. Based on the nature of products and the time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities. Further, in accordance with the notification issued by the Ministry of Corporate Affairs under the Companies Act, 2013 (18 of 2013), dated 24th, March 2021, the Company has adopted the amendments in Schedule III to the said Act, while preparing financial statements namely Balance Sheet, Statement of Profit and Loss, Statement of Change in Equity, Cash flow statement and Notes to the Stand alone financial statements with effect from April 01, 2021.

Authorisation of financial statements

The financial statements of the Company for the year ended 31st March, 2023 were approved for issue in accordance with the resolution of the Board of Directors on 13th May, 2023.

b) Current versus non-current classification

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

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

All other assets are classified as non-current.

A liability is classified as current when:

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

All other liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

c) Property, Plant and Equipment:

Property, plant and equipment are stated at their cost of acquisition. The cost comprises purchase price, borrowing cost if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company. All other repair and maintenance costs are recognised in statement of profit and loss as incurred.

Subsequent measurement (depreciation and useful lives):

Depreciation on property, plant and equipment is provided on straight line method on assets located in Factory premises. The company has followed written-down value method of providing depreciation with respect to assets located at Head Office. The Depreciation is computed on the basis of useful lives (as set out below) prescribed in Schedule II the Act:



The amortisation period and the amortisation method for finite-life intangible assets is reviewed at each financial year end and adjusted prospectively, if appropriate.

Description of Asset	Estimated useful life (in years)
Office Building	60
Factory Building	30
Plant and equipment	20
Office equipment	5
Computers	3
Electric installation	10
Furniture and fixtures	10
Vehicles	8

Leasehold improvements have been amortised over the estimated useful life of the assets or the period of lease, whichever is lower. The residual values, useful lives and method of depreciation are reviewed at each financial year end and adjusted prospectively, if appropriate.

De-recognition

An item of property, plant and equipment and any significant part initially recognised is derecognised 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 income statement when the asset is derecognised.

Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with the carrying value of all its property, plant and equipment recognised as at 1st April, 2016 measured as per the provisions of previous GAAP and use that carrying value as the deemed cost of property, plant and equipment.

d) Impairment of non-financial assets

At each reporting date, the Company assesses whether there is any indication based on internal/external factors, that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount and the reduction is treated as an impairment loss and is recognised in the statement of profit and loss. All assets are subsequently reassessed for indications that an impairment loss previously recognised may no longer exist. An impairment loss is reversed if the asset's or cash-generating unit's recoverable amount exceeds its carrying amount.

The impairment losses and reversals are recognised in statement of profit and loss.

e) Investments in Subsidiary

Investments in subsidiary is carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiary, the difference between net disposal proceeds and the carrying amounts are recognized in the Statement of Profit and Loss.

f) Financial instruments

Financial assets

Initial recognition and measurement

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the financial instrument and are measured initially at fair value adjusted for transaction costs.

Subsequent measurement

- i. Financial instruments at amortised cost – the financial instrument is measured at the amortised cost if both the following conditions are met

The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. All the debt instruments of the company are measured at amortised cost.

Trade Receivables and Loans :

Trade receivables are initially recognised at fair value. Subsequently, these assets are held at amortised cost, using the effective interest rate (EIR) method net of any expected credit losses. The EIR is the rate that discounts estimated future cash income through the



expected life of financial instrument.

Mutual Funds, Equity investment, bonds and other financial instruments :

Mutual Funds, Equity investment, bonds and other financial instruments in the scope of Ind As 109 are measured at fair value through other comprehensive income (FVTOCI).

Financial liabilities**Initial recognition and measurement**

All financial liabilities are recognised initially at fair value and transaction cost that is attributable to the acquisition of the financial liabilities is also adjusted. These liabilities are classified as amortised cost.

Subsequent measurement

Subsequent to initial recognition, these liabilities are measured at amortised cost using the effective interest method. These liabilities include borrowings.

De-recognition of financial liabilities

A financial liability is de-recognised 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 de- recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

g) Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss for financial assets.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive. When estimating the cash flows, the Company is required to consider:

- i. All contractual terms of the financial assets (including prepayment and extension) over the expected life of the assets.
- ii. Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

Trade receivables

The Company applies approach permitted by Ind AS 109, financial instruments, which requires expected lifetime losses to be recognised from initial recognition of receivables.

Other financial assets

For recognition of impairment loss on other financial assets and risk exposure, the Company determines whether there has been a significant increase in the credit risk since initial recognition and if credit risk has increased significantly, impairment loss is provided.

h) Inventories

Raw Material: Lower of cost or net realisable value. Cost is determined on first in first out ('FIFO') basis.

Work in progress, are valued at lower of cost and net realisable value. Cost of work in progress and manufactured finished goods comprises direct material, cost of conversion and other costs incurred in bringing these inventories to their present location and condition.

Finished goods: Lower of cost or net realisable value. Cost is determined on FIFO basis, includes direct material and labour expenses and appropriate proportion of manufacturing overheads based on the normal capacity for manufactured goods.

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

i) Foreign Currency Translation**Initial recognition**

The Company's financial statements are presented in INR, which is also the Company's functional currency. Transactions in foreign currencies are recorded on initial recognition in the functional currency at the exchange rates prevailing on the date of the transaction.

Measurement at the balance sheet date

Foreign currency monetary items of the Company, outstanding at the balance sheet date are restated at the year-end rates. Non-monetary items which are carried at historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

Treatment of exchange difference

Exchange differences that arise on settlement of monetary items or on reporting at each balance sheet date of the Company's monetary



items at the closing rate are recognised as income or expenses in the period in which they arise.

j) Income taxes

Tax expense recognised in statement of profit and loss comprises the sum of deferred tax and current tax not recognised in Other Comprehensive Income ('OCI') or directly in equity.

Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income-tax Act. Current income-tax relating to items recognised outside statement of profit and loss is recognised outside statement of profit and loss (either in OCI or in equity).

Deferred income-tax is calculated using the liability method. Deferred tax liabilities are generally recognised in full for all taxable temporary differences. Deferred tax assets are recognised to the extent that it is probable that the underlying tax loss, unused tax credits or deductible temporary difference will be utilised against future taxable income. This is assessed based on the Company's forecast of future operating results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss or credit. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax relating to items recognised outside statement of profit and loss is recognised outside statement of profit and loss (either in OCI or in equity).

k) Cash and cash equivalents

Cash and cash equivalents comprise cash in hand, demand deposits with banks/corporations and short-term highly liquid investments (original maturity less than 3 months) that are readily convertible into known amount of cash and are subject to an insignificant risk of change in value.

l) Post-employment, long term and short term employee benefits

i) Short Term Employee Benefits

All employee benefits payable within twelve months of receiving employee services are classified as short-term employee benefits. These benefits include salaries and wages, bonus and ex-gratia.

ii) Defined contribution plans

Employee benefits in the form of contribution to Provident Fund managed by Government authorities, Employees State Insurance Corporation and Labour Welfare Fund are considered as defined contribution plan and the contributions are charged to the Profit and Loss Account of the year when the contributions to the respective funds are due.

iii) Defined benefit plans

Retirement benefit in the form of Gratuity benefit is considered as defined benefit obligation and is provided for on the basis of an actuarial valuation.

iv) Gratuity

The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for payment to vested employees at retirement, death while in employment or on termination of employment of an amount based on the respective employee's salary and the tenure of employment. Vesting occurs upon completion of given years of service. The company makes contribution to employees group gratuity fund established by Life Insurance Corporation of India. Actuarial gains and losses arising from changes in actuarial assumptions are recognised in the Profit and Loss account in the period in which they arise.

m) Operating expenses

Operating expenses are recognised in profit or loss upon utilisation of the service or as incurred.

n) Borrowing costs

Borrowing costs directly attributable to the acquisitions, construction or production of a qualifying asset are capitalised during the period of time that is necessary to complete and prepare the asset for its intended use or sale. Other borrowing costs are expensed in the period in which they are incurred and reported in finance costs.

o) Fair value measurement

The Company measures financial instruments, at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either

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



The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

p) Provisions, contingent assets and contingent liabilities

Provisions are recognised only when there is a present obligation, as a result of past events, and when a reliable estimate of the amount of obligation can be made at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates. Provisions are discounted to their present values, where the time value of money is material.

Contingent liability is disclosed for

- i. Possible obligations which will be confirmed only by future events not wholly within the control of the Company or
- ii. Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

Contingent assets are not recognized. However, when inflow of economic benefit is probable, related asset is disclosed.

q) Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events including a bonus issue.

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

r) Significant management judgement in applying accounting policies and estimation uncertainty

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the related disclosures.

Significant management judgements and estimates

The following are significant management judgements and estimates in applying the accounting policies of the Company that have the most significant effect on the financial statements.

Recognition of deferred tax assets – The extent to which deferred tax assets can be recognised is based on an assessment of the probability of the future taxable income against which the deferred tax assets can be utilised.

Taxes: Taxes have been paid / provided, exemptions availed, allowances considered etc. are based on the extant laws and the Company's interpretation of the same based on the legal advice received wherever required. These could differ in the view taken by the authorities, clarifications issued subsequently by the government and courts, amendments to statutes by the government etc.

Evaluation of indicators for impairment of assets – The evaluation of applicability of indicators of impairment of assets requires assessment of several external and internal factors which could result in deterioration of recoverable amount of the assets.

Recoverability of advances/receivables – At each balance sheet date, based on historical default rates observed over expected life, the management assesses the expected credit loss on outstanding receivables and advances.

Defined benefit obligation (DBO) – Management's estimate of the DBO is based on a number of critical underlying assumptions such as standard rates of inflation, medical cost trends, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses.

Fair value measurements – Management applies valuation techniques to determine the fair value of financial instruments (where active market quotes are not available). This involves developing estimates and assumptions consistent with how market participants would price the instrument. Management uses the best information available. Estimated fair values may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date.

Useful lives of depreciable/amortizable assets – Management reviews its estimate of the useful lives of depreciable/amortizable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence.

Useful life of property, plant and equipment and intangible assets: The Company has estimated useful life of the Property Plant and Equipment as specified in Schedule II to the Companies Act, 2013. However the actual useful life for individual equipments could turn out to be different, there could be technology changes, breakdown, unexpected failure leading to impairment or complete discard. Alternately the equipment may continue to provide useful service well beyond the useful life assumed.

s) Revenue recognition

Sales of goods

The Company derives revenues primarily from sale of manufactured goods, traded goods and related services.



The core principle of Ind AS 115 is that an entity should recognise revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Specifically, the standard introduces a 5-step approach to revenue recognition.

Revenue is recognized on satisfaction of performance obligation upon transfer of control of products to customers in an amount that reflects the consideration the Company expects to receive in exchange for those products.

Step 1 : Identify the contract(s) with a customer

Step 2 : Identify the performance obligation in contract

Step 3 : Determine the transaction price

Step 4 : Allocate the transaction price to the performance obligations in the contract

Step 5 : Recognise revenue when (or as) the entity satisfies a performance obligation

Under Ind AS 115, an entity recognises revenue when (or as) a performance obligation is satisfied, i.e. when 'control' of the goods or services underlying the particular performance obligation is transferred to the customer. The Company has completed its evaluation of the possible impact of Ind AS 115 and has adopted the standard from 1st April, 2018.

Interest Income

Interest income is recognised on an accrual basis using the effective interest method.

Dividend

Dividends are recognised at the time the right to receive the payment is established.

t) Segment Information

The managing committee is considered to be the 'Chief Operating Decision Maker' (CODM) as defined in IND AS 108. The Operating Segment is the level at which discrete financial information is available. The CODM allocates resources and assess performance at this level. The Company has one operating segment i.e. Chemical Manufacturing which includes Boron Products.

u) Accounting for Lease Company as a lessee

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

As per Ind AS 116, the lessee needs to recognise depreciation on rights of use assets and finance costs on lease liabilities in the statement of profit and loss.

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item are classified as operating leases. Operating lease payments are recognised as an expense in the Statement of Profit and Loss on a straight-line basis over the lease term unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

Leases where the lessor effectively retains substantially all the rights and benefits of ownership of the leased assets are classified as operating leases. At the date of commencement of lease the Company recognizes a right-of-use asset (ROU) and a corresponding lease liability for all lease arrangements in which it is a lease except for leases with a term of twelve months or less and low value leases. For these short term and low value leases the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

The right to use assets are initially recognized at cost which comprises initial amount of the lease liability adjusted for any lease payment made at or prior to the date of the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-to-use assets are depreciated from the commencement date on straight line basis over lesser of the lease period or the useful life of the asset.

Lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable using the incremental borrowing rate for the Company.

Company as a lessor

Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

v) Government Grants

Government grants / subsidies received towards specific fixed assets have been deducted from the gross value of the concerned fixed assets.

**Summary of Significant Accounting Policies and Other Explanatory Information for the year ended 31st March 2023**

Note 1 - Property, Plant and Equipment

(Amounts are in lakhs unless stated otherwise)

Particulars	Buildings	Furniture fixture and office-equipments	Plant and machinery	Office equipments	Vehicles	Leased Land	Total
Gross block							
As at April 01, 2021	1,112.96	146.13	1,347.14	80.69	293.33	10.06	2,990.31
Additions	-	0.92	-	2.58	-	-	3.50
Deduction	-	-	-	-	-	-	-
As at March 31, 2022	1,112.96	147.05	1,347.14	83.27	293.33	10.06	2,993.81
Additions	-	-	-	2.00	485.28	-	487.28
Deduction	6.01	19.39	-	12.44	219.25	-	257.09
As at March 31, 2023	1,106.95	127.66	1,347.14	72.83	559.36	10.06	3,224.00
Accumulated depreciation							
As at April 01, 2021	375.92	118.89	769.97	67.06	251.85	-	1,583.69
Depreciation charge during the year	37.59	6.76	44.42	5.45	9.56	-	103.78
Deduction	-	-	-	-	-	-	-
As at March 31, 2022	413.51	125.65	814.39	72.51	261.41	-	1,687.47
Depreciation charge during the year	36.15	5.13	44.34	3.79	65.98	-	155.39
Deduction	4.84	18.80	-	11.63	213.25	-	248.50
As at March 31, 2023	444.82	111.98	858.73	64.67	114.16	-	1,594.36
Net carrying amount as at March 31, 2023	662.13	15.68	488.41	8.16	445.20	10.06	1,629.64
Net carrying amount as at March 31, 2022	699.46	21.40	532.75	10.76	31.92	10.06	1,306.34

Note 2 - Capital Work in Progress

Ageing for capital work-in-progress as at March 31, 2023 is as follows

Capital work-in-progress

Particulars	Amount in capital work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Capital work-in-progress (*)	-	-	-	110.52	110.52
Plant & Machinery	7.79	-	-	-	7.79
	7.79			110.52	118.32

Ageing for capital work-in-progress as at March 31, 2022 is as follows:

Particulars	Amount in capital work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Capital work-in-progress (*)	-	-	-	108.52	108.52
				108.52	108.52

Note : (*) The amount reflected in capital work in progress represents advance given for allotment of Unit / Flat No. 1601 and 1602 for project named Avenue 54 at S. V. Road, Santacruz (West) Mumbai -400 054.

Note 3 - Right of use Assets

Particulars	As at March 31, 2023	As at March 31, 2022
The Company recognised ROU asserts for the following assets categories:		
Lease hold land	10.46	10.61
Operating lease commitments as of 1st April, 2022	10.61	10.77
Lease Commitment During the year	-	-
Amortization durring the year	0.15	0.15
Exemption of commitments for short-term leases	-	-
Exemption of commitments for leases of low value assets	-	-
Undiscounted future lease payments from operating leases	3.27	10.73
Effect of discounting	0.20	7.65
Interest on leasehold rights	0.20	0.20
Lease liabilities as of March 31, 2023	3.27	3.27
Lease liabilities non-current as of March 31, 2023	3.27	3.27
Lease liabilities current as of March 31, 2023	0.00	0.00

**Summary of Significant Accounting Policies and Other Explanatory Information for the year ended 31st March 2023****Note 4 - Investment property****(Amounts are in lakhs unless stated otherwise)**

Particulars	As at March 31, 2023	As at March 31, 2022
<i>Gross block</i>		
Opening gross carrying amount	7,761.20	7,457.31
Additions	220.23	303.89
Closing gross carrying amount	7,981.43	7,761.20
Net carrying amount as at March 31, 2023	7,981.43	
Net carrying amount as at March 31, 2022	-	7,761.20

(i) Amounts recognised in the statement of profit and loss for investment properties

Particulars	As at March 31, 2023	As at March 31, 2022
Rental income	238.27	84.00
Direct operating expenses for property that generated rental income	(53.49)	(11.24)
Direct operating expenses for property that did not generate rental income	-	(20.31)
Profit from investment properties before depreciation	184.78	52.45
Depreciation	-	-
Profit from investment properties	184.78	52.45

(ii) Leasing arrangements

Minimum lease payments receivable under non-cancellable operating leases of investment properties are as follows:

Particulars	As at March 31, 2023	As at March 31, 2022
Within 1 year	223.02	84.00
Later than 1 year but not later than 5 years	703.95	21.00
Later than 5 years	-	-
Total	926.97	105.00

(iii) Fair value of investment property as on 31st March, 2023 is Rs. 8301.00 Lakhs (8131.63Lakhs)

The company obtains independent valuations for its investment in properties. The best evidence of fair value is current prices in an active market for similar properties. Where such information is not available, the company consider information from a variety of sources including

- current prices in an active market for properties of different nature or recent prices of similar properties in less active markets, adjusted to reflect those differences.
- discounted cash flow projections based on reliable estimates of future cash flows.
- capitalised income projections based upon a property's estimated net market income, and a capitalisation rate derived from an analysis of market evidence.

