



**ANJANI SYNTHETICS LIMITED**

**CIN: L11711GJ1984PLC007048**

**39th**  
**Annual Report**  

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**2022 - 2023**

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**REGD. OFFICE :**  
**221 (MALIYA), NEW CLOTH MARKET,**  
**O/S. RAIPUR GATE, AHMEDABAD-380002.**  
**GUJARAT - INDIA**



# ANJANI SYNTHETICS LIMITED

CIN: L11711GJ1984PLC007048

39<sup>TH</sup> ANNUAL REPORT- 2022-23

## Corporate Information

### Board of Directors

|                                     |   |
|-------------------------------------|---|
| Mr. Vasudev S. Agarwal              | - Chairman & Managing Director  |
| Mr. Sanjay Goverdhan Sharma         | - Executive Director  |
| Ms. Garima Jain                     | - Non Executive Independent Woman Director (resigned w.e.f 14th August, 2023)   |
| Ms. Ruchi Prabodhchandra Halakhandi | - Non-Executive Independent Woman Director (appointed w.e.f. 14th August, 2023) |
| Mr. Alpesh Fatehsingh Purohit       | - Non-Executive Independent Director  |
| Mr. Kuldeep Ashokbhai Shah          | - Non-Executive Independent Director  |
| Mr. Manoharlal I. Sharma            | - Chief Financial Officer (CFO) (upto 26.04.2023)                               |
| Mr. Sandeep Mehta                   | - Chief Financial Officer (CFO) (appointed w.e.f. 14.08.2023)                   |
| Mrs. Niki Patawari                  | - Company Secretary & Compliance officer  |
| Mr. Vikas Sharma                    | - Chief Executive Officer (CEO)   |

### Statutory Auditors

#### **M/s Nahta Jain & Associates**

Chartered Accountants  
Ahmedabad

### Secretarial Auditors

#### **M/s. Mukesh H. Shah & Co.**

Company Secretaries  
Ahmedabad

### Registrar & Share Transfer Agent

#### **Bigshare Services Private Limited**

A-802 Samudra Complex,  
Near Klassic Gold Hotel, Off. C G Road,  
Ahmedabad-380009, Gujarat  
Ph. No.: 079-40024135  
Email: bssahd@bigshareonline.com  
Website: www.bigshareonline.com

### Registered Office

221(Maliya), New Cloth Market,  
O/s. Raipur Gate, Ahmedabad- 380002, Gujarat, India.  
Tel-Fax: 079- 22173181  
Email : info@anjanisynthetics.com  
Website: www.anjanisynthetics.com  
CIN: L11711GJ1984PLC007048

### Internal Auditors

#### **M/s. ACM & Associates**

Chartered Accountants  
Ahmedabad (For the fy 2022-23)

### Cost Auditors

#### **M/s. Kiran J. Mehta & Co.**

Cost Accountants  
Ahmedabad

### Bankers

#### **Axis Bank Limited**

**Corporate Branch**  
Ahmedabad

### Factory/ Mill

Plot No. 140, Pirana Road, Saijpur- Gopalpur,  
Piplej, Ahmedabad-382405, Gujarat, India  
Ph. No.: 079- 29708149  
Tele-Fax: 079- 29708149  
Email: info@anjanisynthetics.com

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## NOTICE

**Notice** is hereby given that the 39th Annual General Meeting of the Members of **Anjani Synthetics Limited** will be held on **Wednesday, the 27th day of September, 2023** at 11.00 a.m. at Plot No.140, Saijpur-Gopalpur, Pirana Road, Piplej, Ahmedabad-382405, Gujarat, India to transact the following business:

**a) ORDINARY BUSINESS:**

**Item No.1: Adoption of Financial Statements**

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2023, the reports of the Board of Directors and the Auditors thereon.

**Item No.2: Appointment of Director**

To appoint Mr. Sanjay Goverdhan Sharma [DIN 02455999] as a Director who retires by rotation and being eligible, offers himself for re-appointment.

**b) SPECIAL BUSINESS:**

**Item No.3: To Reappoint and Ratification of Cost Auditor's Remuneration.**

To consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 as amended from time to time ("Act"), M/s. Kiran J. Mehta & Co., Cost Accountants (Firm Registration No. 000025), on the recommendation of the Audit Committee and approval by the Board of Directors of the Company as Cost Auditors to conduct the audit of the cost records of the Company for the financial year 2023-24 at a remuneration of Rs. 60,000 (Rupees Sixty Thousand only) plus reimbursement of out-of-pocket expenses and applicable taxes be and is hereby ratified.

**"RESOLVED FURTHER THAT** any of the Directors or Key Managerial Personnel of the Company be and they are hereby severally authorised to do all acts and take all steps as may be necessary, proper or expedient to give effect to this resolution."

**Item No.4: Appointment of Ms. Ruchi Prabodhchandra Halakhandi (Din No.: 10072061) as Non-Executive Independent Director.**

To consider and if thought fit, to pass, with or without modification, the following as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the provision of section 149, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modifications or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013, Ms. Ruchi Prabodhchandra Halakhandi (Din No.: 10072061), who was appointed as Additional Independent Director on 14th August, 2023 and in respect of whom the company has received a notice in writing from a member under section 160 of the Companies Act, 2013 proposing her candidature for the office of Independent Director, be and is hereby appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation and to hold office for 5 (five) consecutive years.



“RESOLVED FURHTER THAT the Board of the company be and is hereby authorized to do all such acts, deeds and things and to execute all such documents, instruments and writings as may be required in this regard”.

**By Order of the Board  
For, ANJANI SYNTHETICS LIMITED**

**Place : Ahmedabad**

**Date : 14<sup>th</sup> August, 2023**

**VASUDEV S. AGARWAL  
CHAIRMAN & MD  
(DIN : 01491403)**

**Registered Office :**

221, (Maliya) New Cloth Market,  
O/s. Raipur Gate, Ahmedabad- 380002,  
Gujarat, INDIA

**CIN : L11711GJ1984PLC007048**



**NOTES:**

1. The deemed venue for 39th AGM shall be the Factory Office of the Company at Plot No.140, Saijpur- Gopalpur, Pirana Road, Piplej, Ahmedabad-382405, Gujarat, India.
2. A Statement pursuant to Section 102(1) of the Companies Act, 2013 ("the Act"), relating to Special Business is annexed hereto.
3. A member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on a Poll instead of himself/herself and the proxy need not be a member of the Company. The instrument appointing the Proxy should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the Meeting.
4. A person can act as a proxy on behalf of members not more than fifty and holding in aggregate not more than 10% of the total share capital of the Company. A Member holding more than 10% of the total share capital of the Company may appoint a single person as proxy and such person shall not act as a proxy for any other Member. The holder of proxy shall prove his identity at the time of attending the Meeting.
5. Corporate members intending to send their authorized representative(s) to attend the Meeting are requested to send to the Company a certified true copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) authorised under the said Board Resolution to attend and vote on their behalf at the Meeting.
6. In support of the Green initiative taken by Ministry of Corporate Affairs and pursuant to section 101 of the Companies Act 2013 and Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 the Notice of AGM, Annual Report and Attendance Slip, Proxy Form are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s), unless the Members have registered their request for the hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those Members who have not registered their e-mail address with the Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the Registration Counter at the AGM. Members / Proxies / Authorised Representatives are requested to bring to the Meeting necessary details of their shareholding, and copies of Annual Report. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.
7. The Register of Members and Share Transfer Books of the Company shall remain closed from Thursday, September 21, 2023 to Wednesday, September 27, 2023 (both days inclusive).
8. The e-voting period will commence at 9.00 a.m. Sunday, September 24, 2023 and will end at 5.00 p.m. on Tuesday, September 26, 2023. The Company has appointed Mr. Mukesh H. Shah, (COP No. 2213) of M/s. Mukesh H. Shah & Co., Company Secretaries, to act as the Scrutinizer, to inter alia, Scrutinize the voting process in a fair and transparent manner. The Members desiring to vote through Remote e-voting may refer to the detailed procedure given hereinafter.
9. The Scrutinizer shall after the conclusion of voting at the Meeting, will first count the votes cast at the Meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two (2) witnesses



not in the employment of the Company and shall provide, within 2 working days from the conclusion of the Meeting, a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing and declare the result of the voting forthwith.

10. The facility for voting through polling paper shall be made available at the Meeting and the Members attending the Meeting who have not already cast their vote by remote e-voting shall be able to exercise their right to vote at the Meeting.
11. The members can attend the Meeting on Wednesday September 27, 2023, at 11.00 a.m., in person or through proxy and vote on the resolutions set forth in the Notice, if they have not exercised their votes through e-voting. The Scrutinizer shall submit the report for both physical and e-voting to the Chairman which shall be published on the website of the Company within 2 working days of the conclusion of the Meeting.
12. Members may note that the details of the Directors seeking re-appointment and Appointment as required under Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India forms an integral part of the notice. Requisite declarations have been received from the Directors for seeking his/her re-appointment and appointment.
13. Statutory Registers and relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days (i.e. except Saturday, Sunday and Public Holidays) during business hours up to the date of the Meeting. The aforesaid documents will also be available for inspection by members at the Meeting.
14. As per Regulation 40 of the Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 01, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares, Members holding shares in physical forms are requested to consider converting their holdings to demat form. Members may contact the Company's RTA for assistance in this regards.
15. SEBI has mandated the submission of Permanent Account Number ("PAN") by every participant in securities market. Members holding shares in demat form are therefore requested to submit their PAN to their Depository Participant(s) with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company or RTA.
16. In compliance with the provisions of Section 108 of the Companies Act, 2013 and the Rules framed there under, as amended from time to time, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by CDSL, on all the resolutions set forth in this Notice.
17. Linking of PAN and Aadhaar, updation of KYC and nomination details SEBI vide its Circular Nos. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated November 03, 2021 and SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/687 dated December 14, 2021 has mandated all physical shareholders to furnish their Nomination and KYC details (PAN, Contact Details, Bank Account Details & Specimen Signature) with Companies. Further linking of PAN and Aadhaar is also mandated by the Central Board of Direct Taxes (CBDT). Non-Updation of KYC, linking of PAN and Aadhaar and nomination details on or before March 31, 2023 will result in freezing



of the folio of the physical shareholders by the RTA and the same shall be reverted to normal status only upon receipt of all the KYC and Nomination details/dematerialisation of such holdings. Brief procedure for updation of KYC and Nomination facility is given hereunder and also uploaded on the Company's website and can be accessed on the weblink: [www.anjanisynthetics.com](http://www.anjanisynthetics.com).

| Type of Holder | Process to be followed   |            |
|----------------|--|------------|
| Physical       | For availing the following investor services, send a written request in the prescribed forms to Bigshare Services Private Limited either by e-mail (duly e-signed) at <a href="mailto:bsahd@bigshareonline.com">bsahd@bigshareonline.com</a> or by post (self-attested & dated) to A-802 Samudra Complex, Near Klassic Gold Hotel, Off. C G Road, Ahmedabad-380009, Gujarat. |            |
|                | Form to register PAN, email address, bank details and other KYC details or changes / updation thereof for securities held in physical mode.  | Form ISR-1 |
|                | Updation of signature of securities holder   | Form ISR-2 |
|                |  | Form SH-13 |
|                |  | Form ISR-3 |
|                |  | Form SH-14 |
|                |  | Form ISR-4 |
| Demat          | Please contact your DP and follow the process advised by your DP   |            |

Physical Shareholders are earnestly requested to dematerialise their shareholding to avail of numerous benefits of dematerialisation, which include easy liquidity, ease of trading and transfer, and elimination of any possibility of loss of documents and bad deliveries.

18. The Members, whose names appear in the Register of Members/ List of Beneficial Owners as on Wednesday, September 20, 2023 (Cut-off date) are entitled to vote on the Resolutions set forth in this Notice. Members who have acquired shares after the dispatch of the Annual Report and before the book closure may also exercise their right to vote by electronic means.
19. In accordance with the provisions of Section 72 of the Companies Act, 2013, members are entitled to specify nominations in respect of the Equity Shares held by them, in physical form. Members desirous of specifying nominations may procure the prescribed form from the RTA and have it duly filled and sent back to them.
20. Members desiring any information as regards to Accounts are requested to send an email to [investor@anjanisynthetics.com](mailto:investor@anjanisynthetics.com), 14 days in advance before the date of the meeting to enable the Management to keep full information ready on the date of AGM.
21. Members are requested to carefully read the following instructions relating to e-voting before casting their vote.

**THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:**

**Step 1:** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

**Step 2:** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on on Sunday, 24th September, 2023 at 09:00 a.m. and ends on Tuesday, 26th September, 2023 at 05:00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Wednesday, 20th September, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

**STEP 1: ACCESS THROUGH DEPOSITORIES CDSL/NSDL E-VOTING SYSTEM IN CASE OF INDIVIDUAL SHAREHOLDERS HOLDING SHARES IN DEMAT MODE.**

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.





Pursuant to above said SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

| Type of Shareholders  | Login Method   |
|---|--|
| <p>Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b></p> | <ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol> |
| <p>Individual Shareholders holding securities in demat mode with NSDL Depository</p>        | <ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> </ol>   |



|   |   |
|---|---|
|   | <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> |
| Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP) | 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 company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.   |

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL.

| Login type  | Helpdesk details   |
|---|--|
| Individual Shareholders holding securities in Demat mode with <b>CDSL</b> | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33 |
| Individual Shareholders holding securities in Demat mode with NSDL        | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30         |

**STEP 2 : ACCESS THROUGH CDSL E-VOTING SYSTEM IN CASE OF SHAREHOLDERS HOLDING SHARES IN PHYSICAL MODE AND NON-INDIVIDUAL SHAREHOLDERS IN DEMAT MODE.**



- (v) Login method for Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.
  - 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
  - 2) Click on “Shareholders” module.
  - 3) Now enter your User ID
    - a. For CDSL: 16 digits beneficiary ID,
    - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
  - 4) Next enter the Image Verification as displayed and Click on Login.
  - 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
  - 6) If you are a first-time user follow the steps given below:

**For Physical shareholders and other than individual shareholders holding shares in Demat.**

|  |  |
|--|--|
| PAN  | <p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul> |
| Dividend Bank Details OR Date of Birth (DOB) | <p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field.</li> </ul>                  |

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN : 230828023 for Anjani Synthetics Limited on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/



NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [investor@anjanisynthetics.com](mailto:investor@anjanisynthetics.com) (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)



3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 22 55 33

**Contact Details:**

|                                     |   |
|-------------------------------------|---|
| <b>COMPANY</b>                      | <b>ANJANI SYNTHETICS LIMITED</b><br>221 (Maliya), New Cloth Market, O/s. Raipur Gate, Ahmedabad- 380002, Gujarat, India.<br>Ph. No. : 079-22173181<br>Email : <a href="mailto:info@anjanisynthetics.com">info@anjanisynthetics.com</a><br>Website: <a href="http://www.anjanisynthetics.com">www.anjanisynthetics.com</a>       |
| <b>REGISTRAR AND TRANSFER AGENT</b> | <b>BIGSHARE SERVICES PRIVATE LIMITED</b><br>A-802 Samudra Complex, Near Klassic Gold Hotel, Off. C G Road, Ahmedabad–380009, Gujarat<br>Ph. No.: 079-40024135<br>Email: <a href="mailto:bssahd@bigshareonline.com">bssahd@bigshareonline.com</a><br>Website: <a href="http://www.bigshareonline.com">www.bigshareonline.com</a> |
| <b>E VOTING AGENCY</b>              | <b>CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED</b><br>E-mail ID: <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a><br>Phone : 022- 22723333/ 8588  |
| <b>SCRUTINIZER</b>                  | <b>CS MUKESH H. SHAH PRACTISING COMPANY SECRETARY</b><br>Email id: <a href="mailto:mukeshshahcs@gmail.com">mukeshshahcs@gmail.com</a>   |

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

Statement pursuant to Section 102(1) of the Companies Act, 2013 for Item No. 3 & 4 of the accompanying notice is as under:

**Item No.3:**

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of M/s. Kiran J. Mehta & Co.(Firm Registration No. 000025) as Cost Auditor to conduct the audit of the cost records of the Company for the financial year 2023-24 ending on March 31, 2024 at the Audit Fees of Rs. 60,000/-- (Rupees Sixty Thousand only).

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors as recommended by the Audit Committee and approved by the Board, has to be ratified by the members of the Company. Accordingly, ratification by the members is sought to the remuneration payable to the Cost Auditors for the financial year ending March 31, 2024.



The Board recommends the resolution set out at Item No. 3 of the Notice for approval by the Members by way of an Ordinary Resolution.

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

**Item No. 4:**

Based on the recommendation of the Nomination and Remuneration Committee ('NRC'), the Board appointed Ms. Ruchi Prabodhchandra Halakhandi (Din No.: 10072061) as an Additional Non-Executive Independent Director of the Company and also not liable to retire by rotation, for a term of five years, i.e., from 14th August, 2023 to 13th August, 2028 (both days inclusive), subject to approval by the Members.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013, Ms. Ruchi Prabodhchandra Halakhandi (Din No.: 10072061) shall hold office up to the date of this AGM and is eligible to be appointed as a Director (Non-Executive Independent). The Company has, in terms of Section 160(1) of the Act, received in writing notice from a Member, proposing his candidature for the office of Director. The profile and specific areas of expertise of Ms. Ruchi Prabodhchandra Halakhandi are provided as Annexure to this Notice.

Ms. Ruchi Prabodhchandra Halakhandi has given her declaration to the Board, inter alia, that (i) she meets the criteria of Independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations,

(ii) is not restrained from acting as a Director by virtue of any Order passed by SEBI or any such authority and

(iii) is eligible to be appointed as a Director in terms of Section 164 of the Act. She has also given her consent to act as a Director.

In the opinion of the Board, Ms. Ruchi Prabodhchandra Halakhandi is a person of integrity, possesses relevant expertise/

experience and fulfills the conditions specified in the Act and the SEBI Listing Regulations for appointment as an Independent Director and She is Independent of the management. Given her experience, the Board considers it desirable and in the interest of the Company to have Ms. Ruchi Prabodhchandra Halakhandi on the Board of the Company and accordingly the Board recommends the appointment of Ms. Ruchi Prabodhchandra Halakhandi as an Independent Director as proposed in the Resolution set out at Item No. 4 of the accompanying Notice for approval by the Members.

**By Order of the Board  
For, ANJANI SYNTHETICS LIMITED**

**Place : Ahmedabad**

**Date : 14<sup>th</sup> August, 2023**

**VASUDEV S. AGARWAL  
(DIN: 01491403)  
CHAIRMAN & MD**

**ANNEXURE TO THE EXPLANATORY STATEMENT**

Information pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings(SS-2) issued by Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment /continuation of appointment at the Annual General Meeting

| <b>Name of the Director</b>   | <b>Sanjay Goverdhan Sharma</b>   | <b>Ruchi Prabodhchandra Halakhandi</b>  |
|---|--|---|
| DIN   | 02455999   | 10072061  |
| Father Name   | Goverdhan Sharma   | Prabodhchadra Motilal Halakhandi  |
| Date of Birth   | 10/01/1982   | 05/12/1973  |
| Date of appointment   | 12/12/2020   | 14/08/2023  |
| Qualifications  | Graduate   | Post Graduate   |
| Name of the Companie(s) in which he/she is a director   | Nil  | MBR Flexibles Limited   |
| Terms and conditions of appointment or The Director is liable to retire by rotation and offers herself/himself re-appointment | The Director is liable to retire by rotation and offers himself for re-appointment | Director is appointed as Non-Executive Independent Director. The Director is not liable to retire by rotation |
| Shareholding in the Company as on 31st March, 2023  | Nil  | Nil   |
| Details of remuneration sought to be paid and Remuneration last drawn by such person, if any                                  | Rs.54,600/- per month  | Nil   |
| No. of the Board Meeting attended during the year   | 8  | 0   |
| Memberships/ Chairmanships of Committee of other public companies   | Nil  | 0   |
| Number of shares held in the Company  | Nil  | Nil   |
| Expertise in Specific Area  | Sales & Marketing and Factory Management   | Marketing   |

By Order of the Board of Directors

**FOR, ANJANI SYNTHETICS LIMITED**

**Place: Ahmedabad**

**Date:14th August, 2023**

**VASUDEV S. AGARWAL**  
(DIN: 01491403)  
**CHAIRMAN & MD**



## DIRECTOR'S REPORT

Dear Members,

The Board of Directors of Anjani Synthetics Limited ("The Company" or "Anjani") have great pleasure in presenting the (39th) Thirty Ninth Annual Report together with the Audited Financial Statements of the Company for the financial year ended on 31st March 2023 ("financial year under review" or "financial year 2022-23").