The fair values of investment in commercial properties have been determined by Independent Valuer H. Mehta & Associates. The main inputs used are the rental growth rates, expected vacancy rates, terminal yields and discount rates based on comparable transactions and industry data. All resulting fair value estimates for investment properties are included in level 3.

**Summary of Significant Accounting Policies and Other Explanatory Information for the year ended 31st March 2023****Note 5 - Non-current investments**

(Amounts are in lakhs unless stated otherwise)

Particulars	No. Of Share /Bond Unit	As at March 31, 2023	No. Of Share /Bond Unit	As at March 31, 2022
a) Investments in subsidiaries :				
Unquoted				
In Equity Instruments at cost, fully paid-up				
Indoborax Infrastructure Private Limited	110000	1,040.93	110000	1,040.93
Total		1,040.93		1,040.93
Note 5(a) - NON CURRENT INVESTMENTS				
Other Equity Instruments :				
Unquoted, fully paid up				
Reliance Media Works Ltd	675	-	675	-
Investment in Equity Instruments				
Quoted, fully paid up				
At Fair value through OCI				
Central Bank of India Ltd	3200	0.77	3200	0.59
Jaiprakash Associates Limited	4500	0.31	4500	0.37
Jindal Steel & Power Limited	300	1.64	300	1.60
Kamanwala Industries Limited	57395	4.40	57395	7.35
Larsen & Toubro Limited	900	19.48	900	15.91
National Thermal Power Limited	3600	6.31	3600	4.86
Punj Lloyd Limited	1460	0.04	1460	0.03
Reliance Communication Limited	2000	0.03	2000	0.05
Unity Projects Limited	2000	0.02	2000	0.02
Investment in Debentures - fully paid up				
Unquoted,				
At Fair value through OCI				
NTPC Ltd, Non Convertible Debentures	3000	0.31	3000	0.39
Bandhan CRISIL IBX Gilt June, 2027 Index fund Regular Plan Growth (erstwhile IDFC Crisil IBX Gilt June 2027)	2867815.77	311.60	-	-
Total		344.91		31.17
Aggregate amount of quoted investments		344.91		31.17
Aggregate market value of listed and quoted investments		344.91		31.17
Aggregate amount of unquoted investments		1,040.93		1,040.93
Aggregate amount of impairment in value of investments		-		-

Note 6 - Long term loans and advances

Particulars	As at March 31, 2023	As at March 31, 2022
Loans- Intercorporate Deposits		
Inter Corporate Deposits (Refer Note No. 44)	509.04	509.04
Advances recoverable in cash or kind		
Unsecured, considered good	-	162.91
Other loans and advances, unsecured, considered good		-
Advance income-tax(net of provision for taxation)	-	36.97
Provision for doubtful advances	-	199.88
	-	-
	-	199.88
Other loans and advances, unsecured, considered good		
Loans to employees	54.19	55.39
	54.19	55.39
Total	563.23	764.31

**Summary of Significant Accounting Policies and Other Explanatory Information for the year ended 31st March 2023****Note 7 - Other Non Current Financial Assets**

(Amounts are in lakhs unless stated otherwise)

Particulars	As at March 31, 2023	As at March 31, 2022
Unsecured, considered good		
Security Deposits	45.97	41.24
Total	45.97	41.24

Note 8 - Inventories

Particulars	As at March 31, 2023	As at March 31, 2022
Raw materials	5,561.36	5,291.08
Stock in Process	50.42	36.18
Finished goods	57.66	29.64
Stock of Consumable Stores & Spare parts (at cost)	119.02	150.04
Total	5,788.46	5,506.94

Note 9 - Current investments

Particulars	No. Of Share /MF Unit	As at March 31, 2023	No. Of Share /MF Unit	As at March 31, 2022
Investment in Mutual Fund - fully paid up				
Unquoted				
At Fair value through OCI				
SBI Fixed Maturity Plan -Series 82	50.000	500.00	-	-
SBI Magnum Ultra Short Duration Fund Regular -Growth	-	-	5558.794	269.36
SBI Arbitrage Opportunity Fund- Regular Plan- Growth	183452.829	52.76	183452.829	50.04
Total		552.76		319.40

Aggregate amount of quoted investments	552.76	319.40
Aggregate market value of listed and quoted investments	552.76	319.40
Aggregate amount of unquoted investments	-	-
Aggregate Provision for Impairment in the Value of Investments	-	-

Note 10 - Trade receivables

Particulars	Outstanding for following periods from due date of payment					31-03-2023	Particulars	Outstanding for following periods from due date of payment					31-03-2022
	Less than 6 months	6 months-1 year	1-2 yrs.	2-3 yrs.	More than 3 yrs.			Less than 6 months	6 months-1 year	1-2 yrs.	2-3 yrs.	More than 3 yrs.	
(i) Undisputed Trade receivables- considered good	1,277.39	0.12	1.61	-	-	1,279.12	(i) Undisputed Trade receivables- considered good	997.20	3.53	-	-	-	1,000.73
(ii) Undisputed Trade Receivables- Considered Doubtful	-	-	-	-	-	-	(ii) Undisputed Trade Receivables- Considered Doubtful	-	-	-	-	-	-
(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-	(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-	-	(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
Total	1,277.39	0.12	1.61	-	-	1,279.12	Total	997.20	3.53	-	-	-	1,000.73

**Summary of Significant Accounting Policies and Other Explanatory Information for the year ended 31st March 2023****Note 11 - Cash and cash equivalents**

(Amounts are in lakhs unless stated otherwise)

Particulars	As at March 31, 2023	As at March 31, 2022
Cash on hand	2.16	0.88
Bank balances		-
- Current Account	379.31	287.75
- Fixed Deposit	5,285.00	2,635.00
- Investment in Liquid Mutual Fund	1,830.50	625.44
Total	7,496.97	3,549.07

Note 12 - Other bank balances

Particulars	As at March 31, 2023	As at March 31, 2022
Margin money deposits	32.79	32.79
Unclaimed dividend account (refer a note below)	24.36	23.90
Total	57.15	56.69

Note : Unclaimed dividend are not due for deposit to the Investors Education and Protection Fund.

Note 13 - Short term loans and advances

Particulars	As at March 31, 2023	As at March 31, 2022
Loans to Employees	6.55	9.34
Total	6.55	9.34

Note 14 - Other current assets

Particulars	As at March 31, 2023	As at March 31, 2022
Prepaid expenses	48.53	11.83
Deposit with govt. authorities (refer note below)	74.57	301.60
Advances to Suppliers	37.80	141.93
Others	341.34	194.61
Interest Receivable	87.47	13.31
Total	589.71	663.28

Note : Deposit with government authorities includes 58,62,806/- (Previous year Rs. 1,58,62,806/-) (Deposit of Rs. 61,55,946/- (Previous year Rs. 1,61,55,946/-) less input tax credit taken towards IGST of Rs. 2,93,140/- (previous year Rs. 2,93,140/-) deposit with custom department.

Note 15 - Share capital and other equity**Share capital**

Particulars	As at March 31, 2023	As at March 31, 2022
Authorised shares		
60000000 Equity Shares of Rs 1/- each (Previous Year 60000000 Equity Shares of Rs. 1/- each)	600.00	600.00
Issued, subscribed shares		
32280000 Equity Shares of Rs. 1/- each (Previous year 32280000 Equity Shares of Rs. 1/- each)	322.80	322.80
Issued, subscribed and fully paid-up shares		
32090000 Equity Shares of Rs. 1/- each (Previous year 32090000 Equity Shares of Rs. 1/- each)	320.90	320.90

**(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period**

Equity Shares	Nos.	Nos.
Balance as at 31st March 2022	32090000	32090000
Changes during the period	-	-
Balance as at 31st March 2023	32090000	32090000

(b) Terms/ rights attached to equity shares

The company has only one class of equity shares having par value of Rs. 1/- per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

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.

The distribution will be in proportion to the number of equity shares held by the equity shareholders.

During last five years no shares were allotted without payment being received in cash or as bonus shares, however company were bought back and extinguished 2,72,000 equity shares during the financial year 2014-15.

Amount originally received on forfeited shares Rs. 1.39 Lakhs (Inclusive of share premium) included in Reserve & Surplus

(c) Details of shareholders holding more than 5% shares in the Company

(as per the register of members of the Company are as under)

Name of the shareholder	As at March 31, 2023		As at March 31, 2022	
	Nos. of Shares	% holding in the class	Nos. of Shares	% holding in the class
Equity shares of Rs. 1/- each fully paid				
Mr. Sajal Jain	8655390	26.97	8953890	27.90
Mrs. Sreelekha Jain	2077020	6.47	2077020	6.47
Mr. Saumya Jain	5138587	16.01	5383510	16.78

(d) Details of Promoter holding (as per the register of members of the Company are as under) :

Name of the shareholder	As at March 31, 2023			As at March 31, 2022		
	Nos. of Shares	% holding in the class	% of change during the year	Nos. of Shares	% holding in the class	% of change during the year
Equity Shares	Equity shares of Rs .1/- per share					
Mr. Sajal Jain	8655390	26.97	3.33	8953890	27.90	-
Mrs. Sreelekha Jain	2077020	6.47	-	2077020	6.47	-
Mr. Saumya Jain	5138587	16.01	4.55	5383510	16.78	-
Mrs. Prantika Jain	10	-	-	10	0.00	100.00
Mrs. Shubhra Jain Sivaradjou	232000	0.72	100.00	-	-	-
Sajal Jain, Karta of HUF	905000	2.82	-	905000	2.82	-
Sushilkumar Jain, Karta of HUF	-	-	100.00	464000	1.45	-

e) Final & Interim Dividend on Equity Shares

Final dividend of Rs 1 (i.e. 100%) per equity share of Rs 1/- each for the Financial Year ended March 31, 2023 on 32090000 equity shares declared by Shareholders at Annual General Meeting held on 27th August, 2022

f) Split up of equity shares :

The Board of Directors at their meeting held on 14th June, 2021 approved the sub-division of each equity share of face value of Rs. 10/- fully paid up into 10 equity shares of face value of Rs. 1/- each fully paid up. The same has been approved by the members in the Annual General Meeting held on 28th August, 2021. The effective date for the subdivision was 28th September, 2021. Accordingly, equity shares and earning per shares have been adjusted for the share split in accordance with IND AS 33 "Earning Per Share" for all previous quarters.

**Summary of Significant Accounting Policies and Other Explanatory Information for the year ended 31st March 2023****Note 16 - Other Equity****(Amounts are in lakhs unless stated otherwise)**

Reserves and Surplus	As at March 31, 2023	As at March 31, 2022
Capital Redemption Reserve	27.20	27.20
Balance Brought Forward	27.20	27.20
Share Forfeiture Account		
Balance Brought Forward	1.39	1.39
	1.39	1.39
General Reserve		
Balance Brought Forward	2,184.11	1,834.11
Transfer from Surplus in Profit and Loss Account	-	350.00
	2,184.11	2,184.11
Surplus in the statement of profit and loss		
Balance as per the last financial statements	18,187.16	15,110.17
Profit for the year	5,080.69	3,747.89
Dividend distributed on equity shares	320.90	320.90
Transfer to General Reserve	-	350.00
Closing Balance	22,946.95	18,187.16
TOTAL	25,159.65	20,399.86

Note 17 - Other non-current financial liabilities

Particulars	As at March 31, 2023	As at March 31, 2022
Leased Deposits	117.90	48.30
Total	117.90	48.30

Note 18 - Deferred tax liabilities

Particulars	As at March 31, 2023	As at March 31, 2022
Deferred tax liabilities arising on account of:		
Deferred tax asset arising on account of Provision for employee benefits	2.36	2.75
Deferred tax asset arising on account of Financial assets at fair value through OCI	9.00	7.59
TOTAL OF DEFERRED TAX ASSETS	11.36	10.34
Deferred tax liability arising on account of Difference between accounting base and tax base of PPE	155.24	126.92
Deferred tax liability arising on account of Financial assets at fair value through OCI	-	0.49
TOTAL OF DEFERRED TAX LIABILITY	155.24	127.41
Diff. between accounting base and tax base of PPE	143.88	117.07
Total	143.88	117.07

Note 19 - Lease Liabilities

Particulars	As at March 31, 2023	As at March 31, 2022
Lease Liability	3.27	3.27
Total	3.27	3.27

**Summary of Significant Accounting Policies and Other Explanatory Information for the year ended 31st March 2023****Note 20 - Trade payables****(Amounts are in lakhs unless stated otherwise)**

Particulars	Outstanding for following periods from due date of payment				31-03-2023	Particulars	Outstanding for following periods from due date of payment				31-03-2022
	Less than 1 yr.	1-2 yrs.	2-3 yrs.	More than 3 yrs.	Total		Less than 1 yr.	1-2 yrs.	2-3 yrs.	More than 3 yrs.	Total
(i) MSME	-	-	-	-	-	(i) MSME	0.54	-	-	-	0.54
(ii) Others	314.22	8.54	5.70	12.17	340.63	(ii) Others	452.89	6.29	11.23	6.05	476.46
(iii) Disputed dues-MSME	-	-	-	-	-	(iii) Disputed dues-MSME	-	-	-	-	-
(iv) Disputed dues-Others	-	-	-	-	-	(iv) Disputed dues-Others	-	-	-	-	-
Total	314.22	8.54	5.70	12.17	340.63	Total	453.43	6.29	11.23	6.05	477.00

(*) DETAILS OF DUES TO MICRO ENTERPRISES AND SMALL ENTERPRISES

Particulars	As at March 31, 2023	As at March 31, 2022
(a) the principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year	NIL	0.54
(b) the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	NIL	NIL
(c) the amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	-	-
(d) the amount of interest accrued and remaining unpaid at the end of each accounting year	0.10	0.10
(e) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	NIL	NIL

Note 21 - Other current financial liabilities

Particulars	As at March 31, 2023	As at March 31, 2022
a) Statutory dues payable	342.52	88.56
b) Salaries due to director	553.97	384.47
c) Advance received from clients	76.88	86.34
e) Other Liabilities	8.27	16.65
d) Unclaimed Dividend	24.35	23.89
Total	1,005.99	599.91

Note 22 - Current Lease Liabilities

Particulars	As at March 31, 2023	As at March 31, 2022
Lease Liability	0.00	0.00
Total	0.00	0.00

Note 23 - Employee Benefit Obligation

Particulars	As at March 31, 2023	As at March 31, 2022
Provision for gratuity (net) (Refer Note 28)	155.29	144.80
Provision for Leave (Refer Note 28)	35.81	-
Total	191.10	144.80

**Summary of Significant Accounting Policies and Other Explanatory Information for the year ended 31st March 2023****Note 24 - Revenue from operations****(Amounts are in lakhs unless stated otherwise)**

Particulars	As at March 31, 2023	As at March 31, 2022
Operating Income :		
Manufactured goods	21,496.93	17,541.89
	21,496.93	17,541.89
Sale of products comprises :		
Manufactured goods		
Sales of Boron Product & other chemicals	21,496.93	17,541.89
	21,496.93	17,541.89

Note 25 - Other income

Particulars	As at March 31, 2023	As at March 31, 2022
Dividend income from investments	0.46	0.39
Interest received	198.35	47.21
Interest received on Debenture	0.11	0.03
Gain/(Loss) on Sale of Investments	106.74	27.40
Net gain on foreign currency transactions and translation	73.50	126.91
Profit on Sale of Assets	22.65	-
Misc. Income	0.02	0.03
Rent & Facility Charges	274.15	115.98
Sundry Balances w/back	3.25	-
Total	679.23	317.95

Note 26 - Cost of materials consumed

Particulars	As at March 31, 2023	As at March 31, 2022
Opening Stock	5,291.08	1,813.99
Add: Purchases		
Ulexite	9,212.44	9,947.33
Sulphuric Acid	867.22	887.69
Colemanite	-	49.92
Borax Penta	-	158.80
Others	62.25	107.31
	15,432.99	12,965.04
Less : Closing Stock	5,561.36	5,291.08
Total	9,871.63	7,673.96

(a) Raw Materials Consumed Comprise :

Ulexite	8,930.64	6,474.72
Sulphuric Acid	874.14	887.75
Colemanite	-	49.92
Borax Penta	0.50	158.30
Others	66.35	103.27
	9,871.63	7,673.96

(b) Value of imported raw materials consumed and the value of all indigenous raw materials similarly consumed and the percentage of each to the total consumption.

Particulars	As at March 31, 2023	%	As at March 31, 2022	%
Raw Materials				
(i) Imported	8,930.64	90.47	6,474.72	84.37
(ii) Indigenous	940.99	9.53	1,199.24	15.63
	9,871.63	100.00	7,673.96	100.00

**Summary of Significant Accounting Policies and Other Explanatory Information for the year ended 31st March 2023****Note 27 - (Increase)/Decrease in inventories****(Amounts are in lakhs unless stated otherwise)**

Particulars	As at March 31, 2023	As at March 31, 2022
Inventories at the beginning of the year		
Finished goods	29.64	63.00
Work-in-progress	36.19	11.85
	65.83	74.85
Inventories at the end of the year		
Finished goods	57.66	29.64
Work-in-progress	50.42	36.19
	108.08	65.83
	(42.25)	9.02

Note 28 - Employee benefit expenses

Particulars	As at March 31, 2023	As at March 31, 2022
Salaries, Wages, Bonus & Ex-gratia	1,278.70	1,063.17
Contribution to E.S.I.C.	3.70	3.64
Contribution to Provident Fund	47.17	47.91
Provision / Contribution to Group Gratuity and LIC	15.12	14.58
Workmen & Staff Welfare expenses	10.62	20.27
Total	1,355.31	1,149.57

(a) As per Accounting Standard 15 "Employee benefits", the disclosures as defined in the Accounting Standard are given below:**Defined Contribution Plan :**

Contribution to Provident Fund is Rs. 47.17 Lakhs/- (Previous Year Rs. 47.91 Lakhs), ESIC and Labour Welfare Fund includes Rs. 3.70 Lakhs- (Previous Year Rs.3.64 Lakhs).

Defined Benefit Plan :**Gratuity and Leave Encasement :**

The Company makes partly annual contribution to the Employees' Group Gratuity-cum-Life Assurance Scheme of the Life Insurance Corporation of India, a funded benefit plan for qualifying employees. The scheme provides for lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 days service for each completed year of service or part thereof depending on the date of joining. The benefit vests after five years of continuous service.



(Amounts are in lakhs unless stated otherwise)

Assumptions	Gratuity Funded Non Funded		Leave Encashment Non Funded	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Reconciliation of opening and closing balances of the present value of the defined benefit Obligation:				
Present Value of obligation as at beginning of year	144.80	134.32	25.21	27.95
Current service cost	14.12	13.80	23.81	6.50
Prior service cost	-	-	-	-
Interest cost	10.53	9.42	-	1.49
Actuarial (gain) / loss	(5.88)	(11.36)	-	2.94
Benefits paid	(8.28)	(1.38)	(13.22)	(13.67)
Present Value of obligation as at end of the year	155.29	144.80	35.80	25.21
Change in Plan assets				
Plan assets at period beginning , at fair value	134.79	117.11	-	-
Expected return on plan assets	9.99	8.63	-	-
Actuarial (gain) / loss	(2.17)	(1.71)	-	-
Contribution	5.28	12.14	13.22	13.67
Benefits paid	(8.28)	(1.38)	(13.22)	(13.67)
Fair value of Plan assets at end of the year	139.61	134.79	-	-
Fair Value of Plan Assets				
Fair Value of plan assets at beginning of year	134.79	117.11	-	-
Actual return on plan assets	7.82	6.92	-	-
Contributions	5.28	12.14	13.22	13.67
Benefits paid	(8.28)	(1.38)	(13.22)	(13.67)
Fair Value of plan assets at the end of year	139.61	134.79	-	-
Funded status	-	-	-	-
Excess of Actual over estimated return	Nil	Nil	Nil	Nil
The Amounts to be recognized in the balance sheet and statements of profit and loss				
Present value of obligations as at the end of year	155.29	144.80	35.80	25.21
Fair value of plan assets as at the end of the year	139.61	134.79	-	-
Funded status	-	-	-	-
Net asset/(liability) recognized in balance sheet	15.68	10.01	35.80	25.21
Expenses for the year				
Current service cost	14.12	13.80	23.81	6.50
Prior service cost	-	-	-	-
Interest cost on benefit obligation	10.53	9.42	-	1.49
Expected return on plan assets	(9.53)	(8.64)	-	-
Net actuarial (gain)/loss recognised in the year	-	-	-	2.94
Total Expenses Recognised in the Profit and Loss Account	15.12	14.58	23.81	10.93
Remeasurement effects recognized in other Comprehensive Income				
Actuarial (gain)/Losses due to Demographic Assumption changes in DBO	-	-	-	-
Actuarial (gain)/Losses due to Financial Assumption changes in DBO	(0.81)	(5.82)	-	-
Actuarial (Gain)/Losses due to Experience on DBO	(5.07)	(5.55)	-	-
Return on Plan Assets (Greater)/ Less than Discount rate	2.17	1.71	-	-
Net actuarial (gain)/loss recognised in the year	-	-	-	-
Total Actuarial (gain)/loss included in OCI	(3.71)	(9.66)	-	-

Assumptions	Gratuity Funded		Leave Encashment	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Discount Rate	7.55%	7.49%	7.55%	7.49%
Employee Turnover	5.00%	5.00%	5.00%	5.00%
Salary Escalation	7.00%	7.00%	7.00%	7.00%
Mortality	Indian Assured Lives Mortality (2012-14) Ultimate			

The estimates of future salary increases , considered in actuarial valuation , take account of inflation , seniority , promotion , and other relevant factors , such as supply and demand in the employment market.

Note 29 - Net finance costs

Particulars	As at March 31, 2023	As at March 31, 2022
Interest on Working Capital	0.13	0.02
Other Interest	9.10	0.82
Total	9.23	0.84

**Summary of Significant Accounting Policies and Other Explanatory Information for the year ended 31st March 2023****Note 30 - Other expenses**

(Amounts are in lakhs unless stated otherwise)

Particulars	As at March 31, 2023	As at March 31, 2022
Stores, Spares and Packing	539.23	501.31
Power & Fuel	1,028.89	859.87
Repairs & Maintenance (Building)	2.82	34.22
Machinery & Electrical Repairs	254.60	166.00
Water Charges	17.49	16.55
Factory Expenses	492.24	418.10
Insurance Charges	9.25	11.25
Repairs-Others	17.35	10.16
Rent and Other Charges	94.78	83.31
Rates & Taxes	2.76	2.89
Discount	0.17	-
Donation	1.41	2.66
Freight, Coolie & Cartage	40.23	241.57
Commission and Brokerage	956.23	709.77
Corporate Social Responsibility Contribution	79.00	62.00
Travelling and conveyance	67.83	84.20
Telephone charges	4.09	4.23
Printing & Stationery	2.57	3.33
Directors Sitting Fees	1.80	1.77
Vehicle Expenses	18.91	24.68
Auditors' Remuneration	8.50	13.75
Legal and Professional charges	354.11	442.68
Bank Charges	4.12	5.07
Goods & Service Tax	3.98	0.05
Advertisement & Sales Promotion	98.88	186.05
General Expenses	19.67	48.33
Total	4,120.91	3,933.80

Note 31 - Exceptional Item

Particulars	As at March 31, 2023	As at March 31, 2022
Profit on sale of Office Premises	148.83	-
Total	148.83	-

Consumable Stores & Spares and Packing :

Particulars	As at March 31, 2023	As at March 31, 2022
a) Imported	-	-
b) Indigenous	539.23	501.31

Note 32 - Taxation*-Income tax expense*

Particulars	As at March 31, 2023	As at March 31, 2022
<i>Current tax</i>		
Current tax on profits for the year	1,748.50	1,328.10
Adjustments for current tax of prior periods	37.52	12.84
Total current tax expense	1,786.02	1,340.94
<i>Deferred tax</i>		
Decrease/(increase) in deferred tax assets	-	-
(Decrease)/increase in deferred tax liabilities	29.21	18.26
Total deferred tax expense/(benefit)	29.21	18.26
Income tax expenses	1,815.23	1,359.20

**Summary of Significant Accounting Policies and Other Explanatory Information for the year ended 31st March 2023**

The reconciliation of estimated income tax expenses at Indian statutory income tax rate to income tax expenses reported in the statement of profit & loss is as follows

(Amounts are in lakhs unless stated otherwise)

Particulars	As at March 31, 2023	As at March 31, 2022
Profit before taxes	6,854.61	4,988.87
Indian statutory income tax rate	25.17%	25.17%
Expected income tax expenses	1,725.17	1,255.60
Tax effect of adjustments to reconcile expected income tax expense to reported income tax expense		
Income exempt from tax	(43.16)	-
Expenses Disallowed	40.73	124.08
Interest on Income Tax	18.31	6.32
Others (net)	7.45	(57.89)
Total Income tax expenses	1,748.50	1,328.10

Note 33 - Earning Per Share:

Particular	As at March 31, 2023	As at March 31, 2022
Profit after Tax	5,039.38	3,629.67
No. of shares outstanding	32090000	32090000
Earning per share (Basic)	15.70	11.31
Earning per share (Diluted)	15.70	11.31

Note 34 - Value Of Imports On C.I.F. Basis:

Particular	As at March 31, 2023	As at March 31, 2022
Raw Materials	8,667.59	8,450.89

Note 35 - Expenditure In Foreign Currency:

Particular	As at March 31, 2023	As at March 31, 2022
1. Foreign Travels	19.07	35.31
2. Others	0.45	0.06

Note 36 - Remuneration to Auditors:

Particular	As at March 31, 2023	As at March 31, 2022
As Auditors	7.00	11.55
Tax Audit	1.50	1.00
Other Services	-	1.20
Total	8.50	13.75

**Summary of Significant Accounting Policies and Other Explanatory Information for the year ended 31st March 2023**

Details of transactions between the Company and its related parties are disclosed below:

Note 37 - Details of Related parties transactions are as under :

- a) List of related parties and relationship where control exists or with whom transactions were entered into:

Subsidiary

Indoborax Infrastructure Private Limited

Key Management Personnel

Mr. Sajal Jain, Managing Director & Chief Financial Officer

Mr. Govind Parmar, Executive Director

Mr. Arun Sureka, Independent Director

Mr. N.K. Mittal, Independent Director

Mr. Sachin Gupta, Independent Director

Mrs. Sreelekha Jain, Non-Executive Director

Relative of Key Management Personnel

Mr. Saumya Jain, Business Development Manager

b) Transactions during the year with related parties:

(Amounts are in lakhs unless stated otherwise)

Sr. No.	Particulars	Subsidiary Company		Key Management Personnel		Relatives of Key Managerial Person	
		2022-23	2021-22	2022-23	2021-22	2022-23	2021-22
1	Payments to & provision for Directors' remuneration						
	Mr. Govind Parmar			17.26	4.39		
	Mr. Sajal Jain			701.93	535.36		
2	Rent Received from KMP						
	Mr Sajal Jain-Rent Received			52.49	-		
3	Salary to Relative						
	Mr. Saumya Jain					64.21	63.65
4	Directors Sitting Fees						
	Mr. Arun Sureka, Independent Director			0.48	0.51		
	Mr. N.K. Mittal, Independent Director			0.48	0.42		
	Mr. Sachin Gupta, Independent Director			0.54	0.36		
	Mrs. Sreelekha Jain, Non-Executive Director			0.30	0.30		

c) Amount outstanding at the year end

Sr. No.	Particulars	Subsidiary Company		Key Management Personnel		Relatives of Key Managerial Person	
		2022-23	2021-22	2022-23	2021-22	2022-23	2021-22
1	Outstanding Payables						
	Mr.S.K.Jain			-	1.30		
	Mr. Govind Parmar			1.50	1.48		
	Mr. Sajal Jain			552.48	381.69		
	Mr. Saumya Jain					3.00	-
2	Outstanding Receivables						
	Sajal Jain			4.80	-		

**Summary of Significant Accounting Policies and Other Explanatory Information for the year ended 31st March 2023****Note 38 - Financial instruments**

i) Fair values hierarchy

Financial assets and financial liabilities measured at fair value in the statement of financial position are grouped into three levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

Level 1 : quoted prices (unadjusted) in active markets for identical assets or liabilities;

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.

Level 3 : inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Financial assets and liabilities measured at fair value - recurring fair value measurements

(Amounts are in lakhs unless stated otherwise)

As at 31 March 2023	Level 1	Level 2	Level 3	Total
Financial assets				
Investments at fair value through Other Comprehensive Income				
Shares	33.00	-	1,040.93	1,073.92
Mutual funds	864.37	-	-	864.37
Other	0.31	-	-	0.31
Total financial assets	897.68	-	1,040.93	1,938.60
As at 31 March 2022	Level 1	Level 2	Level 3	Total
Financial assets				
Investments at fair value through Other Comprehensive Income				
Shares	30.77	-	1,040.93	1,071.70
Mutual funds	319.40	-	-	319.40
Other	0.39	-	-	0.39
Total financial assets	350.56	-	1,040.93	1,391.49

(ii) Valuation process and technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

The use of quoted market prices for investments in shares and mutual funds.

**Summary of Significant Accounting Policies and Other Explanatory Information for the year ended 31st March 2023****Note 39 - Other Information**

- i. The company has filed quarterly return or statements with the bank in lieu of the sanctioned working capital facilities, which are in agreement with the books of accounts other than those as set out below. (Amounts are in lakhs unless stated otherwise)

Name of the Bank	Agregate working capital limit sanctioned	Amount utilised during the quarter	Quarter ended	Amount disclosed as per quarterly statement	Amount as per books of account	Difference	Reasons
Kotak Mahindra Bank Ltd	1035.00	-	30-06-2022	3,479.44	3,535.61	(56.17)	Primarily certain expenses forming part of finish goods and semi-finished goods were not included in the quarterly statements
	1035.00	-	30-09-2022	5,965.05	5,986.43	(21.38)	
	1035.00	-	31-12-2022	4,227.32	4,245.43	(18.11)	
	1035.00	-	31-03-2023	5,725.95	5,751.81	(25.86)	

- (ii) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for any Benami property.
- (iii) The Company does not have any transaction with companies struck off.
- (iv) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (v) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (vi) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (vii) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
- 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 to or on behalf of the Ultimate Beneficiaries
- (viii) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
- 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,
- (ix) The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

**Summary of Significant Accounting Policies and Other Explanatory Information for the year ended 31st March 2023****Note 40 - Financial Risk Management:****i) Financial Instruments by Cartagory :**

(Amounts are in lakhs unless stated otherwise)

Particulars	As at March 31, 2023		As at March 31, 2022	
	FVTOCI	Amortised Cost	FVTOCI	Amortised Cost
Financial assets :				
Investments				
mutual funds Shares and Bond	1,938.60		1,391.50	
Loans				
to others	-	60.74	-	227.64
to other body corporates	-	509.04	-	509.04
Trade receivables	-	1,279.12	-	1,000.73
Security deposits	-	45.97	-	41.24
Cash and cash equivalents	-	7,496.97	-	3,549.07
Unclaimed dividend account	-	24.36	-	23.90
Total	1,938.60	9,416.20	1,391.50	5,351.62
Financial Liabilities				
Borrowings	-	-	-	-
Trade payables	-	340.63	-	477.00
Other financial liabilities	-	1,123.89	-	648.21
Total	-	1,464.52	-	1,125.21

- a) The carrying value of trade receivables, securities deposits, insurance claim receivable, loans given, cash and bank balances and other financial assets recorded at amortised cost, is considered to be a reasonable approximation of fair value.

The carrying value of borrowings, trade payables and other financial liabilities recorded at amortised cost is considered to be a reasonable approximation of fair value.

ii) risk management

The Company's activities expose it to market risk, liquidity risk and credit risk. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements :

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, trade receivables, derivative financial instruments, financial assets measured at amortised cost	Aging analysis	Bank deposits, diversification of asset base, credit limits and collateral.
Liquidity risk	Borrowings and other liabilities	Rolling cash flow forecasts	Availability of committed credit lines and borrowing facilities
Market risk - foreign exchange	Recognised financial assets and liabilities not denominated in Indian rupee (Rs.)	Cash flow forecasting sensitivity analysis	Material bought on receipt of documents, if material bought on credit same are hedged.
Market risk - interest rate	Borrowings at variable rates	Sensitivity analysis	Mix of borrowings taken at fixed and floating rates
Market risk - Ulexite, Lithium & other raw material prices	Payables linked to ulexite prices	Sensitivity analysis	The ulexite and other raw material is purchase at the prevailing price from suppliers.
Market risk - security price	Investments in equity, Mutual fund	Sensitivity analysis	Portfolio diversification

The Company's risk management is carried out by a central treasury department of the Company under policies approved by the Board of Directors. The Board of Directors provide written principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, market risk, credit risk and investment of excess liquidity.

A) Credit Risk:

Credit risk is the risk that a customer or counterparty to a financial instrument will fail to perform or pay amounts due to the Company causing financial loss. It arises from cash and cash equivalents, deposits with banks and financial institutions, security deposits, loans given and principally from credit exposures to customers relating to outstanding receivables. The Company's maximum exposure to



credit risk is limited to the carrying amount of financial assets recognised at reporting date.

The Company continuously monitors defaults of customers and other counterparties, identified either individually or by the Company, and incorporates this information into its credit risk controls. Where available at reasonable cost, external credit ratings and/or reports on customers and other counterparties are obtained and used. The Company's policy is to deal only with creditworthy counterparties.

In respect of trade and other receivables, the Company is not exposed to any significant credit risk exposure to any single counterparty or any company of counterparties having similar characteristics. Trade receivables consist of a large number of customers in various parts of India. The Company has very limited history of customer default, and considers the credit quality of trade receivables that are not past due or impaired to be good.