### FINANCIAL SUMMARY

The summary of the company's financial performance of the Company during the financial year 2022-23 as compared to the previous financial year 2021-22 is summarized below:

[Rupees in Lacs]

| Particulars   | Financial Year<br>2022-23 | Financial Year<br>2021-22 |
|---|---------------------------|---------------------------|
| Revenue from operations                                 | 32818.54                  | 30471.23                  |
| Other income  | 201.65                    | 223.88                    |
| Total Revenue   | 33020.19                  | 30695.11                  |
| Expenses  |                           |                           |
| (a) Cost of materials consumed                          | 25374.18                  | 24317.07                  |
| (b) Changes in inventories of FG, WIP & Stock-in-Trade  | -595.31                   | -476.97                   |
| (c) Employee benefits expense                           | 531.48                    | 611.62                    |
| (d) Finance costs                                       | 496.36                    | 499.91                    |
| (e) Depreciation and amortization expense               | 260.42                    | 274.66                    |
| (f) Other expenses                                      | 6491.14                   | 4983.44                   |
| Total Expenses  | 32558.27                  | 30209.73                  |
| Profit/ (Loss) before tax                               | 461.92                    | 485.38                    |
| Tax expense:  |                           |                           |
| (a) Current tax expense                                 | 119.60                    | 129.42                    |
| (b) Deferred tax  | -05.92                    | -44.81                    |
| (c) Excess Provision of Tax for earlier Years           | 00.04                     | 00.50                     |
| Profit / (Loss) for the year                            | <b>348.21</b>             | <b>400.27</b>             |
| Earnings per share (face value Rs.10/-) Basic & Diluted | <b>2.36</b>               | <b>2.71</b>               |

### OPERATIONS REVIEW

The Company's revenue from operations during the financial year ended 31st March 2023 was Rs. 32818.54 Lacs as against Rs. 30471.23 Lacs of the previous year with total expenses of Rs. 32558.27 lacs (previous year of





Rs. 30209.73 lacs). The Company has made Net Profit of Rs. 348.21 Lacs as against Rs. 400.27 Lacs of the previous year after considering Depreciation and Provision for Tax.

The EPS of the Company for the year 2022-23 is Rs. 2.36.

#### **DIVIDEND**

No dividend has been recommended in respect of the financial year ended 31st March, 2023 and the entire surplus be ploughed back into the business to give accelerator to the business of the company and generate higher profit in future.

#### **EXPORTS**

During the financial year, the Company has achieved export sales of Rs.138.11 Lacs (previous year of Rs. 264.42Lacs).

#### **SUBSIDIARY, JOINT VENTURE (JV) AND ASSOCIATES COMPANIES**

During the year under review, the Company does not have any Subsidiary, Joint Venture (JV) or Associates Company.

#### **PUBLIC DEPOSIT**

During the year under review, the Company has not accepted any deposits from the public falling within the meaning of the provisions of Chapter V – Acceptance of Deposits under Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

#### **SHARE CAPITAL & LISTING**

During the year under review there is no change in Authorized Share Capital of the Company. The Authorized Share Capital of the Company as at 31st March, 2023 stood at Rs. 15,00,00,000/-(Rupees Fifteen Crore) divided into 1,50,00,000 (One Crore Fifty Lakhs) equity shares of Rs. 10/-(Rupees Ten) each. The issued, subscribed and paid up Share capital of the company as at 31st March, 2023 stood at Rs. 14,75,00,000/- (Rupees Fourteen Crore Seventy Five Lakhs) divided into 1,47,50,000 (One Crore Forty Seven Lakhs Fifty Thousand ) Equity Shares of Rs. 10/- (Rupees Ten ) each.

- a) The Company does not have any equity shares with differential rights;
- b) During the year under report, the Company has not issued any sweat equity shares;
- c) During the year under report, the Company has not issued any ESOP;
- d) Provision of money by Company for purchase of its own shares by employees or by trustees for the benefit of employees: The Company has not made any provision of money for the purchase of, or subscription for, shares in the Company, to be held by or for the benefit of the employees of the Company and hence the disclosure as required under Rule 16(4) of the Companies (Share Capital and Debentures) Rules, 2014 is not required.
- e) Listing with the stock exchanges: The Company's equity shares are listed on the Bombay Stock Exchange Limited (BSE) and it has paid the Annual Listing Fees for the financial year 2022-23
- f) Disclosure with respect to shares transferred in IEPF Account: In terms of the provisions of Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016, 7,282 shares whose dividends were unpaid/unclaimed for seven consecutive years taking the base year as Interim dividend for the FY 2007-08 were transferred during the year to the Investor Education and Protection Fund.



## TRANSFER TO RESERVE

Details of reserve and surplus are provided in Note No. 14 of the Financial Statement for the Financial Year 2022-23.

## CHANGE IN NATURE OF BUSINESS

During the period under review, there is no change in the nature of business.

## DIRECTORS & KEY MANAGERIAL PERSONNEL

The Board of Directors of the company has various Executive and Non-Executive Directors including Independent Directors who have wide experience in different disciplines of corporate functioning.

Pursuant to the provisions of Section 152(6) of the Companies Act, 2013, Mr. Sanjay Goverdhan Sharma (DIN: 02455999) retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. Your directors recommend his re-appointment.

After the financial year ended 2022-23, Board of Directors has appointed Ms. Ruchi Halakhandi in place of Mrs. Garima Jain as an Additional Director in the category of Non Executive Independent Director of the company w.e.f. 14th August, 2023 subject to the approval of shareholders in the 39th Annual General Meeting.

Also, the Board of Directors has appointed Mr. Sandeep Mehta as a Chief Financial Officer (CFO) of the Company w.e.f. 14th August, 2023.

Brief details of Director proposed to be re-appointed as required under regulation 36 of the SEBI Listing Regulations are provided in the Notice of Annual General meeting.

All Independent Directors have given declarations that they meet the criteria of Independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The terms and conditions of the Independent Directors are incorporated on the website of the Company [www.anjanisynthetics.com](http://www.anjanisynthetics.com)

| Sr. No. | Name of Director/KMP           | PAN/DIN    | Designation       |
|---------|--------------------------------|------------|-------------------|
| 1       | Vasudev Subhakaran Agarwal     | 01491403   | Managing Director |
| 2       | Manohar Lal Ishwar Ram Sharma* | ACJPS9573K | CFO               |
| 3       | Vikas Anandi Sharma            | BMPPS5063K | CEO               |
| 4       | Niki Sourabh Patawari          | BGBP0403J  | Company Secretary |

\*Resignation of Mr. Manoharlal I. Sharma as a Chief Financial Officer has resigned from the company on 26th April, 2023.

\*Appointment of Mr. Sandeep Mehta as a Chief Financial Officer to the company from 14th August, 2023.

The Company has complied with the requirements of having Key Managerial Personnel as per provisions of Section 203 of the Companies Act, 2013.

## DISCLOSURE RELATED TO BOARD AND COMMITTEES

### a) Number of Board Meetings conducted during the year under review

Regular Board Meetings are held once in a quarter, inter-alia, to review the quarterly results of the Company.



During the year under review 8 (EIGHT) Board Meetings were convened. The intervening gap between the two meetings was within the period prescribed under the Companies Act, 2013. The details of the meetings are furnished in the Corporate Governance Report which forming part of this Annual Report.

**b) Independent Directors' Meeting**

The Independent Directors met on the 13th February, 2023, without the attendance of Non-Independent Directors and members of the Management. The Independent Directors reviewed the performance of Non-Independent Directors and the Board as a whole; the performance of the Chairperson of the Company, taking into account the views of Executive Directors and Non-Executive Directors and assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

**c) Committees of the Board of Directors**

Your Company has several Committees which have been established as part of the best Corporate Governance practices and are in compliance with the requirements of the relevant provisions of applicable laws and statutes.

The Company has following Committees of the Board of Directors:

- Audit Committee
- Stakeholder's Grievances and Relationship Committee
- Nomination and Remuneration Committee

The details with respect to the compositions, powers, and terms of reference and other information of relevant committees are given in details in the Corporate Governance Report which forms part of this Annual Report.

**d) Board Evaluation:**

Pursuant to the corporate governance requirements as prescribed in the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015, the Board of Directors has carried out an annual evaluation of its own performance, Board Committees and of individual directors. In a separate meeting of independent directors, performance of non-independent directors, performance of the Board as a whole, performance of the Committee(s) of the Board and performance of the Chairman was evaluated, taking into account the views of other directors. Performance evaluation of independent directors was done by the entire Board, excluding the independent director being evaluated.

**e) Board Diversity:**

None of the Directors of the Company is disqualified for being appointed as Director as specified in Section 164(2) of the Companies Act, 2013.

**VARIOUS COMPANIES' POLICIES**

In accordance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013 the Company has formulated and implemented the various policies. All the Policies are available on Company's website ([www.anjanisynthetics.com](http://www.anjanisynthetics.com)) under the heading "Investor Relations". The policies are reviewed periodically by the Board and updated based on need and requirements.



**a) Policy on Director's Appointment and Remuneration**

The Company has a Nomination and Remuneration Committee. The Committee reviews and recommend to the Board of Directors about remuneration for Directors and Key Managerial Personnel and other employee up to one level below of Key Managerial Personnel. The Company does not pay any remuneration to the Non-Executive Directors of the Company other than sitting fee for attending the Meetings of the Board of Directors and Committees of the Board. Remuneration to Executive Directors is governed under the relevant provisions of the Act and approvals.

The Company has devised the Nomination and Remuneration Policy for the appointment, reappointment and remuneration of Directors, Key Managerial Personnel. All the appointment, reappointment and remuneration of Directors and Key Managerial Personnel are as per the Nomination and Remuneration Policy of the Company.