The credit risk for cash and cash equivalents, mutual funds, bank deposits, loans and derivative financial instruments is considered negligible, since the counterparties are reputable organisations with high quality external credit ratings.

Company provides for expected credit losses on financial assets by assessing individual financial instruments for expectation of any credit losses. Since the assets have very low credit risk, and are for varied natures and purpose, there is no trend that the company can draw to apply consistently to entire population. For such financial assets, the Company's policy is to provide for 12 month expected credit losses upon initial recognition and provides for lifetime expected credit losses upon significant increase in credit risk. The Company does not have any expected loss based impairment recognised on such assets considering their low credit risk nature, though incurred loss provisions are disclosed under each sub-category of such financial assets.

Detail of trade receivables that are past due is given below :

(Amounts are in lakhs unless stated otherwise)

Particulars	As at 31-Mar-23	As at 31-Mar-22
Not due	1,112.28	879.29
0-30 days past due	160.89	116.49
31-60 days past due	2.33	0.87
61-90 days past due	1.89	0.56
More than	1.73	3.52
	1,279.12	1,000.73

B) Liquidity risk:

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the nature of the business, the Company maintains flexibility in funding by maintaining availability under committed facilities.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company takes into account the liquidity of the market in which the entity operates. In addition, the Company's liquidity management policy involves projecting cash flows in major currencies and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

Financing arrangements

The Company had obtained credit facility of Rs. 1035 Lakhs from Kotak Mahindra Bank Ltd, however the same has not been utilized.

Contractual maturities of financial liabilities

The tables below analyse the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying amounts as the impact of discounting is not significant.

Refer Note No. 20 for the Trade payables bifurcation.

C) Market risk - foreign exchange

The Company is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to US Dollar. Foreign exchange risk arises from recognised assets and liabilities denominated in a currency that is not the Company's functional currency. The Company, as per its overall strategy imports raw materials on the basis of market demand. The Company does not use forward contracts and swaps for speculative purposes.

Sensitivity

The sensitivity to profit or loss from changes in the exchange rates arises mainly from financial instruments denominated in USD. In case of a reasonably possible change in INR/USD exchange rates of +/- 2% (previous year +/-2%) at the reporting date, keeping all other variables constant, there would have been an impact on profits of INR 267.77 Lakhs (previous year INR 265.80 Lakhs).



D) Interest rate risk

i) Liabilities

The Company's policy is to minimise interest rate cash flow risk exposures on long-term financing. At 31 March 2023, the Company is exposed to changes in market interest rates through bank borrowings at variable interest rates.

Interest rate risk exposure

Below is the overall exposure of the Company to interest rate risk:

(Amounts are in lakhs unless stated otherwise)

Particulars	As at March 31, 2023	As at March 31, 2022
Variable rate borrowing	-	-
Fixed rate borrowing	-	-
Total Borrowings	-	-

Sensitivity

The sensitivity to profit or loss in case of a reasonably possible change in interest rates of +/- 50 basis points (previous year: +/- 50 basis points), keeping all other variables constant, would have resulted in an impact on profits by INR 0.00 Lakhs (Previous year INR 0.002 Lakhs)

ii) Assets

The Company's financial assets are carried at amortised cost and are at fixed rate only. They are, therefore, not subject to interest rate risk since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

E) Price risk

Exposure from investments in mutual funds:

The Company's exposure to price risk arises from investments in mutual funds held by the Company and classified in the balance sheet as fair value through other comprehensive income. To manage its price risk arising from investments in mutual funds, the Company invest only in liquid Funds.

Sensitivity

The sensitivity to profit or loss in case of an increase in price of the instrument by 5% keeping all other variables constant would have resulted in an impact on profits by INR 89.77 Lakhs (previous year INR 35.06 Lakhs).

Exposure from trade payables:

Company generally import on advance payment or on payment at the time of receipt documents. If there is any transaction of imports on credit basis, then such transaction is hedged.

Note 41 - Capital Management:

The Company's capital management objectives are: to ensure the Company's ability to continue as a going concern, to provide an adequate return to shareholders. The company monitors capital on the basis of the carrying amount of equity less cash and cash equivalents as presented on the face of balance sheet.

The Management assesses the Company's capital requirements in order to maintain an efficient overall financing structure while avoiding excessive leverage. This takes into account the subordination levels of the Company's various classes of debt. The Company manages the capital structure and makes adjustments to it in the light of changes in the economic conditions and the risk characteristics of the underlying assets.

The company monitors the capital on the basis of following ratios:

Dividends

Equity shares

(i) Final dividend for the year	-	320.90
(ii) Dividends not recognised at the end of the reporting period	320.90	-

**Summary of Significant Accounting Policies and Other Explanatory Information for the year ended 31st March 2023****Note 42 -Disclosure with respect to Ratio:**

Ratio	Numerator	Denominator	Current Period	Previous Period	% Variance	Reasons for Variance
(a) Current Ratio	Current Assets	Current Liability	8.96	8.67	3.31%	N.A.
(b) Debt Equity Ratio	Borrowings+ Interest Accrued	Total Equity	-	-	-	N.A.
(c) Debt Service Coverage Ratio	Net Profit after Tax +Depreciation+ Interest+loss on sale of Fixed Assets	Debt Service = Interest & Lease payments +Principal Repayments	564.13	4,427.30	-87.26%	Reduction in ratio due to increase in payment of interest.
(d) Return on Equity Ratio	Net Profit after Tax	Average Shareholder's Equity	15.70	11.31	38.84%	Increase was primarily on account of increase in profit after tax and exceptional income.
(e) Inventory turnover ratio	Cost of Goods sold or Sales	Average Inventory (Opening Inventory + Closing Inventory) /2	1.92	2.16	-11.27%	N.A.
(f) Trade Receivables Turnover ratio	Net Credit Sales	Average Accounts Receivables	18.86	18.72	0.76%	N.A.
(g) Trade Payables turnover	Net Credit Purchases	Average Trade Payables	24.81	22.09	12.30%	N.A.
(h) Net Capital turnover ratio	Net Sales	Working Capital	1.53	1.79	-14.06%	N.A.
(i) Net Profit Ratio	Net Profit	Net Sales	0.23	0.21	13.29%	N.A.
(j) Return on Capital Employed	Earning before interest and taxes	Capital Employed	0.26	0.24	9.44%	N.A.
(k) Return on investment	Net Return after Tax	Investments	0.20	0.18	12.90%	N.A.

Note: In respect of aforesaid mentioned ratios, no reasons for variance provided where change (25% or more) in FY 2022-23 in comparison to FY 2021-22.

43 Commitment and Contingent Liability :

- In 1992, STC of India Ltd had claimed for Rs. 9.03 Lakhs towards price difference & others, against this, Honourable Bombay High Court ordered Company to give bank guarantee of Rs. 1.65 Lakhs (Previous year Rs. 1.65 Lakhs)
 - Balance instalment towards work - in - progress of Rs. 2086.06 Lakhs, payable on the basis of various stages of completion of project over the period of five years.
 - The company has created a fixed deposit of Rs. 31.00 Lakhs marked lien in favour of Customs towards security against imported raw material.
- 44** Inter Corporate Deposit consist of a sum of Rs. 509.04 Lakhs given to M/s. Radius Estates Projects Private Limited (formerly known as Vishwaroop Realtors Private Limited. The said company is in the process of corporate insolvency resolution process under the Insolvency and Bankruptcy code, 2016 (IBC). The company has filed its claim as financial creditors as per the regulation 8 of the IBC code for the said outstanding amount. The company is awaiting the outcome from National Company Law Tribunal (NCLT). Due to uncertainty in realization of the said debt and pending a decision of NCLT the company continued not to provide interest on the said loan during the financial year.
- 45 Corporate Social Responsibility :** The Company has incurred INR 79.00 lakhs (previous year INR 62.00 Lakhs) towards Social Responsibility activities. It is included in the Statement of Profit and Loss. Further, no amount has been spent on construction / acquisition of an asset of the Company and the entire amount has been spent in cash. The amount required to be spent under Section 135 of the Companies Act, 2013 for the year 2021 is INR 78.92 lakhs i.e. 2% of average net profits for last three financial years, calculated as per Section 198 of the Companies Act, 2013.
- 46** During the year under review the company has written off Rs. 48.79 lakh as no more receivable against loan given to one of the party as management expect the same is not recoverable. The same is debited to other Comprehensive Income.
- 47** Additional Regulatory Information detailed in clause 6L of General Instructions given in Part I of Division II of the Schedule III to the Companies Act, 2013 are furnished to the extent applicable to the Company.
- 48** All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current - non current classification of assets and liabilities.
- 49** The previous year's figures have been regrouped and rearranged wherever necessary to make in compliance with the current financial year.

Notes 1 to 49 form an integral part of these financial statements.
As per attached report of even date.

For Bohra & Co.,
Chartered Accountants
Firm Registration No. 136492W

Anil Jain
Partner
Membership No. 039803

Place : Mumbai
Date : 13th May, 2023

For and on behalf of the Board Directors
Indo Borax & Chemicals Limited

Sajal Jain
Managing Director & CFO
DIN-00314855

Arun Sureka
Director
DIN-00148145

Sreelekha Jain
Director
DIN-08057896

N K Mittal
Director
DIN-00314916

Govind Parmar
Executive Director
DIN-03556411

Sachin Gupta
Director
DIN-09332193

Pravin Chavan
Company Secretary

**Independent Auditor's Report**

To the Members of INDO BORAX & CHEMICALS LIMITED

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of INDO BORAX & CHEMICALS LIMITED (hereinafter referred to as the 'Holding Company') and its subsidiaries (Holding Company and its subsidiary together referred to as "the Group"), which comprise the consolidated Balance Sheet as at March 31, 2023, and the consolidated statement of Profit and Loss, the consolidated statement of changes in equity and the consolidated cash flows Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies (hereinafter referred to as "the consolidated financial statements"). In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of their consolidated state of affairs of the Company as at March 31, 2023, of consolidated profit/loss, consolidated changes in equity and its consolidated cash flows for the year then ended.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by ICAI, and we have fulfilled our other ethical responsibilities in accordance with the provisions of the Companies Act, 2013. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit matter :

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

Other Information

The Holding Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Holding Company's annual report, but does not include the consolidated financial statements and our auditors' report thereon.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed and based on the work done/ audit report of other auditors, 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.

Emphasis of Matter

We draw your kind attention to the Note No. 47 to the consolidated financial statement; The Group has given Inter Corporate Deposit in the nature of loan to one of the party, which has filed the application for corporate insolvency resolution process under The Insolvency and Bankruptcy code, 2016.

The Group has filed its claim as financial creditors as per the regulation 8 of the IBC code for the said outstanding



amount. The Group is awaiting the outcome from National Company Law Tribunal (NCLT). Due to uncertainty in realization of the said debt and pending decision of NCLT Group continues not to provide interest on the said loan for the financial year ended 31-03-2023.

Our opinion is not modified in respect of this matter.

Management's and Board of Directors' Responsibilities for the Consolidated Financial Statements :

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Companies Act, 2013 that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group including its Associates and Jointly controlled entities in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for assessing the ability of the Group and of its associates and jointly controlled entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for overseeing the financial reporting process of the Group and of its associates and jointly controlled entities.

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

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

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

- (i) Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the



- override of internal control.
- (ii) Obtain an understanding of internal controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls
 - (iii) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management
 - (iv) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
 - (v) Evaluate the overall presentation, structure and content of the Ind AS financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
 - (vi) Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion

We communicate with those charged with governance 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, the auditor determines those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. In accordance with the requirements of SA 701, the auditor describes these matters in the auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, the auditor determines that a matter should not be communicated in the auditor's report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication

Other Matters

- (a) We did not audit the financial statements of subsidiary whose financial statements reflect total assets of Rs. 1065.56 lakh as at 31st March, 2023, total revenues of Rs. 1049.35 lakh and net cash flows amounting to Rs. 40.60 lakh for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net profit/loss after tax of Rs. 30.03 lakh for the year ended 31st March, 2023, as considered in the consolidated financial statements, in respect of above mention associates, whose



financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiary and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary, is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements / financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("CARO 2020"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the Annexure B, a statement on the matter specified in paragraph 3(xxi) of CARO 2020.
2. As required by Section 143(3) of the Act, we report, to the extent applicable, that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
 - (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
 - (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act.
 - (e) On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2023 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary company, incorporated in India, none of the directors of the Group companies, its associate companies and jointly controlled companies incorporated in India is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the adequacy of internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in Annexure.
 - (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 Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, its associates and jointly controlled entities- Refer Note 43 to the consolidated financial statements.
 - ii. Provision has been made in the consolidated financial statements, as required under the applicable law or accounting standards, 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 Holding Company and its subsidiary company, incorporated in India.

- iv. (a) The respective Managements of the Company and its subsidiaries and associate companies which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries and associate companies respectively that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company or any of such subsidiaries and associate companies to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company or any of such subsidiaries, jointly controlled entities and associate companies ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (b) The respective Managements of the Company and its subsidiaries and associate companies which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries, and associate companies respectively that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company or any of such subsidiaries from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company or any of such subsidiaries and associate companies 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.
- (c) Based on the audit procedures, that has been considered reasonable and appropriate in the circumstances, performed by us and those performed by the auditors of the subsidiaries and associate companies which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material misstatement.
- v) The dividend declared and paid during the year by the Holding Company, its subsidiary companies, associate companies and jointly controlled entities incorporated in India, is in compliance with Section 123 of the Act.
3. The Group, its associate companies and jointly controlled entities incorporated in India have paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V of the Act.

For Bohra & Co.
Chartered Accountants
FRN No. 136492W

Place : Mumbai
Date : 13th May, 2023

Anil Jain
Partner
Membership No.: 039803
UDIN No. : 23039803BGTKWU8966

**ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF INDO BORAX & CHEMICALS LIMITED****Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2023, We have audited the internal financial controls over financial reporting of Indo Borax & Chemicals Limited (hereinafter referred to as "the Holding Company") and its subsidiary company, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Company and its subsidiary companies, which are companies incorporated in India.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting 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 over financial reporting includes those policies and procedures that

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the



transactions and dispositions of the assets of the company;

- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

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

For Bohra & Co.
Chartered Accountants
FRN No. 136492W

Place : Mumbai
Date : 13th May, 2023

Anil Jain
Partner
Membership No.: 039803
UDIN No. : 23039803BGTKWU8966

**Consolidated balance sheet as at March 31, 2023**

(Amounts are in lakhs unless stated otherwise)

Particulars	Note	As at March 31, 2023	As at March 31, 2022
ASSETS			
Non-current assets			
Property, plant and equipment	1	1,629.64	1,306.34
Capital work-in-progress	2	118.32	108.52
Right of Use Assets	3	10.46	10.61
Investment in Properties	4	7,981.43	7,761.20
Other intangible assets			
Financial Assets			
i. Investments	5	344.91	31.17
ii. Loans	6	566.87	764.31
iii. Other Financial Assets	7	46.22	41.50
Total non-current assets		10,697.85	10,023.65
Current assets			
Inventories	8	5,788.46	6,503.85
Financial assets			
i. Investments	9	552.76	319.40
ii. Trade receivables	10	1,279.12	1,000.73
iii. Cash and cash equivalents	11	8,524.70	3,585.79
iv. Bank balances other than (iii) above	12	57.15	56.69
v. Loans	13	6.55	9.34
Other current assets	14	623.96	665.12
Total current assets		16,832.70	12,140.92
Total assets		27,530.55	22,164.57
EQUITY AND LIABILITIES			
Equity			
Equity share capital	15	320.90	320.90
Other equity	16	25,184.29	20,394.47
Equity attributable to owners of Indo Borax & Chemicals Limited		25,505.19	20,715.37
Non-controlling interests		-	-
Total equity		25,505.19	20,715.37
LIABILITIES			
Non-current liabilities			
Other Financial Liabilities	17	117.90	48.30
Deferred Tax Liabilities	18	143.88	117.07
Lease Liabilities	19	3.27	3.27
Total non-current liabilities		265.05	168.64
Current liabilities			
Financial liabilities			
i. Trade payables			
Total outstanding dues of micro enterprises and small enterprises	20	-	0.54
Total outstanding dues of creditors other than micro enterprises and small enterprises		340.84	476.65
ii. Other financial liabilities	21	1,006.09	599.91
iii. Lease liabilities	22	0.00	0.00
Employee benefit obligation	23	191.09	144.80
Current Tax Liabilities Net		222.29	58.66
Total liabilities		1,760.31	1,280.56
Total equity and liabilities		27,530.55	22,164.57

Significant Accounting Policies

The accompanying notes are an integral part of the financial statement

Notes 1 to 51 form an integral part of these financial statements.

As per attached report of even date.