**b) Vigil Mechanism**

The Company has established a vigil mechanism and accordingly framed a Whistle Blower Policy. The policy enables the employees to report to the management instances of unethical behavior, actual or suspected fraud or violation of Company's Code of Conduct. Further the mechanism adopted by the Company encourages the Whistle Blower to report genuine concerns or grievances and provide for adequate safe guards against victimization of Whistle Blower who avails of such mechanism and also provides for direct access to the Chairman of the Audit Committee, in exceptional cases. The functioning of vigil mechanism is reviewed by the Audit Committee from time to time. None of the Whistle blowers has been denied access to the Audit Committee of the Board. The Whistle Blower Policy of the Company is available on the website of the Company [www.anjanisynthetics.com](http://www.anjanisynthetics.com).

**c) Risk Management Policy**

The Company is aware of the risks associated with the business. It regularly analyses and takes corrective actions for managing/ mitigating the same. The Company has framed a formal Risk Management Framework for risk assessment and risk minimization which is periodically reviewed to ensure smooth operation and effective management control. The Audit Committee also reviews the adequacy of the risk management framework of the Company, the key risks associated with the business and measure and steps in place to minimize the same.

**d) Sexual Harrassment of Women at Workplace**

The Company has zero tolerance for sexual harassment at workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed thereunder. During the financial year 2022-23, the Company has not received any complaints on sexual harassment.

**e) Contracts or Arrangements with Related Parties**

All related party transactions entered into during the financial year were on an arm's length basis and were in the ordinary course of business. The Company had not entered into any transactions with related parties which could be considered material in terms of Section 188 of the Companies Act, 2013. Therefore, the disclosure of related party transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC - 2 is not Applicable. Suitable disclosure as required by the Indian Accounting Standard (Ind AS 24) has been made in the notes to the Financial Statements.

All Related Party transactions are placed before the Audit Committee for approval, wherever applicable. Prior omnibus approval for normal business transactions is also obtained from the Audit Committee for the related



party transactions which are of repetitive nature and accordingly the required disclosures are made to the Committee on quarterly basis in terms of the approval of the Committee. The details of Related Party Transactions are given in the notes to the financial statements.

The policy on Related Party Transactions as approved by the Board of Directors is uploaded on the website of the Company [www.anjanisynthetics.com](http://www.anjanisynthetics.com)

## **AUDITORS & AUDITOR'S REPORT**

### **a) Statutory Auditors:**

The Members of the Company at its Thirty Eight (38th) Annual General Meeting held on, 28th September 2022 has approved the appointment of M/s. Nahta Jain & Associates, Chartered Accountants, Ahmedabad (Firm Registration No. 106801W) as the Statutory Auditors of the Company, for a period of five (5) years to hold the office of the Statutory Auditors of the Company from the conclusion of 38th Annual General Meeting till the conclusion of 43rd Annual General Meeting of the Company in place of M/s. Abhishek Kumar & Associates, Chartered Accountants (Firm's Registration No. 130052W) retiring statutory auditor.

The notes on financial statements referred to in the Auditors' Report are self-explanatory and do not call for any further comments.

The report does not contain any qualification, reservation or adverse remark.

### **b) Internal Auditors:**

M/s. ACM & Associates, Chartered Accountants, Ahmedabad has been appointed as Internal Auditors of the Company for the FY 2023-24. Internal Auditors are appointed by the Board of Directors of the Company on a yearly basis, based on the recommendation of the Audit Committee. The Internal Auditor reports their findings on the Internal Audit of the Company, to the Audit Committee on a yearly basis. The scope of internal audit is approved by the Audit Committee.

### **c) Cost Auditors:**

The Company has appointed M/s. Kiran J. Mehta & Co., Cost Accountants, Ahmedabad as Cost Auditor of the Company to audit the cost accounts for the financial year 2023-24.

As per Section 148 read with Companies (Audit & Auditors) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 the Board of Directors of your Company has appointed M/s. Kiran J. Mehta & Co., Cost Accountants as the Cost Auditor of the Company for the financial year 2023-24 on the recommendations made by the Audit Committee subject to the approval of the Central Government.

The remuneration proposed to be paid to the Cost Auditors, subject to the ratification by the members at the ensuing Annual General Meeting, would be Rs.60,000/- (apart from reimbursement of out of pocket expenses and applicable taxes, if any).

The Cost Audit report for the financial year 2022-23 was filed within the due date. The due date for submission of the Cost Audit Report for the financial year 2022-23 is within 180 days from 31st March, 2023.

### **d) Secretarial Auditors:**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, your Company had re-appointed Mr. Mukesh H. Shah, Practising Company Secretary of Ahmedabad to undertake the Secretarial Audit of the Company. The



secretarial audit report for the financial year 2022-23 is annexed to this Annual Report as **Annexure-II**.

**e) Details in respect of frauds reported by Auditors other than those which are reportable to the Central Government:**

The Statutory Auditors of the Company have not reported any fraud to the Audit Committee or to the Board of Directors under Section 143(12) of the Companies Act, 2013 read with Rule 13 of the Companies (Audit and Auditors) Rules, 2014.

**ANNUAL RETURN**

Pursuant to Section 92(3) read with Section 134(3) (a) of the Act as amended, the Annual Return is available on the Company's website [www.anjanisynthetics.com](http://www.anjanisynthetics.com)

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

Information relating to Conservation of Energy, Technology Absorption and Foreign Exchange Earning and Outgo, required under Section 134 (3) (m) of the Companies Act, 2013 forms part of this Annual Report as **Annexure-I**.

**CORPORATE GOVERNANCE REPORT**

The Company has taken adequate steps to adhere to all the stipulations laid down under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. A report on Corporate Governance included as a part of this Annual Report is given in **Annexure-III**.

A certificate from the Statutory Auditors of the company confirming the compliance with the conditions of Corporate Governance as stipulated under Reg. 27 & 34 the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is attached to this Annual Report.

**CORPORATE GOVERNANCE & MANAGEMENT DISCUSSION & ANALYSIS REPORT**

Your Company is in compliance with all the applicable provisions of Corporate Governance as stipulated under Chapter IV of the Listing Regulations. A detailed report on Corporate Governance as required under the Listing Regulations is provided in a separate section and forms part of the Annual Report. Certificate from the Practicing Company Secretary regarding compliance with the conditions stipulated in the Listing Regulations forms part of the Corporate Governance Report.

The Management Discussion and Analysis Report as required under the Listing Regulations are presented in a separate section and forms part of the Annual Report.

**INSURANCE**

Assets of your Company are adequately insured against various perils.

**MATERIAL CHANGES AND COMMITMENT AFFECTING FINANCIAL POSITION OF THE COMPANY**

There are no material changes and commitments, affecting the financial position of the Company which has occurred between the end of financial year as on 31st March, 2023 and the date of Director's Report i.e. 14.08.2023.

**PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS**

The details of Loans, Guarantees or Investments covered under the provisions of section 186 of the Companies Act, 2013 made during the year under review are disclosed in the financial statements.

**PARTICULARS OF EMPLOYEES**

Details pertaining to remuneration as required under section 197(12) of the companies act, 2013 read with rule 5(1) of the companies (appointment and remuneration of managerial personnel) rules, 2014:

- a) The percentage increase in remuneration of each Director, Chief Executive officer, Chief Financial Officer and Company Secretary during the financial year 2022-23 and ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2022-23 are as under:

**Remuneration Ratio of Directors/ KMP/ Employees:**

| Name & Designation                             | Remuneration Paid       |                         | +/- in remuneration from previous year (Rs.) | Ratio/ Times per Median of employee remuneration |
|--|-------------------------|-------------------------|--|--|
|  | FY 2022-23 (Rs in lacs) | FY 2021-22 (Rs in lacs) |  |  |
| Vasudev S. Agarwal<br>Chairman & MD            | 24,00,000               | 26,00,000               | (2,00,000)                                   | 760.01/7.6                                       |
| Sanjay Goverdhan Sharma<br>Executive Director  | 6,68,200                | 6,12,260                | 55,940                                       | 211.60/2.12                                      |
| Manoharlal I Sharma<br>Chief Financial Officer | 6,95,800                | 4,92,185                | -2,03,615                                    | 220.34/2.20                                      |
| Vikas Sharma<br>Chief Executive Officer        | 7,21,960                | 4,14,635                | 3,07,325                                     | 228.62/2.29                                      |
| Niki Patawari<br>Company Secretary             | 3,60,000                | 1,50,000                | 2,10,000                                     | 114/1.14   |

**Note:** Except Key Managerial Personnel i.e. Managing Director, Chief Financial officer, Chief Executive officer and Company Secretary, no other directors received any remuneration from the Company other than sitting fees for attending Board meetings and Committees meetings.

- b) Median remuneration of employees was Rs. 315785/- during the year 2022-23
- c) The particulars of the employees who are covered by the provisions contained in Rule 5(2) and rule 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are as follows:

The number of permanent employees on the roll of Company: 117 (One Hundred Seventeen) as on 31 March, 2023.

- d) It is hereby affirmed that the remuneration paid is as per the Nomination and Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

**INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The Company has adequate internal control system, which is commensurate with the size, scale and complexity of its operations. The Company has a process in place to continuously monitor existing controls and identify gaps and implement new and / or improved controls wherever the effect of such gaps would have a material impact on the Company's operation.



Further, the Internal Auditor monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with the operating systems, accounting procedures and policies of the Company. Based on the report of Internal Auditor, the process owners undertake the corrective action in their respective areas and thereby strengthen the Control. Significant audit observation and corrective actions thereon are presented to the Audit Committee of the Board.

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

As stipulated in Section 134(3)(c) read with sub section 5 of the Companies Act, 2013, Directors subscribe to the "Directors' Responsibility Statement", and confirm that:

- a) In preparation of annual accounts for the year ended 31st March, 2023, the applicable accounting standards have been followed and that no material departures have been made from the same;
- b) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that year;
- c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) The Directors had prepared the annual accounts for the year ended 31st March, 2023 on going concern basis.
- e) The Directors had laid down the internal financial controls to be followed by the Company and that such Internal Financial Controls are adequate and were operating effectively; and
- f) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### **CORPORATE SOCIAL RESPONSIBILITY**

During the financial year under review, the provisions of Section 135 of the Act relating to the Corporate Social Responsibility are not applicable to your Company.

#### **COMPLIANCE WITH SECRETARIAL STANDARD**

Your Company has complied with Secretarial Standards issued by the Institute of Company Secretaries of India on Board and General Meetings.

#### **GENERAL**

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

1. Details relating to deposits covered under Chapter V of the Companies Act, 2013.
2. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.





3. The details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year along with their status as at the end of the financial year.
4. The details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof.

**CAUTIONARY NOTE**

The statement in the Directors Report and the Management Discussion and Analysis Report describing the Company's objectives, expectations or predictions, may be forward looking within the meaning of applicable securities laws and regulations. Actual results may differ materially from those expressed in the statement. These risks and uncertainties include the effect of economic and political conditions in India, volatility in interest rates, new regulations and Government policies that may impact the Company's business as well as its ability to implement the strategy. The Company does not undertake to update these statements.

**ACKNOWLEDGEMENT**

Your directors would like to express their appreciation for the assistance and co-operation received from the financial institutions, banks, Government authorities, customers, vendors and members during the year under review Your Directors place on record their deep appreciation to employees at all levels and workers for their hard work, dedication and commitment.

**For and on behalf of the Board of Directors  
For, ANJANI SYNTHETICS LIMITED**

**Place: Ahmedabad  
Date: 14th August, 2023**

**VASUDEV S. AGARWAL  
(DIN: 01491403)  
CHAIRMAN & MD**



## ANNEXURE-I

The information relating to Conservation of Energy, Technology Absorption and Foreign Exchange Earning and Outgo, required under Section 134 (3) (m) of the Companies Act, 2013 are as under:

### A. CONSERVATION OF ENERGY

Energy Conservation Measures Taken:

Conservation of Energy has always been an area of priority in the Company's operations. The Company is in the process of installation of energy efficient machinery. Further, details of power and fuel consumption have been mentioned in the Notes to the financial statements.

### B. RESEARCH & DEVELOPMENT

Continued improvement in the products and processes adopted by the company is one of the basic areas of emphasis in terms of company's management policy. This helps achieve operational efficiencies over the period and equips the company in terms of product and process innovations as well as better cost management. Also, the Company has Quality Control Department to check the quality of different product manufactured.

### C. TECHNOLOGY ABSORPTION, ADAPTATION & INNOVATION

The Company always keeps itself updated with all latest technological innovations by way of constant communications and consulting. Efforts are being made to reduce cost and to improve performance.

### D. FOREIGN EXCHANGE EARNINGS AND OUTGO:

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended from time to time;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and 2015, as amended from time to time;

[Amount in Lacs]

| Foreign Exchange Earnings and Outgo | 2022-23 | 2021-22 |
|-------------------------------------|---------|---------|
| a) Foreign Exchange Earnings        | 138.11  | 264.42  |
| b) CIF Value of Imports             | Nil     | Nil     |
| c) Expenditure in Foreign Currency  | Nil     | Nil     |

For and on behalf of the Board of Directors  
For, ANJANI SYNTHETICS LIMITED

Place: Ahmedabad

Date: 14th August, 2023

VASUDEV S. AGARWAL  
(DIN: 01491403)  
CHAIRMAN & MD



**ANNEXURE-II**  
**FORM MR-3**  
**SECRETARIAL AUDIT REPORT**

**For the financial year ended March 31, 2023**

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

To the Members,

**ANJANI SYNTHETICS LIMITED**

(CIN: L11711GJ1984PLC007048)

221(Maliya), New Cloth Market, O/s Raipur Gate

Ahmedabad-380002,

Gujarat, INDIA

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

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, the explanations and clarifications given to me and the representations made by the management, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2023, generally 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 maintained by the Company for the financial year ended on 31st March, 2023 and made available to me according to the provisions of:

- (i) The Companies Act, 2013 ("the Act") and the rules made thereunder as applicable;
- (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 (Not applicable to the Company during the audit period);
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended from time to time;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and 2015, as amended from time to time;



- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (Not applicable to the Company during the audit period);
  - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014(Not applicable to the Company during the audit period);
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations. 2008 (Not applicable to the Company during the audit period);
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client(Not applicable as the Company is not registered as a Registrars to an Issue or Share Transfer Agent during the financial year under review);
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not applicable to the Company during the audit period); and
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (Not applicable to the Company during the audit period);
- (vi) The Management has identified and confirmed the following laws as specifically applicable to the Company:
- a) The Factories Act ,1948;
  - b) Employees Provident Funds & Misc. Provisions Act,1952
  - c) Employees State Insurance Act, 1948
  - d) The Environment (Protection) Act, 1986
  - e) The Air (Prevention and Control of pollution) Act,1981
  - f) The Water (Prevention and Control of pollution) Act,1974
  - g) The Contract Labour (Regulation and Abolition) Act, 1970
- & its Central Rules/ concerned State Rules

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India
- (ii) The provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company except the following:

As per Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Second Amendment Rules, 2019, Company was required to file form IEPF-4 regarding statement of shares to be transferred to the Investor Education and Protection Fund for the interim dividend paid in financial year 2008-09 but the Company could not file form IEPF-4 due to some technical issues in the form.



I further report that:

- a) The Compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by statutory financial auditor and other designated professionals.
- b) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Women Directors and Independent Directors. The changes if any in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- c) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were generally sent in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- d) Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

**For, MUKESH H. SHAH & CO.**  
**Company Secretaries**

**Place: Ahmedabad**

**UDIN NO: F005827E000783604**

**Date: 11.08.2023**

**MUKESH H. SHAH**  
**PROPRIETOR**  
**CP. NO. 2213 FCS NO.: 5827**  
**Peer Review Certificate No.:- 690/2020**

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



## ANNEXURE- A

To the Members,

**ANJANI SYNTHETICS LIMITED**

221 (Maliya), New Cloth Market,

O/s Raipur Gate

Ahmedabad-380002, Gujarat, India

My secretarial audit report for the financial year 31st March, 2023 is to be read along with this letter.

### Management's Responsibility

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

### Auditor's Responsibility

2. My Responsibility is to express an opinion on these secretarial records, standards and procedures followed by the company with respect to secretarial compliances.
3. I believe that Audit evidence and information obtained from the company's management is adequate and appropriate for us to provide a basis for our opinion.
4. Wherever required, I have obtained the Management's representation about the compliance of laws, rules and regulations and happening of events etc.

### Disclaimer

5. 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.
6. I have not verified the correctness and appropriateness of financial records and books of account of the company.

For, **MUKESH H. SHAH & CO.**  
Company Secretaries

Place: Ahmedabad

UDIN NO: F005827E000783604

Date: 11.08.2023

**MUKESH H. SHAH**  
PROPRIETOR  
CP. NO. 2213 FCS NO.: 5827  
Peer Review Certificate No.:- 690/2020



## ANNEXURE- III

### REPORT ON CORPORATE GOVERNANCE

[Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

“Corporate Governance refers to the set of systems, principles and processes by which Company is governed. They provide the guideline as to how the Company can be directed or controlled so as to fulfill its goals and objectives in a manner that adds to the value of the Company and benefit to all the stakeholders in the long term. Strong and improved Corporate Governance practices are indispensable in today’s competitive world and complex economy.”

#### 1. COMPANY’S PHILOSOPHY ON CORPORATE GOVERNANCE

The fundamental principle of Corporate Governance is achieving sustained growth ethically and in the best interest of all stakeholders. It is not a mere compliance of laws, rules and regulations, but a commitment to values, best management practices and adherence to the highest ethical principles in all its dealings, to achieve the objects of the Company, enhance stakeholder value and discharge its social responsibility. The Company has a strong legacy of fair, transparent and ethical governance practices and it believes that good Corporate Governance is essential for achieving long-term corporate goals and to enhance stakeholders’ value. In this pursuit, the Company’s philosophy on the Code of Governance is based on the belief that effective Corporate Governance practices constitute a strong foundation on which successful commercial enterprises are built to last. Good Corporate Governance is indispensable to resilient and vibrant capital markets and is, therefore, an important instrument of investor protection. As a good corporate citizen, the Company lays great emphasis on a corporate culture of conscience, integrity, fairness, transparency, accountability and responsibility for efficient and ethical conduct of its business

The Company is conscious of the fact that the success of a corporation is a reflection of the professionalism, conduct and ethical values of its management and employees. In addition to compliance with regulatory requirements, the Company endeavours to ensure that highest standards of ethical and responsible conduct are met throughout the organization. The Company believes that good corporate governance practices help to enhance performance and valuation of the Company. The Company also respects the right of its shareholders to information on the performance of the Company and considers itself as trustee of its shareholders.

The Company is in compliance with the conditions of corporate governance as required under the SEBI (Listing Obligation and Disclosures Requirement) Regulations, 2015 (SEBI Listing Regulations) as applicable.

#### 2. BOARD OF DIRECTORS:

The Board of Directors of the Company is the highest governance authority within the management structure of the Company. Further, the Board of Directors of the Company is totally committed to the best practices for effective Corporate Governance.

The Board of Directors, along with its committees, provides leadership and guidance to the management and directs and supervises the performance of the Company, thereby enhancing stakeholders’ value. The Board has a fiduciary duty in ensuring that the rights of all stakeholders are protected. The Board composition is in conformity with Section 149 of the Act and Regulation 17 of the Listing Regulations.

**(A) Composition of the Board:**

The Board of Directors of the Company has been constituted in manners which ensure the optimum combination of Executive/Non-Executive and Independent/Non-Independent Directors to ensure proper governance and management. Your Company's Board comprises of 5 (five) Directors of which 1(one) is Executive Managing Director, 1 (one) is Executive Director and 3 (Three) are Non-Executive Independent Directors. The Chairman of the Board of Directors is Executive Managing Director.

None of the Directors is related to each other and there are no inter-se relationships between the Directors.

The Company has an active, diverse, experienced and a well-informed Board. The Company currently has a right mix of Directors on the Board who possess the requisite qualifications and experience in general corporate management, finance and other allied fields which enable them to contribute effectively to the Company in their capacity as Directors of the Company.

Mr. Vasudev S. Agarwal, Promoter and Executive Director, is the Chairman and Managing Director of the Company, heading the Board.

\*Mrs. Garima Jain serves as Non-Executive/Independent-Women Director on the Board of Directors Thus, the Company complies with the requirement of appointment of Women Director under the Companies Act, 2013 and Regulation 17(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

\*Mrs. Garima Jain has resigned as a Non-Executive Independent Director w.e.f. 14/08/2023 and Ms. Ruchi Halakhandi is appointed as a Non-Executive Independent Director in place of Mrs. Garima Jain.