For Bohra & Co.,

Chartered Accountants

Firm Registration No. 136492W

Anil Jain

Partner

Membership No. 039803

Place : Mumbai

Date : 13th May, 2023

For and on behalf of the Board Directors
Indo Borax & Chemicals Limited

Sajal Jain

Managing Director & CFO

DIN-00314855

Sreelekha Jain

Director

DIN-08057896

Govind Parmar

Executive Director

DIN-03556411

Arun Sureka

Director

DIN-00148145

N K Mittal

Director

DIN-00314916

Sachin Gupta

Director

DIN-09332193

Pravin Chavan

Company Secretary

**Consolidated statement of profit and loss for the year ended March 31, 2023**

(Amounts are in lakhs unless stated otherwise)

Particulars	Note	As at March 31, 2023	As at March 31, 2022
Revenue			
Revenue from continuing operations			
Gross Sales	24	22,507.93	17,571.89
Other operating income	25	717.58	321.25
Total Revenue		23,225.51	17,893.14
Expenses			
Cost of raw materials and components consumed	26	9,871.63	7,673.96
Purchase of Traded goods	27	-	7.51
Changes in inventories of finished goods, work-in-progress and traded goods	28	954.67	1.52
Employee benefit expenses	29	1,355.31	1,149.57
Finance Cost	30	9.23	0.84
Depreciation and amortisation expense (Includes amortisation of right to use of assets)	1	155.55	103.78
Other expenses	31	4,132.74	3,957.39
Total expenses		16,479.13	12,894.57
Profit before exceptional items and tax		6,746.38	4,998.57
Exceptional items	32	148.83	-
Profit before tax		6,895.21	4,998.57
Income tax expense			
- Current tax	33	1,796.60	1,343.16
- Deferred tax	33	29.21	18.26
Total tax expense/(credit)		1,825.81	1,361.42
Profit from continuing operations		5,069.40	3,637.15
Profit for the year		5,069.40	3,637.15

Other Comprehensive Income**Consolidated statement of other comprehensive income for the year ended March 31, 2023**

Particulars	Note	As at March 31, 2023	As at March 31, 2022
<i>Items that will be reclassified to profit or loss</i>			
Tax relating to above			
a) <i>Items That Will Not Be Reclassified To Profit Or Loss</i>		38.90	108.56
b) <i>Income Tax Relating To Items That Will Not Be Reclassified To Profit Or Loss</i>		2.41	9.66
Total other comprehensive income		41.31	118.22
OCI for the year		41.31	118.22
Total comprehensive income for the period		5,110.71	3,755.37
Net Profit attributable to :			
a) Owners of the Company		5,069.40	3,637.15
b) Non Controlling Interest		-	-
Other Comprehensive Income attributable to :		5,069.40	3,637.15
a) Owners of the Company		41.31	118.22
b) Non Controlling Interest		-	-
Total Comprehensive Income attributable to :		5,110.71	3,755.37
a) Owners of the Company		5,110.71	3,755.37
b) Non Controlling Interest		-	-
Earnings per share	34	5,110.71	3,755.37
Basic		15.80	11.33
Diluted		15.80	11.33

Significant Accounting Policies

The accompanying notes are an integral part of the financial statement

The above statement of profit and loss should be read in conjunction with the accompanying notes.

Notes 1 to 51 form an integral part of these financial statements.

As per attached report of even date.

For Bohra & Co.,

Chartered Accountants

Firm Registration No. 136492W

Anil Jain

Partner

Membership No. 039803

Place : Mumbai

Date : 13th May, 2023

**For and on behalf of the Board Directors
Indo Borax & Chemicals Limited****Sajal Jain**

Managing Director & CFO

DIN-00314855

Sreelekha Jain

Director

DIN-08057896

Govind Parmar

Executive Director

DIN-03556411

Arun Sureka

Director

DIN-00148145

N K Mittal

Director

DIN-00314916

Sachin Gupta

Director

DIN-09332193

Pravin Chavan

Company Secretary

**Summary of Significant Accounting Policies and Other Explanatory Information for the year ended 31st March 2023****Corporate Information**

Indo Borax & Chemicals Limited (the Company) is a public limited company incorporated and domiciled in India. Its shares are listed on Stock Exchange in India. It has formed its subsidiary Indoborax Infrastructure Private Limited. The registered office is at 302, Link Rose, Linking Road, Santacruz (West), Mumbai - 400054. The Company is engaged in manufacturing of Boron products.

The Consolidated accounts for the year ended 31st March, 2023 were consolidated on the basis of audited accounts presented by the subsidiary Indoborax Infrastructure Private Limited.

a) General information and Compliance with Ind AS :

The consolidated financial statements include the financial statements of the parent company and its subsidiary (hereinafter referred as group)

Name of the Subsidiary	Principle activities	Country of Incorporation	Proportion of ownership interest in (%)	
			2022-23	2021-22
Indoborax Infrastructure Private Limited	Builders and Developers	India	100%	100%

The consolidated financial statements have been prepared in accordance with Ind AS notified by the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016. Accordingly, the consolidated financial statements for the year ended 31 March 2023 are the Group's Ind AS consolidated financial statements. For periods up to and including the year ended 31 March 2023, the Group prepared its consolidated financial statements in accordance with accounting standards notified under section 133 of the Companies Act 2013 (the 'Act'), read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP).

Overall Consideration

The consolidated financial statements have been prepared using the significant accounting policies and measurement bases summarised below. These were used throughout all periods presented in the financial statements, except where the Group has applied certain accounting.

Basis of preparation

The Consolidated financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the Consolidated financial statements. All assets and liabilities have been classified as current or non current as per the Group normal operating cycle and other criteria as set out in the Division II of Schedule III to the Companies Act, 2013. Based on the nature of products and the time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Group has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

Subsidiary entity where the group exercise or controls 100% of its total share capital. The net assets and results of acquired businesses are included in the consolidated financial statements from their respective dates of acquisition, being the date on which the Group obtains control.

The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances. The accounting policies adopted in the preparation of consolidated financial statements are consistent with those of previous year. The financial statements of the Company and its subsidiary have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after eliminating intra group balances, intra group transactions and the unrealised profits/losses, unless cost/revenue cannot be recovered.

b) Current versus non current classification

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

- i. Expected to be realised or intended to sold or consumed in normal operating cycle,
 - ii. Held primarily for the purpose of trading,
 - iii. Expected to be realised within twelve months after the reporting period, or
 - iv. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.
- All other assets are classified as non-current.

**A liability is classified as current when**

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

All other liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

c) Property, Plant and Equipment :

Property, plant and equipment are stated at their cost of acquisition. The cost comprises purchase price, borrowing cost if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company. All other repair and maintenance costs are recognised in statement of profit and loss as incurred.

Subsequent measurement (depreciation and useful lives) :

Depreciation on property, plant and equipment is provided on straight line method on assets located in Factory premises. The company has followed written-down value method of providing depreciation with respect to assets located at Head Office. The Depreciation is computed on the basis of useful lives (as set out below) prescribed in Schedule II the Act :

The amortisation period and the amortisation method for finite-life intangible assets is reviewed at each financial year end and adjusted prospectively, if appropriate.

Description of Asset	Estimated useful life (in years)
Office Building	60
Factory Building	30
Plant and equipment	20
Office equipment	5
Computers	3
Electric installation	10
Furniture and fixtures	10
Vehicles	8

Leasehold improvements have been amortised over the estimated useful life of the assets or the period of lease, whichever is lower. The residual values, useful lives and method of depreciation are reviewed at each financial year end and adjusted prospectively, if appropriate.

Material items such as spare parts, stand-by equipment and service equipment are classified as PPE when they meet the definition of PPE as specified in Ind AS 16 – Property, Plant and Equipment

De-recognition

An item of property, plant and equipment and any significant part initially recognised is derecognised 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 income statement when the asset is derecognised.

d) Impairment of non-financial assets

At each reporting date, the Group assesses whether there is any indication based on internal/external factors, that an asset may be impaired. If any such indication exists, the Group estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount and the reduction is treated as an impairment loss and is recognised in the statement of profit and loss. All assets are subsequently reassessed for indications that an impairment loss previously recognised may no longer exist. An impairment loss is reversed if the asset's or cash-generating unit's recoverable amount exceeds its carrying amount.

The impairment losses and reversals are recognised in statement of profit and loss.

**e) Financial instruments****Financial assets****Initial recognition and measurement**

Financial assets and financial liabilities are recognised when the group becomes a party to the contractual provisions of the financial instrument and are measured initially at fair value adjusted for transaction costs.

Subsequent measurement

- i) Financial instruments at amortised cost – the financial instrument is measured at the amortised cost if both the following conditions are met:

The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. All the debt instruments of the Group are measured at amortised cost.

Trade Receivables and Loans:

Trade receivables are initially recognised at fair value. Subsequently, these assets are held at amortised cost, using the effective interest rate (EIR) method net of any expected credit losses. The EIR is the rate that discounts estimated future cash income through the expected life of financial instrument.

Mutual Funds, Equity investment, bonds and other financial instruments:

Mutual Funds, Equity investment, bonds and other financial instruments in the scope of Ind As 109 are measured at fair value through other comprehensive income (FVOCI).

Financial liabilities**Initial recognition and measurement**

All financial liabilities are recognised initially at fair value and transaction cost that is attributable to the acquisition of the financial liabilities is also adjusted. These liabilities are classified as amortised cost.

Subsequent measurement

Subsequent to initial recognition, these liabilities are measured at amortised cost using the effective interest method. These liabilities include borrowings.

De-recognition of financial liabilities

A financial liability is de-recognised 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 de- recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

f) Impairment of financial assets

In accordance with Ind AS 109, the group applies expected credit loss (ECL) model for measurement and recognition of impairment loss for financial assets.

ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Company expects to receive. When estimating the cash flows, the group is required to consider.

- i. All contractual terms of the financial assets (including prepayment and extension) over the expected life of the assets.
- ii. Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

Other financial assets

For recognition of impairment loss on other financial assets and risk exposure, the group determines whether there has been a significant increase in the credit risk since initial recognition and if credit risk has increased significantly, impairment loss is provided.

g) Inventories

Raw Material: Lower of cost or net realisable value. Cost is determined on first in first out ('FIFO') basis.



Work in progress, are valued at lower of cost and net realisable value. Cost of work in progress and manufactured finished goods comprises direct material, cost of conversion and other costs incurred in bringing these inventories to their present location and condition.

Finished goods: Lower of cost or net realisable value. Cost is determined on FIFO basis, includes direct material and labour expenses and appropriate proportion of manufacturing overheads based on the normal capacity for manufactured goods.

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

h) Foreign Currency Translation

Initial recognition

The Company's financial statements are presented in INR, which is also the Group's functional currency. Transactions in foreign currencies are recorded on initial recognition in the functional currency at the exchange rates prevailing on the date of the transaction.

Measurement at the balance sheet date

Foreign currency monetary items of the Group, outstanding at the balance sheet date are restated at the year-end rates. Non-monetary items which are carried at historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

Treatment of exchange difference

Exchange differences that arise on settlement of monetary items or on reporting at each balance sheet date of the Group's monetary items at the closing rate are recognised as income or expenses in the period in which they arise.

i) Income taxes :

Tax expense recognised in statement of profit and loss comprises the sum of deferred tax and current tax not recognised in Other Comprehensive Income ('OCI') or directly in equity.

Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income-tax Act. Current income-tax relating to items recognised outside statement of profit and loss is recognised outside statement of profit and loss (either in OCI or in equity).

Deferred income-tax is calculated using the liability method. Deferred tax liabilities are generally recognised in full for all taxable temporary differences. Deferred tax assets are recognised to the extent that it is probable that the underlying tax loss, unused tax credits or deductible temporary difference will be utilised against future taxable income. This is assessed based on the Group's forecast of future operating results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss or credit. Deferred tax assets or liability arising during tax holiday period is not recognised to the extent it reverses out within the tax holiday period. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax relating to items recognised outside statement of profit and loss is recognised outside statement of profit and loss (either in OCI or in equity).

j) Cash and cash equivalents

Cash and cash equivalents comprise cash in hand, demand deposits with banks/corporations and short-term highly liquid investments (original maturity less than 3 months) that are readily convertible into known amount of cash and are subject to an insignificant risk of change in value.

k) Post-employment, long term and short term employee benefits

i) Short Term Employee Benefits :

All employee benefits payable within twelve months of receiving employee services are classified as short-term employee benefits. These benefits include salaries and wages, bonus and ex-gratia.

ii) Defined contribution plans :

Employee benefits in the form of contribution to Provident Fund managed by Government authorities, Employees State



Insurance Corporation and Labour Welfare Fund are considered as defined contribution plan and the contributions are charged to the Profit and Loss Account of the year when the contributions to the respective funds are due.

iii) Defined benefit plans

Retirement benefit in the form of Gratuity benefit is considered as defined benefit obligation and is provided for on the basis of an actuarial valuation.

iv) Gratuity :

The group has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for payment to vested employees at retirement, death while in employment or on termination of employment of an amount based on the respective employee's salary and the tenure of employment. Vesting occurs upon completion of given years of service. The company makes contribution to employees group gratuity fund established by Life Insurance Corporation of India. Actuarial gains and losses arising from changes in actuarial assumptions are recognised in the Profit and Loss account in the period in which they arise.

l) Operating expenses :

Operating expenses are recognised in profit or loss upon utilisation of the service or as incurred.

m) Borrowing costs

Borrowing costs directly attributable to the acquisitions, construction or production of a qualifying asset are capitalised during the period of time that is necessary to complete and prepare the asset for its intended use or sale. Other borrowing costs are expensed in the period in which they are incurred and reported in finance costs.

n) Fair value measurement

The Group measures financial instruments, at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either :

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

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

o) Provisions, contingent assets and contingent liabilities

Provisions are recognised only when there is a present obligation, as a result of past events, and when a reliable estimate of the amount of obligation can be made at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates. Provisions are discounted to their present values, where the time value of money is material.

Contingent liability is disclosed for

- i. Possible obligations which will be confirmed only by future events not wholly within the control of the Group or :
- ii. Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

Contingent assets are not recognized. However, when inflow of economic benefit is probable, related asset is disclosed.

p) Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events including a bonus issue.

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

q) Business Combinations and Goodwill**Acquisition method**

Acquisitions of businesses are accounted for using the acquisition method. The consideration transferred in a business



combination is measured at fair value, which is calculated as the sum of the acquisition-date fair values of the assets transferred by the Group, liabilities incurred by the Group to the former owners of the acquiree and the equity interests issued by the Group in exchange for control of the acquiree. Acquisition related costs are recognised in the Consolidated Statement of Profit and Loss as incurred.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable. However, the following assets and liabilities acquired in a business combination are measured at the basis indicated below:

- a) deferred tax assets or liabilities, and the assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with Ind AS 12 'Income Taxes' and Ind AS 19 "Employee Benefits" respectively;
- b) liabilities or equity instruments related to share based payment arrangements of the acquiree or share – based payments arrangements of the Group entered into to replace share based payment arrangements of the acquiree are measured in accordance with Ind AS 102 "Share-based Payments" at the acquisition date; and
- c) assets (or disposal Groups) that are classified as held for sale in accordance with Ind AS 105 "Non-current Assets Held for Sale and Discontinued Operations" are measured in accordance with that standard.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. When a business combination is achieved in stages, the Group's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date (i.e. the date when the Group obtains control) and the resulting gain or loss, if any, is recognised in the Consolidated Statement of Profit and Loss. Any contingent consideration to be transferred by the acquirer is recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of Ind AS 109 "Financial Instruments", is measured at fair value with changes in fair value recognised in Consolidated Statement of Profit and Loss. If the contingent consideration is not within the scope of Ind AS 109, it is measured in accordance with the appropriate Ind AS. Contingent consideration that is classified as equity is not re-measured at subsequent reporting dates and subsequent its settlement is accounted for within equity.

Goodwill

Goodwill is measured at cost, being the excess of the aggregate of the consideration transferred, the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

A cash generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods. Where goodwill has been allocated to a cash generating unit and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained.

r) Revenue recognition

Sales of goods

IND AS 115: Revenue from Contracts with Customers

Revenue from Contracts with Customers Ind AS 115 establishes a single comprehensive model for entities to use in accounting for revenue arising from contracts with customers. Ind AS 115 will supersede the current revenue recognition standard Ind AS 18 Revenue, Ind AS 11 Construction Contracts when it becomes effective. The core principle of Ind AS 115 is that an entity should recognise revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration



to which the entity expects to be entitled in exchange for those goods or services. Specifically, the standard introduces a 5-step approach to revenue recognition:

- Step 1 : Identify the contract(s) with a customer
- Step 2 : Identify the performance obligation in contract
- Step 3 : Determine the transaction price
- Step 4 : Allocate the transaction price to the performance obligations in the contract
- Step 5 : Recognise revenue when (or as) the entity satisfies a performance obligation

Under Ind AS 115, an entity recognises revenue when (or as) a performance obligation is satisfied, i.e. when 'control' of the goods or services underlying the particular performance obligation is transferred to the customer. The Company has completed its evaluation of the possible impact of Ind AS 115 and will adopt the standard from 1st April, 2018.

Interest Income

Interest income is recognised on an accrual basis using the effective interest method.

Dividend

Dividends are recognised at the time the right to receive the payment is established.

s) Segment Information

The managing committee is considered to be the 'Chief Operating Decision Maker' (CODM) as defined in IND AS 108. The Operating Segment is the level at which discrete financial information is available. The CODM allocates resources and assess performance at this level. The Company has one operating segment i.e. Chemical Manufacturing which includes Boron Products.

t) Accounting for Lease :

Group as a lessee :

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

As per Ind AS 116, the lessee needs to recognise depreciation on rights of use assets and finance costs on lease liabilities in the statement of profit and loss.

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item are classified as operating leases. Operating lease payments are recognised as an expense in the Statement of Profit and Loss on a straight-line basis over the lease term unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

Leases where the lessor effectively retains substantially all the rights and benefits of ownership of the leased assets are classified as operating leases. At the date of commencement of lease the Group Company recognizes a right-of-use asset (ROU) and a corresponding lease liability for all lease arrangements in which it is a lease except for leases with a term of twelve months or less and low value leases. For these short term and low value leases the Group Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

The right to use assets are initially recognized at cost which comprises initial amount of the lease liability adjusted for any lease payment made at or prior to the date of the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-to- use assets are depreciated from the commencement date on straight line basis over lesser of the lease period or the useful life of the asset.

Lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable using the incremental borrowing rate for the Group.

u) Government Grants :

Government grants / subsidies received towards specific fixed assets have been deducted from the gross value of the concerned fixed assets.

**Summary of Significant Accounting Policies and Other Explanatory Information for the year ended 31st March 2023****Note 1 - Property, plant and equipment**

(Amounts are in lakhs unless stated otherwise)

Particulars	Buildings	Furniture fixture equipments and office-	Plant and machinery	Office equipments	Vehicles	Leased Land	Total
Gross block							
As at April 01, 2021	1,112.96	146.13	1,347.14	80.69	293.33	10.06	2,990.31
Additions	-	0.92	-	2.58	-	-	3.50
Deduction	-	-	-	-	-	-	-
As at March 31, 2022	1,112.96	147.05	1,347.14	83.27	293.33	10.06	2,993.81
Additions	-	-	-	2.00	485.28	-	487.28
Deduction	6.01	19.39	-	12.44	219.25	-	257.09
As at March 31, 2023	1,106.95	127.66	1,347.14	72.83	559.36	10.06	3,224.00

Particulars	Buildings	Furniture fixture equipments and office-	Plant and machinery	Office equipments	Vehicles	Leased Land	Total
Accumulated depreciation							
As at April 01, 2021	375.92	118.89	769.97	67.06	251.85	-	1,583.69
Depreciation charge during the year	37.59	6.76	44.42	5.45	9.56	-	103.78
Deduction	-	-	-	-	-	-	-
As at March 31, 2022	413.51	125.65	814.39	72.51	261.41	-	1,687.47
Depreciation charge during the year	36.15	5.13	44.34	3.79	65.98	-	155.39
Deduction	4.84	18.80	-	11.63	213.23	-	248.50
As at March 31, 2023	444.82	111.98	858.73	64.67	114.16	-	1,594.36
Net carrying amount as at March 31, 2023	662.13	15.68	488.41	8.16	445.20	10.06	1,629.64
Net carrying amount as at March 31, 2022	699.46	21.39	532.75	10.76	31.92	10.06	1,306.34

Note 2 - Capital Work in Progress

Ageing for capital work-in-progress as at March 31, 2023 is as follows

Capital work-in-progress

Particulars	Amount in capital work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Capital work-in-progress (*)	-	-	-	110.52	110.52
Plant & Machinery	7.79	-	-	-	7.79
	7.79	-	-	110.52	118.32

Ageing for capital work-in-progress as at March 31, 2022 is as follows:

Particulars	Amount in capital work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Capital work-in-progress (*)	-	-	-	108.52	108.52
				108.52	108.52

Note : (*) The amount reflected in capital work in progress represents advance given for allotment of Unit / Flat No. 1601 and 1602 for project named Avenue 54 at S. V. Road, Santacruz (West) Mumbai -400 054.

Note 3 - Right of use Assets

Particulars	As at March 31, 2023	As at March 31, 2022
The Company recognised ROU assets for the following assets categories:		
Lease hold land	10.46	10.61
Operating lease commitments as of 1st April, 2022	10.61	10.77
Lease Commitment During the year	-	-
Amortization during the year	0.15	0.15
Exemption of commitments for short-term leases	-	-
Exemption of commitments for leases of low value assets	-	-
Undiscounted future lease payments from operating leases	3.27	10.73
Effect of discounting	0.20	7.65
Interest on leasehold rights	0.20	0.20
Lease liabilities as of March 31, 2023	3.27	3.27
Lease liabilities non-current as of March 31, 2023	3.27	3.27
Lease liabilities current as of March 31, 2023	0.00	0.00

**Summary of Significant Accounting Policies and Other Explanatory Information for the year ended 31st March 2023****Note 4 - Investment property**

(Amounts are in lakhs unless stated otherwise)

Particulars	As at March 31, 2023	As at March 31, 2022
Gross block		
Opening gross carrying amount	7,761.20	7,457.31
Additions	220.23	303.89
Disposals	-	-
Exchange differences	-	-
Closing gross carrying amount	7,981.43	7,761.20

(i) Amounts recognised in the statement of profit and loss for investment properties

Particulars	As at March 31, 2023	As at March 31, 2022
Rental income	238.27	84.00
Direct operating expenses for property that generated rental income	(53.49)	(11.24)
Direct operating expenses for property that did not generate rental income	-	(20.31)
Profit from investment properties before depreciation	184.78	52.45
Depreciation	-	-
Profit from investment properties	184.78	52.45

(ii) Leasing arrangements

Minimum lease payments receivable under non-cancellable operating leases of investment properties are as follows:

Particulars	As at March 31, 2023	As at March 31, 2022
Within 1 year	223.02	84.00
Later than 1 year but not later than 5 years	703.95	21.00
Later than 5 years	-	-
Total	926.97	105.00

(iii) Fair value of investment property as on 31st March, 2023 is Rs. 8301.00 lakhs (Rs. 81,31.63 lakhs)

The company obtains independent valuations for its investment in properties. The best evidence of fair value is current prices in an active market for similar properties. Where such information is not available, the company consider information from a variety of sources including:

- * current prices in an active market for properties of different nature or recent prices of similar properties in less active markets, adjusted to reflect those differences.
- * discounted cash flow projections based on reliable estimates of future cash flows.
- * capitalised income projections based upon a property's estimated net market income, and a capitalisation rate derived from an analysis of market evidence.

The fair values of investment in commercial properties have been determined by Independent Valuer H. Mehta & Associates. The main inputs used are the rental growth rates, expected vacancy rates, terminal yields and discount rates based on comparable transactions and industry data. All resulting fair value estimates for investment properties are included in level 3

**Summary of Significant Accounting Policies and Other Explanatory Information for the year ended 31st March 2023****Note 5 - Non-current investments**

(Amounts are in lakhs unless stated otherwise)

Particulars	No. Of Share/Bond Unit	As at March 31, 2023	No. Of Share/Bond Unit	As at March 31, 2022
Other Equity Instruments :				
Unquoted, fully paid up				
Reliance Media Works Ltd	675	-	675	-
Investment in Equity Instruments				
Quoted, fully paid up				
At Fair value through OCI				
Central Bank of India Ltd	3200	0.77	3200	0.59
Jaiprakash Associates Limited	4500	0.31	4500	0.37
Jindal Steel & Power Limited	300	1.64	300	1.60
Kamanwala Industries Limited	57395	4.40	57395	7.35
L & T Limited	900	19.48	900	15.91
Mphasis Limited	300	-	300	-
National Thermal Power Limited	3600	6.31	3600	4.86
Punj Lloyd Limited	1460	0.04	1460	0.03
Reliance Communication Limited	2000	0.03	2000	0.05
Unity Projects Limited	2000	0.02	2000	0.02
Investment in Debentures - fully paid up				
Unquoted,				
At Fair value through OCI				
NTPC Ltd, Non Convertible Debentures	3000	0.31	3000	0.39
IDFC Crisil Gilt 2027 Index Fund (erstwhile IDFC Crisil IBX Gilt June 2027)	2867815.77	311.60	-	-
		344.91		31.17

Aggregate amount of quoted investments	33.30	31.17
Aggregate market value of listed and quoted investments	33.30	31.17
Aggregate amount of unquoted investments	-	-
Aggregate amount of impairment in value of investments	-	-

Note 6 - Long term loans and advances

Particulars	As at March 31, 2023	As at March 31, 2022
Loans- Intercorporate Deposits		
Inter Corporate Deposits (Refer note - 47)	509.04	509.04
Advances recoverable in cash or kind		
Unsecured, considered good	-	162.91
Other loans and advances, unsecured, considered good		
Advance income-tax (net of provision for taxation)	3.64	36.97
Provision for doubtful advances	-	199.88
	3.64	199.88
Other loans and advances, unsecured, considered good		
Advance income-tax(net of provision for taxation)	-	-
MAT credit entitlement		
Prepaid expenses		
Loans to employees	54.19	55.39
Balances with statutory/government authorities		
Others	54.19	55.39
Total	566.87	764.31

**Summary of Significant Accounting Policies and Other Explanatory Information for the year ended 31st March 2023****Note 7 - Other non-current financial assets**

(Amounts are in lakhs unless stated otherwise)

Particulars	As at March 31, 2023	As at March 31, 2022
Unsecured, considered good		
Security Deposits	46.22	41.50
	-	-
Total	46.22	41.50

Note 8 - Inventories

Particulars	As at March 31, 2023	As at March 31, 2022
Raw materials (Refer note 26)	5,561.36	5,291.08
Stock in Process	50.42	36.18
Finished goods	57.66	29.64
Flat	-	996.92
Stock of Consumable Stores & Spare parts (at cost)	119.02	150.03
Total	5,788.46	6,503.85

Note 9 - Current investments

Particulars	No. Of Share/MF Units	As at March 31, 2023	No. Of Share/MF Units	As at March 31, 2022
In Units Of Mutual Fund - unquoted				
At Fair value through OCI				
SBI Fixed Maturity Plan -Series 82	50	500.00	-	-
SBI Magnum Ultra Short Duration Fund Regular -Growth	-	-	5558.794	269.36
SBI Arbitrage Opportunity Fund- Regular Plan- Growth	183452.829	52.76	183452.829	50.04
				-
Total		552.76		319.40
Aggregate amount of quoted investments		552.76		319.40
Aggregate market value of listed and quoted investments		552.76		319.40
Aggregate amount of unquoted investments		-		-
Aggregate Provision for Impairment in the Value of Investments		-		-

Note 10 - Trade receivables

Particulars	Outstanding for following periods from due date of payment					31-03-2023	Particulars	Outstanding for following periods from due date of payment					31-03-2022
	Less than 6 months	6 months- 1 year	1-2 yrs.	2-3 yrs.	More than 3 yrs.			Less than 6 months	6 months- 1 year	1-2 yrs.	2-3 yrs.	More than 3 yrs.	
(i) Undisputed Trade receivables- considered good	1,277.39	0.12	1.61	-	-	1,279.12	(i) Undisputed Trade receivables- considered good	997.20	3.53	-	-	-	1,000.73
(ii) Undisputed Trade Receivables- Considered Doubtful	-	-	-	-	-	-	(ii) Undisputed Trade Receivables- Considered Doubtful	-	-	-	-	-	-
(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-	(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-	-	(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
Total	1,277.39	0.12	1.61	-	-	1,279.12	Total	997.20	3.53	-	-	-	1,000.73

Note 11 - Cash and cash equivalents

Particulars	As at March 31, 2023	As at March 31, 2022
Cash on hand	2.63	1.19
Bank balances		
- Current Account	391.56	293.96
- Fixed Deposit with banks	6,300.00	2,665.21
- Investment in Liquid Mutual Fund	1,830.51	625.43
Total	8,524.70	3,585.79

**Summary of Significant Accounting Policies and Other Explanatory Information for the year ended 31st March 2023****Note 12 - Other bank balances**

(Amounts are in lakhs unless stated otherwise)

Particulars	As at March 31, 2023	As at March 31, 2022
Margin money deposits	32.79	32.79
Unclaimed dividend account (refer note a below)	24.36	23.90
Total	57.15	56.69

Note : Unclaimed dividend are not due for deposit to the Investors Education and Protection Fund.

Note 13 - Short term loans and advances

Particulars	As at March 31, 2023	As at March 31, 2022
Loans to Employees	6.55	9.34
Total	6.55	9.34

Note 14 - Other current assets

Particulars	As at March 31, 2023	As at March 31, 2022
Prepaid expenses	48.53	11.83
Deposit with govt authorities (refer note below)	75.64	302.67
Advances to Suppliers	37.80	141.93
Others	374.52	195.38
Interest Receivable	87.47	13.31
Income Tax Advances (Net of Provisions)		
Total	623.96	665.12

Note : Deposit with government authorities includes 58,62,806/- (Previous year Rs. 1,58,62,806/-) (Deposit of Rs. 61,55,946/- (Previous year Rs. 1,61,55,946/-) less input tax credit taken towards IGST of Rs. 2,93,140/- (previous year Rs. 2,93,140/-) deposit with custom department.

Note 15 - Share capital and other equity**Share capital**

	As at March 31, 2023	As at March 31, 2022
Authorised shares		
60000000 Equity Shares of Rs. 1/- each	600.00	600.00
(Previous Year 60000000 Equity Shares of Rs 1/- each)		
Issued, subscribed shares		
32280000 Equity Shares of Rs. 1/- each	322.80	322.80
(Previous year 33280000 Equity Shares)		
Issued, subscribed and fully paid-up shares		
32090000 Equity Shares of Rs. 1/- each	320.90	320.90
(Previous year 32090000 Equity Shares of Rs. 1/- each)		
	320.90	320.90

(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Equity Shares	Nos.	Nos.
Balance as at 31st March 2022	3,20,90,000	3,20,90,000
Changes during the Year	-	-
Balance as at 31st March 2023	3,20,90,000	3,20,90,000

(b) Terms/ rights attached to equity shares

The company has only one class of equity shares having par value of Rs. 1 per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

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.

The distribution will be in proportion to the number of equity shares held by the equity shareholders.

During last five years no shares were allotted without payment being received in cash or as bonus shares, however company were bought back and extinguished 2,72,000 equity shares during the financial year 2014-15.

Amount originally received on foreited shares Rs. 1,39,350/- (Inclusive of share premium) included in Reserve & Surplus.

**(c) Details of shareholders holding more than 5% shares in the Company
(as per the register of members of the Company are as under) :-**

Name of the shareholder	As at March 31, 2023		As at March 31, 2022	
	Nos. of Shares	% holding in the class	Nos. of Shares	% holding in the class
Equity shares of Rs. 10/- each fully paid				
Mr. Sajal Jain	8655390	26.97	8953890	27.90
Mrs. Sreelekha Jain	2077020	6.47	2077020	6.47
Mr. Saumya Jain	5138587	16.01	5383510	16.78

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.

(d) Details of Promoter holding (as per the register of members of the Company are as under) :

Name of the shareholder	As at March 31, 2023			As at March 31, 2022		
	Nos. of Shares	% holding in the class	% of change during the year	% holding in the class	% of change during the year	% of change during the year
Equity Shares	Equity shares of Rs. 1/- per share					
Mr. Sajal Jain	8655390	26.97	3.33	8953890	27.90	-
Mrs. Sreelekha Jain	2077020	6.47	-	2077020	6.47	-
Mr. Saumya Jain	5138587	16.01	4.55	5383510	16.78	-
Mrs. Pranika Jain	10	0.00	-	10	0.00	100.00
Mrs. Shubhra Jain Sivaradjou	232000	0.72	100.00	0	-	-
Sajal Jain, Karta of HUF	905000	2.82	-	905000	2.82	-
Sushilkumar Jain, Karta of HUF	-	-	100.00	464000	1.45	-

e) Final & Interim Dividend on Equity Shares

Final dividend of Rs 1 (i.e. 100%) per equity share of Rs 1/- each for the Financial Year ended March 31, 2022 on 3209000 equity shares declared by Shareholders at Annual General Meeting held on 27th August, 2022.

f) Split up of equity shares :

The Board of Directors at their meeting held on 14th June, 2021 approved the sub-division of each equity share of face value of Rs. 10/- fully paid up into 10 equity shares of face value of Rs. 1/- each fully paid up. The same has been approved by the members in the Annual General Meeting held on 28th August, 2021. The effective date for the subdivision was 28th September, 2021. Accordingly, equity shares and earning per shares have been adjusted for the share split in accordance with IND AS 33 "Earning Per Share" for all previous quarters.