None of the Directors hold office in more than 20 companies and in more than 10 public companies as prescribed under Section 165(1) of the Act. No Director holds Directorships in more than 7 listed companies. Further, none of the Non-Executive Directors serve as Independent Director in more than 7 listed companies as required under the Listing Regulations. The Managing Director does not serve as an Independent Director in any listed company.

**(B) Category of Directors, their attendance at the Board and AGM, etc.**

The category of Directors, their attendance at the Board Meetings for the year 2022-23 and the last Annual General Meeting, the particulars of no. of other Directorships and Committee Memberships held are as follows: (See Table-I).

**(C) Information on Board Meetings, Procedure and Evaluation:**

The Board Meetings are held at least once in every quarter inter-alia, to review the quarterly results of the Company. The gap between the two Board Meetings does not exceed 120 days.

Further, the agenda is circulated well in advance to the Board/ Committee Members along with comprehensive background information on the items in the agenda to enable the Board and Committees to arrive at appropriate decisions. The Company Secretary tracks and monitors Board and Committee proceedings to ensure that the Terms of Reference/Charters are adhered to, decisions are properly recorded in the minutes and actions on the decisions are tracked. The agenda and related information is circulated through a highly secure web-based application, which can be accessed electronically. This has reduced paper consumption, thereby





enhancing the sustainability efforts of the Company. All the mandatory items as prescribed in Regulation 17(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are placed before the Board of Directors.

During the year under review the Board of Directors met 8 (Eight) times Board Meetings which were convened and held on 30.05.2022, 13.07.2022, 12.08.2022, 12.09.2022, 14.11.2022, 19.12.2022, 19.01.2023 and 13.02.2023.

The Board of Directors periodically reviews Letter of Assurance to strengthening the legal framework step by step in order to ensure the compliance with all the applicable Laws pursuant to Regulation 17(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Board of Directors has its own plan on orderly succession for appointment to the Board of Directors and Senior Management pursuant to Regulation 17(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Management Committee oversees day to day operations of the Company, which consist of Two (2) Executive Directors subject to supervision and control of the Board of Directors. The Management Committees appointed by the Board of Director make decision within the authority delegated. All decisions/ recommendation of the Committees are placed before the Board of Director for information and/or it's its approval.

Board Evaluation: In terms of the requirement of the Act and the Listing Regulations, an annual performance evaluation of the Board is undertaken where the Board formally assesses its own performance with the aim to improve the effectiveness of the Board and the Committees. During the year, Board Evaluation cycle was completed by the Company internally which included the Evaluation of the Board as a whole, Board Committees and Peer Evaluation of the Directors. The exercise was led by the Chairman and Managing Director of the Company along with the Chairman of the Nomination and Remuneration Committee of the Company. The Evaluation process focused on various aspects of the functioning of the Board and Committees such as composition of the Board, Board Oversight and effectiveness, performance of Board Committees, Board skills and structure, etc. Separate exercise was carried to evaluate the performance of Independent Directors by the Board of Directors in its Board Meeting held on 13.02.2023 for the financial year 2022-23 pursuant to Regulation 17(10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

A separate Meeting of Independent Directors was held on 13.02.2023 to review the performance of Non-Independent Directors and Board of Directors as whole pursuant to Regulation 26(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the terms and conditions of Independent Directors are incorporated on the website of the Company [www.anjanisynthetics.com](http://www.anjanisynthetics.com)



Attendance record of Directors attending the Board meetings and Annual General Meetings during the year 2022-23:

Table-I

| Name of the Director, their Designation & (DIN) | Category of Director        | No. of Board Meetings |          | Last AGM Attendance | No. of other Directorship & Committee Member/ Chairmanship in other Companies |                        |                          |
|---|-----------------------------|-----------------------|----------|---------------------|---|------------------------|--------------------------|
|   |                             | Held                  | Attended |                     | Directorship*   | Committee Membership** | Committee Chairmanship** |
| Mr. Vasudev S. Agarwal- CMD (01491403)          | Executive Director          | 8                     | 8        | Yes                 | 1   | –                      | –                        |
| Mr. Sanjay Goverdhan Sharma (02455999)          | Executive Director          | 8                     | 8        | Yes                 | –   | –                      | –                        |
| *Mrs. Garima Jain (08456031)                    | Independent & Non-Executive | 8                     | 8        | Yes                 | –   | –                      | –                        |
| Mr. Alpesh Fatehsingh Purohit (07389212)        | Independent & Non-Executive | 8                     | 8        | Yes                 | 04  | 1                      | 1                        |
| ***Mr. Kuldeep Ashokbhai Shah (08365637)        | Independent & Non-Executive | 8                     | 8        | Yes                 | 3   | 3                      | 1                        |

\*Including Private Companies, \*\*Committees include Audit Committee & Stakeholder's Grievance and Relationship Committee for the purpose of Regulation 26(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

\*\*\* Mr. Kuldeep Ashokbhai Shah acts as Non- Executive Independent Director in Aarnav Fashions Limited. Also he is member in Audit Committee & Stakeholder's Grievance and Relationship Committee of Aarnav Fashions Limited.

\*Mrs. Garima Jain has resigned as a Non-Executive Independent Director w.e.f. 14/08/2023 and Ms. Ruchi Halakhandi is appointed as a Non-Executive Independent Director in place of Mrs. Garima Jain.

None of the Directors of Board is a member of more than 10 (Ten) Committees and no Director is Chairman of more than 5 (five) committees across all the Companies in which they are Director. The necessary disclosures regarding Committee positions have been made by all the Directors pursuant to Regulation 26(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Further, none of the Director of the Company is serving as a Whole-time Director in any Listed Company is holding position of Independent Director more than 3 (three) Listed Companies pursuant to Regulation 25(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.



Matrix highlighting core skills/expertise/competencies of the Board of Directors:

The Board of Directors has identified the following skills required for the Company and the availability of such skills with the Board:

| Skills & Expertise                         | Mr. Vasudev S. Agarwal | Mr. Sanjay G. Sharma | *Mrs. Garima Jain | Mr. Kuldeep Shah | Mr. Alpesh Purohit |
|--|------------------------|----------------------|-------------------|------------------|--------------------|
| General Management & Leadership Experience | ✓                      | ✓                    | ✓                 | ✓                | ✓                  |
| Financial Expertise                        | ✓                      |                      | ✓                 | ✓                | ✓                  |
| Risk Management                            | ✓                      | ✓                    |                   |                  |                    |
| Corporate Governance & Legal               |                        | ✓                    | ✓                 | ✓                | ✓                  |
| Industry Experience & entire value chain   | ✓                      | ✓                    |                   | ✓                | ✓                  |
| Marketing & quality control                | ✓                      | ✓                    | ✓                 |                  |                    |
| Human Resources & Communication            | ✓                      |                      | ✓                 | ✓                | ✓                  |

**Familiarization programme for Independent Directors:** The Independent Directors are provided with necessary documents, reports and other relevant information to enable them to familiarize with the Company's procedures and practices. The Independent Directors are taken for visit to Company's various plants / units, to enable them to have full understanding of manufacturing operations & processes of the Company and the industry in which it operates. Periodic presentations are made at the Board meetings on business and performance updates of the Company, business strategy and risks involved. At the time of induction of the newly appointed Independent Director, he / she is apprised adequately about the Company, latest financial statements with business model, industry scenario, competition, significant recent developments and also the Board processes which is apprised by the Managing Director, the Chief Financial Officer, the Company Secretary and the Senior Management of the Company. Details of the familiarization programme for the Independent Directors are available on the website of the Company: (URL:[http://anjanisynthetics.com/jp/investor\\_relations/Familiarization\\_Policy\\_Independent\\_Director.pdf](http://anjanisynthetics.com/jp/investor_relations/Familiarization_Policy_Independent_Director.pdf))

#### (D) Number of Shares held by Non-Executive Independent Directors

The details of Shares held by Non-Executive Directors of the Company pursuant to Regulation 26(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as on 31st March, 2023 are as under:

| Sr. No | Name of Non-Executive Director | No. of Shares held | % Held |
|--------|--------------------------------|--------------------|--------|
| 1.     | Mr. Alpesh Fatehsingh Purohit  | Nil                | 0.00   |
| 2.     | Ms. Garima Jain                | Nil                | 0.00   |
| 3.     | Mr. Kuldeep Ashokbhai Shah     | Nil                | 0.00   |

**(E) Code of Conduct:**

The Board has laid down a Code of Business Conduct and Ethics (the "Code") for all the Board Members and Senior Management of the Company. Reference of part D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in compliance with in Compliance with Regulation 17(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has adopted a Code of Ethics for principal Executives and the Senior Management Personnel covering duties of Independent Directors as laid down in the Companies Act 2013. All the Board Members and Senior Management Personnel have affirmed Compliance with the Code of Conduct. The Code is available on the website of the Company. A declaration signed by the Chairman and Managing Director to this effect is attached at the end of this report.

**(F) CEO/ CFO certification:**

Pursuant to Regulation 17(8) and Regulation 33(2)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, CEO and CFO of the Company have certified to the Board of Directors the financial statement for the financial year ended 31st March, 2023.

**(G) Risk Management**

The Company has framed a formal Risk Management Framework for risk assessment and risk minimization which is periodically reviewed to ensure smooth operation and effective management control. The Audit Committee also reviews the adequacy of the risk management framework of the Company, the key risks associated with the business and measure and steps in place to minimize the same. The Board undertakes periodic review of various matters.

**3. COMMITTEES OF THE BOARD:**

The Board Committees play a vital role in ensuring sound Corporate Governance practices. The Committees are constituted to handle specific activities and ensure speedy resolution of diverse matters. The Board Committees are set up under the formal approval of the Board to carry out clearly defined roles which are considered to be performed by members of the Board, as a part of good governance practice. The Board supervises the execution of its responsibilities by the Committees and is responsible for their action. The minutes of the meetings of all the Committees are placed before the Board for review.

**(A) AUDIT COMMITTEE:**

Apart from all the matters provided in 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and section 177 of the Companies Act 2013, the Audit committee reviews reports of the internal auditor, meets statutory auditors as and when required and discusses their findings, suggestions, observations and other related matters. It also reviews major accounting policies followed by the company. The Chief Financial Officer, representatives of Statutory Auditors, Internal Auditor and Finance & Accounts department are invited to the meetings of the Audit Committee.