Note 16 - Other Equity

	As at March 31, 2023	As at March 31, 2022
Reserves and Surplus		
Capital Redemption Reserve	27.20	27.20
Balance Brought Forward	27.20	27.20
Share Forfeiture Account		
Balance Brought Forward	1.39	1.39
	1.39	1.39
General Reserve		
Balance Brought Forward	2,184.11	1,834.11
Transfer from Surplus	-	350.00
	2,184.11	2,184.11
Surplus in the statement of profit and loss		
Balance as per the last financial statements	18,181.77	15,097.30
Profit for the year	5,110.71	3,755.37
Less: Appropriations		
Dividend distributed on equity shares	320.89	320.90
Transfer to General Reserve	-	350.00
Closing Balance	22,971.59	18,181.77
TOTAL	25,184.29	20,394.47

**Summary of Significant Accounting Policies and Other Explanatory Information for the year ended 31st March 2023****Note 17 - Other non-current financial liabilities**

(Amounts are in lakhs unless stated otherwise)

Particulars	As at March 31, 2023	As at March 31, 2022
Leased Deposits	117.90	48.30
Total	117.90	48.30

Note 18 - Deferred tax liabilities

Particulars	As at March 31, 2023	As at March 31, 2022
Deferred tax liabilities arising on account of:		
Deferred tax asset arising on account of Provision for employee benefits	2.36	2.75
Deferred tax asset arising on account of Financial assets at fair value through OCI	9.00	7.59
TOTAL OF DEFERRED TAX ASSETS	11.37	10.35
Deferred tax liability arising on account of Difference between accounting base and tax base of PPE	155.24	126.92
Deferred tax liability arising on account of Financial assets at fair value through OCI	-	0.49
TOTAL OF DEFERRED TAX LIABILITY	155.24	127.42
Diff. between accounting base and tax base of PPP	143.88	117.07
Total	143.88	117.07

Note 19 - Lease Liabilities

Particulars	As at March 31, 2023	As at March 31, 2022
Lease Liability	3.27	3.27
Total	3.27	3.27

Note 20 - Trade payables

Particulars	Outstanding for following periods from due date of payment				31-03-2023	Particulars	Outstanding for following periods from due date of payment				31-03-2022
	Less than 1 yr.	1-2 yrs.	2-3 yrs.	More than 3 yrs.			Total	Less than 1 yr.	1-2 yrs.	2-3 yrs.	
(i) MSME	-	-	-	-	-	(i) MSME	0.54	-	-	-	0.54
(ii) Others	314.43	8.54	5.70	12.17	340.84	(ii) Others	453.08	6.29	11.23	6.05	476.65
(iii) Disputed dues-MSME	-	-	-	-	-	(iii) Disputed dues-MSME	-	-	-	-	-
(iv) Disputed dues-Others	-	-	-	-	-	(iv) Disputed dues-Others	-	-	-	-	-
Total	314.43	8.54	5.70	12.17	340.84	Total	453.62	6.29	11.23	6.05	477.19

(*DETAILS OF DUES TO MICRO ENTERPRISES AND SMALL ENTERPRISES:

Particulars	As at March 31, 2023	As at March 31, 2022
(a) the principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year	NIL	NIL
(b) the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	NIL	NIL
(c) the amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	-	-
(d) the amount of interest accrued and remaining unpaid at the end of each accounting year	10,065	10,065
(e) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	NIL	NIL

**Summary of Significant Accounting Policies and Other Explanatory Information for the year ended 31st March 2023****Note 21 - Other current financial liabilities**

(Amounts are in lakhs unless stated otherwise)

Particulars	As at March 31, 2023	As at March 31, 2022
a) Statutory dues payable	342.63	88.56
b) Salaries due to director	553.97	384.47
c) Advance received from clients	76.88	86.34
d) Other Liabilities	8.26	16.65
e) Unclaimed Dividend	24.35	23.89
Total	1,006.09	599.91

Note 22 - Current Lease Liabilities

Particulars	As at March 31, 2023	As at March 31, 2022
Lease Liability	0.00	0.00
Total	0.00	0.00

Note 23 - Employee benefit obligation

Particulars	As at March 31, 2023	As at March 31, 2022
Provision for gratuity (net) (Refer Note 29)	155.29	144.80
Provision for Leave (net) (Refer Note 29)	35.80	-
Total	191.09	144.80

Note 24 - Revenue from operations

Particulars	As at March 31, 2023	As at March 31, 2022
Operating Income :		
Manufactured goods	21,496.93	17,541.89
Sale of Flat	1,011.00	-
Rent Received	-	30.00
	22,507.93	17,571.89
Sale of products comprises :		
Manufactured goods		
Sales of Boron Product & other chemicals	21,496.93	17,541.89
Traded goods		
Sale of Flat	1,011.00	-
	22,507.93	17,541.89

Note 25 - Other income

Particulars	As at March 31, 2023	As at March 31, 2022
Dividend income from investments	0.46	0.39
Interest received	236.70	47.42
Interest received on Debenture	0.11	0.03
Gain/(Loss) on Sale of Investments	106.74	27.40
Net gain on foreign currency transactions and translation	73.50	126.91
Profit on Sale of Assets	22.65	-
Misc. Income	0.02	0.03
Rent & Facility Charges	274.15	115.98
Sundry balances w/back	3.25	3.09
Total	717.58	321.25

**Summary of Significant Accounting Policies and Other Explanatory Information for the year ended 31st March 2023****Note 26 - Cost of materials consumed**

(Amounts are in lakhs unless stated otherwise)

Particulars	As at March 31, 2023	As at March 31, 2022
Opening Stock	5291.08	1813.99
Add: Purchases		
Ulexite	9212.44	9947.33
Sulphuric Acid	867.22	887.69
Colemanite	0.00	49.92
Borax Penta	0.00	158.80
Others	62.25	107.31
	<u>15432.99</u>	<u>12965.04</u>
Less : Closing Stock	5561.36	5291.08
Total	9871.63	7673.96

(a) Raw Materials Consumed Comprise :

Ulexite	8,930.64	6,474.72
Sulphuric Acid	874.14	887.75
Colemanite	-	49.92
Borax Penta	0.50	158.30
Others	66.35	103.27
	<u>9,871.63</u>	<u>7,673.96</u>

(b) Value of imported raw materials consumed and the value of all indigenous raw materials similarly consumed and the percentage of each to the total consumption.

Particulars	As at March 31, 2023	%	As at March 31, 2022	%
Raw Materials				
(i) Imported	8,931	90.47	6,475	84.37
(ii) Indigenous	941	9.53	1,199	15.63
	<u>9,872</u>	<u>100.00</u>	<u>7,674</u>	<u>100.00</u>

Note 27 - Purchase of traded goods

Particulars	As at March 31, 2023	As at March 31, 2022
Residential Flat	-	7.51
	-	<u>7.51</u>

Note 28 - (Increase)/Decrease in inventories

Particulars	As at March 31, 2023	As at March 31, 2022
Inventories at the beginning of the year		
Finished goods	1,026.56	1,052.42
Work-in-progress	36.19	11.85
	<u>1,062.75</u>	<u>1,064.27</u>
Inventories at the end of the year		
Finished goods	57.66	29.64
Work-in-progress	50.42	36.19
Flat	-	996.92
	<u>108.08</u>	<u>1,062.75</u>
	<u>954.67</u>	<u>1.52</u>

Note 29 - Employee benefit expenses

Particulars	As at March 31, 2023	As at March 31, 2022
Salaries, Wages, Bonus & Ex-gratia	1,278.70	1,063.17
Contribution to E.S.I.C.	3.70	3.64
Contribution to Provident Fund	47.17	47.91
Provision / Contribution to Group Gratuity and LIC	15.12	14.58
Workmen & Staff Welfare expenses	10.62	20.27
Total	1,355.31	1,149.57



(a) As per Accounting Standard 15 "Employee benefits", the disclosures as defined in the Accounting Standard are given below:

Defined Contribution Plan :

Contribution to Provident Fund is Rs. 47.17 Lakhs/- (Previous Year Rs. 47.91 Lakhs), ESIC and Labour Welfare Fund Includes Rs. 3.70 Lakhs- (Previous Year Rs.3.64 Lakhs).

Defined Benefit Plan :

Gratuity and Leave Encasement :

The Company makes partly annual contribution to the Employees' Group Gratuity-cum-Life Assurance Scheme of the Life Insurance Corporation of India, a funded benefit plan for qualifying employees. The scheme provides for lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 days service for each completed year of service or part thereof depending on the date of joining. The benefit vests after five years of continuous service.

(Amounts are in lakhs unless stated otherwise)

Assumptions	Gratuity Funded Non Funded		Leave Encasement Non Funded	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Reconciliation of opening and closing balances of the present value of the defined benefit Obligation:				
Present Value of obligation as at beginning of year	144.80	134.32	25.21	27.95
Current service cost	14.12	13.80	23.81	6.50
Prior service cost	-	-	-	-
Interest cost	10.53	9.42	-	1.49
Actuarial (gain) / loss	(5.88)	(11.36)	-	2.94
Benefits paid	(8.28)	(1.38)	(13.22)	(13.67)
Present Value of obligation as at end of the year	155.29	144.80	35.80	25.21
Change in Plan assets				
Plan assets at period beginning, at fair value	134.79	117.11	-	-
Expected return on plan assets	9.99	8.63	-	-
Actuarial (gain) / loss	(2.17)	(1.71)	-	-
Contribution	5.28	12.14	13.22	13.67
Benefits paid	(8.28)	(1.38)	(13.22)	(13.67)
Fair value of Plan assets at end of the year	139.61	134.79	-	-
Fair Value of Plan Assets				
Fair Value of plan assets at beginning of year	134.79	117.11	-	-
Actual return on plan assets	7.82	6.92	-	-
Contributions	5.28	12.14	13.22	13.67
Benefits paid	(8.28)	(1.38)	(13.22)	(13.67)
Fair Value of plan assets at the end of year	139.61	134.79	-	-
Funded status	-	-	-	-
Excess of Actual over estimated return	Nil	Nil	Nil	Nil
The Amounts to be recognized in the balance sheet and statements of profit and loss				
Present value of obligations as at the end of year	155.29	144.80	35.80	25.21
Fair value of plan assets as at the end of the year	139.61	134.79	-	-
Funded status	-	-	-	-
Net asset/(liability) recognized in balance sheet	15.68	10.01	35.80	25.21
Expenses for the year				
Current service cost	14.12	13.80	23.81	6.50
Prior service cost	-	-	-	-
Interest cost on benefit obligation	10.53	9.42	-	1.49
Expected return on plan assets	(9.53)	(8.64)	-	-
Net actuarial (gain)/loss recognised in the year	-	-	-	2.94
Total Expenses Recognised in the Profit and Loss Account	15.12	14.58	23.81	10.93
Remeasurement effects recognized in other Comprehensive Income				
Actuarial (gain)/Losses due to Demographic Assumption changes in DBO	-	-	-	-
Actuarial (gain)/Losses due to Financial Assumption changes in DBO	(0.81)	(5.82)	-	-
Actuarial (Gain)/Losses due to Experience on DBO	(5.07)	(5.55)	-	-
Return on Plan Assets (Greater)/ Less than Discount rate	2.17	1.71	-	-
Net actuarial (gain)/loss recognised in the year	-	-	-	-
Total Actuarial (gain)/loss included in OCI	(3.71)	(9.66)	-	-



Assumptions	Gratuity Funded			
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2023
Discount Rate	7.55%	7.05%	7.55%	7.49%
Employee Turnover	5.00%	5.00%	5.00%	5.00%
Salary Escalation	7.00%	5.00%	7.00%	7.00%
Mortality	Indian Assured Lives Mortality (2012-14) Ultimate			

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion, and other relevant factors, such as supply and demand in the employment market.

Note 30 - Net finance costs (Amounts are in lakhs unless stated otherwise)

Particulars	As at March 31, 2023	As at March 31, 2022
Interest on Working Capital	0.13	0.02
Other Interest	9.10	0.82
Total	9.23	0.84

Note 31 - Other expenses

Particulars	As at March 31, 2023	As at March 31, 2022
Stores, Spares and Packing	539.23	501.31
Power & Fuel	1,029.15	859.87
Repairs & Maintenance (Building)	2.82	34.22
Machinery & Electrical Repairs	254.60	166.00
Water Charges	17.49	16.55
Factory Expenses	492.24	418.10
Insurance Charges	9.25	11.25
Repairs-Others	17.35	10.16
Rent and Other Charges	105.88	88.51
Rates & Taxes	2.79	2.92
Discount	0.17	-
Donation	1.41	2.66
Freight, Coolie & Cartage	40.23	241.57
Commission and Brokerage	956.23	709.77
Corporate Social Responsibility Contribution	79.00	62.00
Travelling and conveyance	67.83	84.20
Telephone charges	4.09	4.23
Printing & Stationery	2.57	3.33
Directors Sitting Fees	1.80	1.77
Vehicle Expenses	18.91	24.68
Auditors' Remuneration	8.68	13.90
Legal and Professional charges	354.35	454.88
Bank Charges	4.13	5.07
Sales Tax	3.98	0.05
Advertisement & Sales Promotion	98.88	186.05
General Expenses	19.68	54.34
Total	4,132.74	3,957.39

Note 32 - Exceptional Items

Particulars	As at March 31, 2023	As at March 31, 2022
Profit on Sale of Office premises	148.83	-
Total	148.83	-

Consumable Stores & Spares and Packing :

Particulars	As at March 31, 2023	As at March 31, 2022
a) Imported	-	-
b) Indigenous	539.23	501.31

**Summary of Significant Accounting Policies and Other Explanatory Information for the year ended 31st March 2023****Note 33 - Taxation***-Income tax expense*

(Amounts are in lakhs unless stated otherwise)

Particulars	As at March 31, 2023	As at March 31, 2022
<i>Current tax</i>		
Current tax on profits for the year	1,758.80	1,327.45
Adjustments for current tax of prior periods	37.80	15.71
Total current tax expense	1,796.60	1,343.16
<i>Deferred tax</i>		
Decrease/(increase) in deferred tax assets	-	-
(Decrease)/increase in deferred tax liabilities	29.21	18.26
Total deferred tax expense/(benefit)	29.21	18.26
Income tax expense	1,825.81	1,361.42

Note 34 - Earning Per Share:

Particular	As at March 31, 2023	As at March 31, 2022
Profit after Tax	5,069.40	3,637.15
No. of shares outstanding	3,20,90,000	3,20,90,000
Weighted Average No. of shares + potential shares o/s	3,20,90,000	3,20,90,000
Earning per share (Basic)	15.80	11.33
Earning per share (Diluted)	15.80	11.33

Note 35 - Value Of Imports On C.I.F. Basis:

Particular	As at March 31, 2023	As at March 31, 2022
Raw Materials	8,667.59	8,450.89

Note 36 - Expenditure In Foreign Currency:

Particular	As at March 31, 2023	As at March 31, 2022
1. Foreign Travels	19.07	35.31
2. Others	0.45	0.06

Note 37 - Remuneration to Auditors:

Particular	As at March 31, 2023	As at March 31, 2022
As Auditors	7.00	11.70
Tax Audit Fees	1.50	1.00
Other Services	-	1.20
Total	8.50	13.90

Note 38 - Details of Related parties transactions are as under :

Details of transactions between the company and its related parties are disclosed below.

a) List of related parties and relationship where control exists or with whom transactions were entered into:

Subsidiary

Indoborax Infrastructure Private Limited

Key Management Personnel

Mr. Sajal Jain, Managing Director & Chief Financial Officer

Mr. Govind Parmar, Executive Director

Mr. Arun Sureka, Independent Director

Mr. N.K. Mittal, Independent Director

Mr. Sachin Gupta, Independent Director

Mrs. Sreelekha Jain, Non-Executive Director

Relative of Key Management Personnel

Mr. Saumya Jain, Business Development Manager

**Summary of Significant Accounting Policies and Other Explanatory Information for the year ended 31st March 2023****b) Transactions during the year with related parties:**

(Amounts are in lakhs unless stated otherwise)

Sr. No.	Particulars	Subsidiary Company		Key Management Personnel		Relatives of Key Managerial Person	
		2022-23	2021-22	2022-23	2021-22	2022-23	2021-22
1	Payments to & provision for Directors' remuneration Mr. Govind Parmar Mr. Sajal Jain			17.26 701.93	4.39 535.36		
2	Salary to Relative Mr. Saumya Jain					64.21	63.65
3	Rent Received from KMP Mr Sajal Jain-Rent Received			52.49	-		
4	Directors Sitting Fees Mr. Arun Sureka, Independent Director Mr. N.K. Mittal, Independent Director Mr. Sachin Gupta, Independent Director Mrs. Sreelekha Jain, Non-Executive Director			0.48 0.48 0.54 0.30	0.51 0.42 0.36 0.30		

c) Outstanding as at year end

Sr. No.	Particulars	Subsidiary Company		Key Management Personnel		Relatives of Key Managerial Person	
		2022-23	2021-22	2022-23	2021-22	2022-23	2021-22
1	Outstanding Payables Mr. S. K. Jain Mr. Govind Parmar Mr. Sajal Jain Mr. Saumya Jain			- 1.50 552.48	1.30 1.48 381.69		
2	Outstanding Receivables Mr. Sajal Jain			4.80	-	3.00	

Note 39 - Financial instruments**i) Fair values hierarchy**

Financial assets and financial liabilities measured at fair value in the statement of financial position are grouped into three levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

Level 1 : quoted prices (unadjusted) in active markets for identical assets or liabilities;

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.