**Composition and Attendance:**

The Audit Committee comprises of three (3) Directors and all are Non-Executive and Independent Directors. Mr. Alpesh Purohit, Chairman of the Audit Committee meetings during the year are Non-Executive and Independent Directors. The Constitution of the Committee meets the requirements of Section 177 of the Companies Act, 2013 as well as Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Statutory Auditors and Internal Auditors attend the meetings by invitation. Mr. Alpesh Purohit, Chairman of the Audit Committee was present at the last Annual General Meeting of the Company.

During the year the Audit Committee met 7 times on 30.05.2022, 13.07.2022, 12.08.2022, 12.09.2022, 14.11.2022, 19.01.2023 and 13.02.2023, attendance of the members as under:



| Name of the Member | Designation | Category                             | No. of Meeting attended |          |
|--------------------|-------------|--------------------------------------|-------------------------|----------|
|                    |             |                                      | Held                    | Attended |
| Ms. Garima Jain    | Member      | Non-Executive & Independent Director | 7                       | 7        |
| Mr. Alpesh Purohit | Chairman    | Non-Executive & Independent Director | 7                       | 7        |
| Mr. Kuldeep Shah   | Member      | Non-Executive & Independent Director | 7                       | 7        |

The Committee is authorized by the Board of Directors in the manner as envisaged under Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as well as under Section 177 of the Companies Act, 2013. The Committee has been assigned task as listed under Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Committee reviews the information as listed under Regulation 18(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as well as under Section 177 of the Companies Act, 2013.

**Broad Terms of Reference of the Committee inter-alia include:**

- Appointment & performance evaluation of statutory and internal auditors;
- Review of Company's financial statements, internal financial reporting process and the audit process;
- Review of adequacy, reliability and effectiveness of internal financial controls, risk management process and vigil mechanism;
- Approval of related party transactions;
- Monitoring of process for compliance with laws, regulations and the code of conduct;
- Review of compliance with provision of SEBI Insider Trading Regulations, 2015;
- Scrutiny of inter-corporate loans and investments;

**(B) STAKEHOLDERS' GRIEVANCES AND RELATIONSHIP COMMITTEE:**

**Composition and Attendance**

The Stakeholder's Grievances and Relationship Committee comprises of 3 (three) Directors, all are Non-Executive Directors. 1 (one) Shareholder Grievance Committee meeting was held during the year on 13.02.2023.

| Name of the Member | Designation | Category                             | No. of Meeting attended |          |
|--------------------|-------------|--------------------------------------|-------------------------|----------|
|                    |             |                                      | Held                    | Attended |
| Ms. Garima Jain    | Member      | Non-Executive & Independent Director | 1                       | 1        |
| Mr. Alpesh Purohit | Chairman    | Non-Executive & Independent Director | 1                       | 1        |
| Mr. Kuldeep Shah   | Member      | Non-Executive & Independent Director | 1                       | 1        |

**Broad Terms of Reference of the Committee inter-alia include:**

- ✦ Approval and monitoring of transfer, transmission, split, consolidation and dematerialization, re-materialisation of shares/securities and issuance of duplicate share/security certificates by the Company as per the approval matrix;
- ✦ Overseeing various issues relating to shareholders/security holders, including redressal of complaints relating to transfer of shares/security, non-receipt of annual reports, dividends declared etc.;



- ✦ Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company. Shareholders Complaints are redressed through SEBI Complaints Redress System (SCORES).
- 1) Name of Non-executive Director heading the Committee: Mr. Alpesh F. Purohit for meeting held on 13.02.2023.
- 2) Number of shareholders' complaints received: During the year 2022-23, the Company received complaints: Nil
- 3) Number not solved to the satisfaction of shareholders: Nil
- 4) Number of pending share transfers: Nil
- 5) During the year the Committee met: 1 time.

#### (C) NOMINATION AND REMUNERATION COMMITTEE:

The nomination & remuneration committee for appointment and remuneration of executive directors was constituted and consists of Non-executive Independent Directors which evaluates and finalizes among other things, compensation and benefits of the Executive Directors. The Constitution of the Committee meets the requirements of Section 178 of the Companies Act, 2013 as well as Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

#### Composition and Attendance at the N&RC meetings

During the financial year, 2 (Two) Nomination and Remuneration Committee Meetings were held as on 12.08.2022 and 13.02.2023. The Committee reviews the information as listed under Regulation 19(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as well as under Section 178 of the Companies Act, 2013.

| Name of the Member | Designation | Category                             | No. of Meeting attended |          |
|--------------------|-------------|--------------------------------------|-------------------------|----------|
|                    |             |                                      | Held                    | Attended |
| Ms. Garima Jain    | Member      | Non-Executive & Independent Director | 2                       | 2        |
| Mr. Alpesh Purohit | Chairman    | Non-Executive & Independent Director | 2                       | 2        |
| Mr. Kuldeep Shah   | Member      | Non-Executive & Independent Director | 2                       | 2        |

#### Terms of reference and complains:

- Formulation of criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board of Directors a policy relating to the remuneration of the Directors, Key Managerial Personnel and other employees.
- Formulation of criteria for evaluation of performance of Independent Directors and the Board of Directors.
- Evaluation of performance of the Board, its Committees and individual Directors.
- Devising a policy on diversity of Board of Directors.
- Recommendation of remuneration payable to senior management.

#### 4. REMUNERATION OF DIRECTORS

##### (a) Remuneration Policy:

The Objective of Remuneration Policy is directed towards having the compensation structure that will reward and



retain the talent.

The Company has adopted and implemented the provision of Section 178 of the Companies Act, 2013 on the requirement of the Committee to recommend to the Board a policy, relating to the remuneration of the Directors, Key management personnel and Senior Management.

The remuneration payable to Directors, Key Managerial Personnel and Senior Management Person will involve a balance between fixed and incentive pay reflecting short term and long term performance objectives appropriate to the working of the Company and its goal.

The remuneration levels are governed by industry pattern, qualification and experience of employee, responsibilities shouldered, individual performance and Company performance.

Non-Executive Directors have no pecuniary relationship or transaction with the Company, except receiving sitting fees for attending Meetings. The Company does not pay any severance fee and no stock option is available to the directors

#### (b) Disclosures with respect to Remuneration

The aggregate value of salary, perquisites, commissions, Performance incentive & Sitting fees paid for the year 2022-23 to all the Directors are as follows.

(Rs. In Lacs)

| Name of Director        | Status<br>Category | Sitting Fees |    |      |     |     | Remuneration<br>Fixed Salary | Total |
|-------------------------|--------------------|--------------|----|------|-----|-----|------------------------------|-------|
|                         |                    | BM           | AC | SGRC | NRC | IDM |                              |       |
| Vasudev S. Agarwal      | ED                 | -            | -  | -    | -   | -   | 24.00                        | 24.00 |
| Sanjay Goverdhan Sharma | ED                 | -            | -  | -    | -   | -   | 6.68                         | 6.68  |
| Garima Jain             | ID&NED             | 0.48         | -  | -    | -   | -   | -                            | 0.48  |
| Mr. Alpesh              | ID&NED             | 0.48         | -  | -    | -   | -   | -                            | 0.48  |
| Mr. Kuldeep Shah        | ID&NED             | 0.48         |    |      |     |     | -                            | 0.48  |
| Total                   |                    |              |    |      |     |     |                              | 32.12 |

**Notes:** BM-Board Meeting, AC-Audit Committee Meeting, SGRC-Shareholders Grievance and Relationship Committee Meeting, NRC- Nomination and Remuneration Committee Meeting. IDM- Independent Director Meeting.

Fixed Salary includes Salary, Perks & Retirement Benefits.

#### 5. FEES TO STATUTORY AUDITORS

The details of fees paid to Statutory Auditors and all entities in the network firm/network entity of which the statutory auditor is a part during the year ended March 31, 2023 are as follows:

(Rs. In Lakhs)

| Sr. No. | Particulars           | M/s. Nahta Jain & Associates and their network entities |
|---------|-----------------------|---|
| 1.      | Audit Fees            | 4.00  |
| 2.      | Certification Charges | 2.50  |
| Total   |                       | 6.50  |



## 6. INFORMATION ABOUT GENERAL BODY MEETINGS

### A. Annual General Meetings/Extra-Ordinary General Meetings

Location and time for last 3 years Annual General Meetings/ Extra Ordinary General Meetings held as under:

| Financial Year | AGM  | Location/ Place of Meeting   | Date       | Time a.m./ p.m. |
|----------------|------|--|------------|-----------------|
| 2021-22        | 38th | Plot No.140, Saijpur Gopalpur,<br>Pirana Road, Piplej, Ahmedabad-382405  | 28.09.2022 | 11:00 A.M       |
| 2020-21        | 37th | Plot No.140, Saijpur Gopalpur,<br>Pirana Road, Piplej, Ahmedabad-382405<br>Through Video Conferencing (VC) or<br>Other Audio Visual Means (OAVM) | 28.09.2021 | 11:00 A.M       |
| 2019-20        | 36th | Plot No.140, Saijpur Gopalpur,<br>Pirana Road, Piplej, Ahmedabad-382405  | 28.09.2020 | 11:00 A.M       |

No Extra-Ordinary General Meeting was held during the financial year 2022-23.

### B. Special Resolution

Particulars of Special Resolution passed at last 3 years Annual General Meetings/ Extra Ordinary General Meetings are as follows:

| FY (AGM/EGM)  | Particulars  | Date       |
|---------------|--|------------|
| 2021-22 (AGM) | 1. Appointment of Mr. Kuldeep Ashokbhai Shah (DIN: 08365637) as Non-Executive Independent Director.<br>2. To re-appoint Mr. Vasudev S. Agarwal (DIN: 1491403) as a Managing Director of the company for a period of 5 (five) years and fix his remuneration. | 28.09.2022 |
| 2020-21(AGM)  | 1. To give Authority to related party transaction  | 28.09.2021 |
| 2019-20(AGM)  | 1. To give Authority to related party transaction  | 28.09.2020 |

### C. Postal Ballot:

During the financial year under review the Company had not transacted any business- special resolution through Postal Ballot

## 7. MEANS OF COMMUNICATION

The Company has submitted its quarterly, half yearly and yearly financial results to the Stock Exchanges as well as published in leading Newspapers normally in leading English and in Vernacular daily Newspapers immediately after its approval by the Board. The Company did not send the half yearly report to the Shareholders of the Company.