Level 3 : inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Financial assets and liabilities measured at fair value - recurring fair value measurements

(Amounts are in lakhs unless stated otherwise)

As at 31 March 2023				Level 1	Level 2	Level 3	Total
Financial assets							
Investments at fair value through Other Comprehensive Income							
Shares							
				33.00	-	-	33.00
Mutual funds							
				864.37	-	-	864.37
Other							
				0.31	-	-	0.31
Total financial assets				897.68	-	-	897.68
As at 31 March 2022				Level 1	Level 2	Level 3	Total
Financial assets							
Investments at fair value through Other Comprehensive Income							
Shares							
				30.77	-	-	30.77
Mutual funds							
				319.40	-	-	319.40
Other							
				0.39	-	-	0.39
Total financial assets				350.56	-	-	350.56

(ii) Valuation process and technique used to determine fair value Specific valuation techniques used to value financial instruments include: The use of quoted market prices for investments in shares and mutual funds.

**Summary of Significant Accounting Policies and Other Explanatory Information for the year ended 31st March 2023****Note 40 - Other Information**

- i. The company has filed quarterly return or statements with the bank in lieu of the sanctioned working capital facilities, which are in agreement with the books of accounts other than those as set out below.

(Amounts are in lakhs unless stated otherwise)

Name of the Bank	Agregate working capital limit sanctioned	Amount utilised during the quarter	Quarter ended	Amount disclosed as per quarterly statement	Amount as per books of account	Difference	Reasons
Kotak Mahindra Bank Ltd	1035.00	-	30-06-2022	3,479.44	3,535.61	(56.17)	Primarily certain expenses forming part of finish goods and semi-finished goods were not included in the quarterly statements
	1035.00	-	30-09-2022	5,965.05	5,986.43	(21.38)	
	1035.00	-	31-12-2022	4,227.32	4,245.43	(18.11)	
	1035.00	-	31-03-2023	5,725.95	5,751.81	(25.86)	

- ii. The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for any Benami property.
- iii. The Company does not have any transaction with companies struck off.
- iv. The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period,
- v. The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- vi. The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- vii. The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
- 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 to or on behalf of the Ultimate Beneficiaries
- viii. The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
- 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,
- ix. The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).



Summary of Significant Accounting Policies and Other Explanatory Information for the year ended 31st March 2023

Note 41 -Financial Risk Management:**i) Financial Instruments by Cartagory :**

(Amounts are in lakhs unless stated otherwise)

Particulars	As at March 31, 2023		As at March 31, 2022	
	FVTPL	Amortised Cost	FVTPL	Amortised Cost
Financial assets :				
Investments				
mutual funds Shares and Bond	897.67	-	350.57	-
Loans				
to others	-	60.74	-	227.64
to other body corporates	-	509.04	-	509.04
Trade receivables	-	1,279.12	-	1,000.73
Security deposits	-	46.22	-	41.50
Cash and cash equivalents	-	8,524.70	-	3,585.79
Unclaimed dividend account	-	24.36	-	23.90
Total	897.67	10,444.18	350.57	5,388.60
Financial Liabilities				
Trade payables	-	340.84	-	477.19
Other financial liabilities	-	1,123.99	-	648.21
Total	-	1,464.83	-	1,125.40

a) The carrying value of trade receivables, securities deposits, insurance claim receivable, loans given, cash and bank balances and other financial assets recorded at amortised cost, is considered to be a reasonable approximation of fair value.

The carrying value of borrowings, trade payables and other financial liabilities recorded at amortised cost is considered to be a reasonable approximation of fair value.

ii) risk management

The Group's activities expose it to market risk, liquidity risk and credit risk. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, trade receivables, derivative financial instruments, financial assets measured at amortised cost	Aging analysis	Bank deposits, diversification of asset base, credit limits and collateral.
Liquidity risk	Borrowings and other liabilities	Rolling cash flowforecasts	Availability of committed credit lines and borrowing facilities
Market risk - foreign exchange	Recognised financial assets and liabilities not denominated in Indian rupee (Rs.)	Cash flow forecasting sensitivity analysis	Material bought on receipt of documents, if material bought on credit same are hedged.
Market risk - interest rate	Borrowings at variable rates	Sensitivity analysis	Mix of borrowings taken at fixed and floating rates
Market risk - Ulexite, Lithium Hydroxide & other raw material prices	Payables linked to ulexite prices	Sensitivity analysis	The ulexite, Lithium hydroxide and other raw material is purchase at the prevailing price from suppliers.
Market risk - security price	Investments in equity securities	Sensitivity analysis	Portfolio diversification

The Company's risk management is carried out by a central treasury department of the Company under policies approved by the Board of Directors. The Board of Directors provide written principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, market risk, credit risk and investment of excess liquidity.

**A) Credit Risk**

Credit risk is the risk that a customer or counterparty to a financial instrument will fail to perform or pay amounts due to the Group causing financial loss. It arises from cash and cash equivalents, deposits with banks and financial institutions, security deposits, loans given and principally from credit exposures to customers relating to outstanding receivables. The Group's maximum exposure to credit risk is limited to the carrying amount of financial assets recognised at reporting date.

The Company continuously monitors defaults of customers and other counterparties, identified either individually or by the Company, and incorporates this information into its credit risk controls. Where available at reasonable cost, external credit ratings and/or reports on customers and other counterparties are obtained and used. The Company's policy is to deal only with creditworthy counterparties.

In respect of trade and other receivables, the Group is not exposed to any significant credit risk exposure to any single counterparty or any company of counterparties having similar characteristics. Trade receivables consist of a large number of customers in various parts of India. The Group has very limited history of customer default, and considers the credit quality of trade receivables that are not past due or impaired to be good.

The credit risk for cash and cash equivalents, mutual funds, bank deposits, loans and derivative financial instruments is considered negligible, since the counterparties are reputable organisations with high quality external credit ratings.

Group provides for expected credit losses on financial assets by assessing individual financial instruments for expectation of any credit losses. Since the assets have very low credit risk, and are for varied natures and purpose, there is no trend that the company can draw to apply consistently to entire population. For such financial assets, the Group's policy is to provide for 12 month expected credit losses upon initial recognition and provides for lifetime expected credit losses upon significant increase in credit risk. The Group does not have any expected loss based impairment recognised on such assets considering their low credit risk nature, though incurred loss provisions are disclosed under each sub-category of such financial assets.

Detail of trade receivables that are past due is given below:

(Amounts are in lakhs unless stated otherwise)

Particulars	As at 31-Mar-23	As at 31-Mar-22
Not due	1,112.28	879.29
0-30 days past due	160.89	116.49
31-60 days past due	2.33	0.87
61-90 days past due	1.89	0.56
More than	1.73	3.52
	1,279.12	1,000.73

B) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the nature of the business, the Company maintains flexibility in funding by maintaining availability under committed facilities.

Management monitors rolling forecasts of the Group's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Group takes into account the liquidity of the market in which the entity operates. In addition, the Group's liquidity management policy involves projecting cash flows in major currencies and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

Financing arrangements

The Group had obtained credit facility of Rs. 1035 Lakhs from Kotak Mahindra Bank Ltd, however the same has not been utilized.

Contractual maturities of financial liabilities

The tables below analyse the Group's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying amounts as the impact of discounting is not significant.

Refer Note No. 20 for the Trade payables bifurcation.



C) Market risk - foreign exchange

The Group is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to US Dollar. Foreign exchange risk arises from recognised assets and liabilities denominated in a currency that is not the Group's functional currency. The Group, as per its overall strategy group imports raw materials on the basis of market demand. The Group does not use forward contracts and swaps for speculative purposes.

Sensitivity

The sensitivity to profit or loss from changes in the exchange rates arises mainly from financial instruments denominated in USD. In case of a reasonably possible change in INR/USD exchange rates of +/- 2% (previous year +/-2%) at the reporting date, keeping all other variables constant, there would have been an impact on profits of INR 267.77 Lakhs (previous year INR 265.80 Lakhs).

D) Interest rate risk

i) Liabilities

The Group's policy is to minimise interest rate cash flow risk exposures on long-term financing. At 31 March 2023, the Group is exposed to changes in market interest rates through bank borrowings at variable interest rates.

Interest rate risk exposure

Below is the overall exposure of the Group to interest rate risk:

(Amounts are in lakhs unless stated otherwise)

Particulars	As at March 31, 2023	As at March 31, 2022
Variable rate borrowing	-	-
Fixed rate borrowing	-	-
Total Borrowings	-	-

Sensitivity

The sensitivity to profit or loss in case of a reasonably possible change in interest rates of +/- 50 basis points (previous year: +/- 50 basis points), keeping all other variables constant, would have resulted in an impact on profits by INR 0.00 Lakhs (Previous year INR 0.002 Lakhs)

ii) Assets

The Group's financial assets are carried at amortised cost and are at fixed rate only. They are, therefore, not subject to interest rate risk since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates

E) Price risk

Exposure from investments in mutual funds:

The Group's exposure to price risk arises from investments in mutual funds held by the Group and classified in the balance sheet as fair value through other comprehensive income. To manage its price risk arising from investments in mutual funds, the Group invest only in liquid Funds.

Sensitivity

The sensitivity to profit or loss in case of an increase in price of the instrument by 5% keeping all other variables constant would have resulted in an impact on profits by 89.77 Lakhs (previous year INR 35.06 Lakhs).

Exposure from trade payables :

Group generally import on advance payment or on payment at the time of receipt documents. If there is any transaction of imports on credit basis, then such transaction is hedged.

Note 42 - Capital Management

The Group's capital management objectives are: to ensure the group's ability to continue as a going concern, to provide an adequate return to shareholder. The Group monitors capital on the basis of the carrying amount of equity less cash and cash equivalents as presented on the face of balance sheet.

The Management assesses the group's capital requirements in order to maintain an efficient overall financing structure while avoiding excessive leverage. This takes into account the subordination levels of the group's various classes of debt. The Group manages the capital structure and makes adjustments to it in the light of changes in the economic conditions and the risk characteristics of the underlying assets.

The company monitors the capital on the basis of following ratios

Dividends

Equity shares

(i) Final dividend for the year	-	3,20,90,000
(ii) Dividends not recognised at the end of the reporting period	3,20,90,000	-

**Summary of Significant Accounting Policies and Other Explanatory Information for the year ended 31st March 2023****Note 43 -For Disclosures mandated by Schedule III of Companies Act 2013, by way of additional information, refer below:**

(Amounts are in lakhs unless stated otherwise)

Name of the Entity in the	Net Assets I.e. total assets minus total liabilities		Share in Profit or Loss after Tax		Share in other Comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount (Rs in Lakhs)	As % of consolidated profit or loss	Amount (Rs in Lakhs)	As % of other comprehensive Income	Amount (Rs in Lakhs)	As % of Share in comprehensive Income	Amount (Rs in Lakhs)
	31.03.2023	31.03.2023	31.03.2023	31.03.2023	31.03.2023	31.03.2023	31.03.2023	31.03.2023
1	2	3	4	5	6	7	8	9
Parent Subsidiary Indian :								
Indo Borax & Chemicals Ltd	95.82%	24,439.62	99.41%	5,039.38	100.00%	41.31	99.41%	5,080.69
Indoborax Infrastructure Pvt Ltd	4.18%	1,065.56	0.59%	30.02	0.00%	-	0.59%	30.02
TOTAL	100.00%	25,505.18	100.00%	5,069.40	100.00%	41.31	100.00%	5,110.71

Note 44 -Disclosure with respect to Ratio:

Ratio	Numerator	Denominator	Current Period	Previous Period	% Variance	Reasons for Variance
(a) Current Ratio	Current Assets	Current Liability	9.56	9.48	0.86%	N.A.
(b) Debt Equity Ratio	Borrowings+ Interest Accrued	Total Equity	-	-	-	N.A.
(c) Debt Service Coverage Ratio	Net Profit after Tax + Depreciation+ Interest+loss on sale of Fixed Assets	Debt Service = Interest & Lease payments +Principal Repayments	567.38	4,436.17	-87.21%	Reduction in ratio due to increase in payment of interest.
(d) Return on Equity Ratio	Net Profit after Tax	Average Shareholder's Equity	15.80	11.33	39.38%	Increase was primarily on account of increase in profit after tax and exceptional income.
(e) Inventory turnover ratio	Cost of Goods sold or Sales	Average Inventory (Opening Inventory + Closing Inventory) /2	1.82	2.16	-15.78%	N.A.
(f) Trade Receivables Turnover ratio	Net Credit Sales	Average Accounts Receivables	18.86	18.67	0.99%	N.A.
(g) Trade Payables turnover	Net Credit Purchases	Average Trade Payables	24.80	22.08	12.32%	N.A.
(h) Net Capital turnover ratio	Net Sales	Working Capital	1.43	1.62	-11.70%	N.A.
(i) Net Profit Ratio	Net Profit	Net Sales	0.24	0.21	13.74%	N.A.
(j) Return on Capital Employed	Earning before interest and taxes	Capital Employed	0.27	0.24	12.17%	N.A.
(k) Return on investment	Net Return after Tax	Investments	0.20	0.18	13.20%	N.A.

Note: In respect of aforesaid mentioned ratios, no reasons for variance provided where change (25% or more) in FY 2022-23 in comparison to FY 2021-22.

**Summary of Significant Accounting Policies and Other Explanatory Information for the year ended 31st March 2023****45 Commitment and Contingent Liability :**

- a) In 1992, STC of India Ltd had claimed for Rs. 9.02 Lakhs towards price difference & others, against this, Honourable Bombay High Court ordered Company to give bank guarantee of Rs. 1.65 Lakhs/- (Previous year Rs. 1.65 Lakhs).
- b) Balance instalment towards work - in - progress of Rs. 2086.06 Lakhs, payable on the basis of various stages of completion of project over the period of five years.
- c) The company has created a fixed deposit of Rs. 31 Lakhs lien marked in favour of Customs towards security against imported raw material.

46 Corporate Social Responsibility : The Company has incurred INR 79.00 lakhs (previous year INR 62 Lakhs) towards Social Responsibility activities. It is included in in the Statement of Profit and Loss. Further, no amount has been spent on construction / acquisition of an asset of the Company and the entire amount has been spent in cash. The amount required to be spent under Section 135 of the Companies Act, 2013 for the year 2023 is INR 78.92 lakhs i.e. 2% of average net profits for last three financial years, calculated as per Section 198 of the Companies Act, 2013.

47 Inter Corporate Deposit consist of a sum of Rs. 509.04 Lakhs given to M/s. Radius Estates Projects Private Limited (formerly known as Vishwaroop Realtors Private Limited. The said company is in the process of corporate insolvency resolution process under the Insolvency and Bankruptcy code, 2016 (IBC). The group has filed its claim as financial creditors as per the regulation 8 of the IBC code for the said outstanding amount. The group is awaiting the outcome from National Company Law Tribunal (NCLT). Due to uncertainty in realization of the said debt and pending a decision of NCLT the group continued not to provide interest on the said loan during the financial year.

48 During the year under review the Group has written off Rs. 48.79 lakh as no more receivable against loan given to one of the party as management expect the same is not recoverable. The same is debited to other Comprehensive Income.

49 All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current - non current classification of assets and liabilities.

50 Authorization of Financial Statements : The standalone financial statement for the year ended 31st March 2023 (including comparatives) were approved by the Board of Directors on 13th May, 2023.

51 The previous year's figures have been regrouped and rearranged wherever necessary to make in compliance with the current financial year.

Notes 1 to 51 form an integral part of these financial statements.
As per attached report of even date.

For Bohra & Co.,
Chartered Accountants
Firm Registration No. 136492W

Anil Jain
Partner
Membership No. 039803

Place : Mumbai
Date : 13th May, 2023

For and on behalf of the Board Directors
Indo Borax & Chemicals Limited

Sajal Jain Managing Director & CFO DIN-00314855	Arun Sureka Director DIN-00148145
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Sreelekha Jain Director DIN-08057896	N K Mittal Director DIN-00314916
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Govind Parmar Executive Director DIN-03556411	Sachin Gupta Director DIN-09332193
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Pravin Chavan
Company Secretary

**FORM AOC-1**

STATEMENT REGARDING SUBSIDIARY COMPANY PURSUANT TO SUB-SECTION (3) OF SECTION 129 OF THE COMPANIES ACT, 2013 READ WITH RULE 5 OF THE COMPANIES (ACCOUNTS) RULES, 2014

Statement containing salient features of the financial statement of subsidiary

Rs. in Lakhs

Sr. No.	Particulars	
1.	Name of the Company	Indoborax Infrastructure Private Limited
2.	Reporting Period	1 st April, 2022 to 31 st March, 2023
3.	Reporting Currency	INR
4.	Share Capital	11.00
5.	Reserve & Surplus	1054.56
6.	Total Assets	1065.74
7.	Total Liabilities	0.18
8.	Investments	0.00
9.	Turnover	1049.35
10.	Profit before taxation	40.60
11.	Provision for taxation	10.58
12.	Profit after taxation	30.03
13.	Proposed Dividend	0.00
15.	% of shareholding	100%
16.	Country	India

For and on behalf of Board
Indo Borax & Chemicals Ltd

Sajal Jain
Managing Director & CFO

Arun Sureka
Director

Govind Parmar
Director

Pravin Chavan
Company Secretary

Sreelekha Jain
Director
Mumbai, 13th May, 2023

Sachin Gupta
Director

N.K. Mittal
Director

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TO,

If undelivered, please return to :

**INDO BORAX & CHEMICALS LIMITED
302, Link Rose, Linking Road,
Santacruz (West), Mumbai - 400 054.
Tel. : 2648 9142
Fax : 2648 9143**