### a) Financial Results for the Quarter ended:

|  |   |
|--|---|
| 30th June, 2022  | 45 days from end of Quarter 30th June, 2022   |
| 30th September, 2022                                   | 45 days from end of Quarter 30th September, 2022  |
| 31st December, 2022                                    | 45 days from end of Quarter 31st December, 2022   |
| Audited Results for the year ended on 31st March, 2023 | 60 days from end of Financial Year (i.e. on or before 30th May, 2023) (As per Regulation 33 of The SEBI (LODR) Regulations, 2015) |



**b) SEBI Complaints Redress System (Scores):**

SEBI has initiated SCORES for processing the investor complaints in a centralized web based redress system and online redressal of all the shareholders complaints. The company is in compliance with the SCORES and redressed the shareholders complaints well within the stipulated time.

**c) BSE Listing Centre:**

The new electronic system introduced by BSE Limited for submission of Quarterly/ Half Yearly/ yearly compliance like Shareholding Pattern, Corporate Governance Report, Board Meeting intimation of the Company and other corporate announcements in e-mode. BSE Listing Centre is web based application designed by the BSE Limited for Corporate.

**8. GENERAL INFORMATION FOR SHAREHOLDERS**

|                                      |  |
|--------------------------------------|--|
| Date of Incorporation of the Company | 28th day of June, 1984                         |
| Financial year                       | 01.04.2022 to 31.03.2023                       |
| Day, date and time of AGM            | Wednesday, 27th September, 2023 at 11.00 a.m.  |
| Mode of AGM                          | Physical                                       |
| Dates of Book Closure                | 21.09.2023 to 27.09.2023 (both days inclusive) |
| Cut-off Date for E-voting            | 24.09.2023 to 26.09.2023                       |

**a) Listing On Stock Exchange:**

The Shares of the Company are listed at BSE Limited.

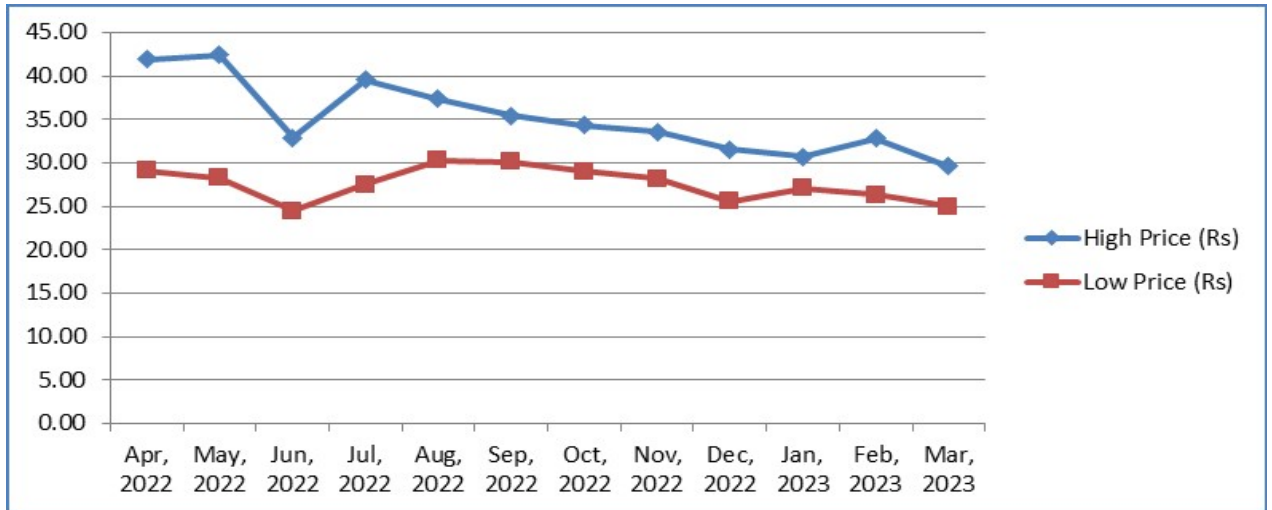
**b) Stock Code and ISIN No.**

| Stock Exchange   | Scrip Code | ISIN         |
|------------------|------------|--------------|
| BSE Ltd.– Mumbai | 531223     | INE364D01024 |

**c) Stock Market Data**

Monthly high and low of closing quotations of shares traded on BSE Limited, Mumbai.

| Month           | High Price (Rs) | Low Price (Rs) |
|-----------------|-----------------|----------------|
| April, 2022     | 41.90           | 29.15          |
| May, 2022       | 42.40           | 28.30          |
| June, 2022      | 32.90           | 24.50          |
| July, 2022      | 39.60           | 27.50          |
| August, 2022    | 37.35           | 30.25          |
| September, 2022 | 35.40           | 30.15          |
| October, 2022   | 34.30           | 29.00          |
| November, 2022  | 33.60           | 28.20          |
| December, 2022  | 31.55           | 25.55          |
| January, 2023   | 30.75           | 27.10          |
| February, 2023  | 32.85           | 26.30          |
| March, 2023     | 29.65           | 25.01          |



## d) Shareholding Profile:

| Mode of Holding | As on 31st March, 2023 |             | As on 31st March, 2023 |             |
|-----------------|------------------------|-------------|------------------------|-------------|
|                 | No. of Shares          | % to Equity | No. of Shares          | % to Equity |
| Demat           | 14711375               | 99.74       | 14710375               | 99.73       |
| Physical        | 38625                  | 0.26        | 39625                  | 0.27        |
| Total           | 14750000               | 100.00      | 14750000               | 100.00      |

e) Shareholding Pattern (As of 31<sup>st</sup> March 2021)

| Sr. No.  | Categories   | No. of shares | % of total holding |
|----------|--|---------------|--------------------|
| <b>A</b> | <b>Promoters Holding</b>                                 |               |                    |
|          | Promoter & Promoter Group                                |               |                    |
|          | Indian   | 10891377      | 73.84              |
|          | Foreign  | -             | -                  |
| <b>B</b> | <b>Non-Promoter Holding</b>                              |               |                    |
|          | Institutional :  |               |                    |
|          | Central Government/ State Government/ President of India | 19796         | 0.13               |
|          | Mutual Fund  | -             | -                  |
|          | Non-Institutional :                                      |               |                    |
|          | Bodies Corporate   | 214065        | 1.45               |
|          | Individuals :  |               |                    |
|          | Capital upto Rs.2 Lacs                                   | 1159650       | 7.86               |
|          | Capital greater than Rs.2Lacs                            | 2191361       | 14.86              |
|          | Any Others :   |               |                    |
|          | HUF  | 249507        | 1.69               |
|          | Clearing Member  | 1150          | 0.01               |
|          | NRIs   | 23094         | 0.16               |
|          | Total  | 14750000      | 100.00             |

f) **Shareholding Pattern (As of 31st March 2023)**

| Share Balance     | Holders     | % of Total    | Total Shares     | % of Total |
|-------------------|-------------|---------------|------------------|------------|
| Upto 1- 5000      | 1948        | 79.2514       | 2134080          | 1.4468     |
| 5001- 10000       | 224         | 9.1131        | 1858820          | 1.2602     |
| 10001- 20000      | 106         | 4.3124        | 1653490          | 1.1210     |
| 20001- 30000      | 38          | 1.5460        | 976790           | 0.6622     |
| 30001- 40000      | 28          | 1.1391        | 991170           | 0.6720     |
| 40001- 50000      | 15          | 0.6103        | 696140           | 0.4720     |
| 50001- 100000     | 35          | 1.4239        | 2387030          | 1.6183     |
| 100001- 999999999 | 614         | 2.6037        | 136802480        | 92.7474    |
| <b>TOTAL</b>      | <b>2458</b> | <b>100.00</b> | <b>147500000</b> | <b>100</b> |

g) **Registrar And Share Transfer Agent (RTA)**

M/s. Bigshare Services Private Limited

A-802 Samudra Complex,

Near Klassic Gold Hotel, Off. C. G. Road, Ahmedabad-380009, Gujarat.

Phone No.: 079-40024135

Email: [bssahd@bigshareonline.com](mailto:bssahd@bigshareonline.com)

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

h) **Investors Communication And Investors Complaints To Be Address To**

For Share Transfers/Dematerialization or other queries relating to Shares:

M/s. Bigshare Services Private Limited

A-802 Samudra Complex,

Near Klassic Gold Hotel, Off. C G Road, Ahmedabad-380009, Gujarat

Ph. No.: 079-40024135

Email: [bssahd@bigshareonline.com](mailto:bssahd@bigshareonline.com)

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

**For other inquiry write to Company:**

Mrs. Niki Patawari –Company Secretary and Compliance officer

Registered Office: 221 (Maliya), New Cloth Market, O/s. Raipur Gate, Ahmedabad- 380002, Gujarat.

Phone No.: 079- 22173181

E-mail: [info@anjanisynthetics.com](mailto:info@anjanisynthetics.com)

E-mail: [investor@anjanisynthetics.com](mailto:investor@anjanisynthetics.com)

i) **Share Transfer Systems**

Applications for transfer of shares in physical form are processed by the Registrar and Share Transfer Agent of the Company. The Transfer Committee constituted for transfer/ transmission of shares, issue of duplicate shares, demat/ remat request and allied matters considers and approves the share transfer once in fortnight



subject to transfer instrument being valid and complete in all respects.

The Company obtained Certificates from Company Secretary in Practice for Compliance of Share transfer formalities pursuant to Regulation 40(9) of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on yearly basis. The Company also carried out quarterly Secretarial Audit for the reconciliation of Share Capital regularly.

**j) Recommendation To Get the Shares Dematerialized**

The trading in the Company's equity shares is compulsorily in dematerialized mode. The Company has tied up with National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL). Thus the investors can exercise dematerialization and transfer actions through a recognized Depository Participant (DP) who is connected to NSDL or CDSL. We strongly recommend all the members holding shares in physical form to promptly get their shares dematerialized.

**k) Registration of Email-Id for Receipt of Notices of General Meetings, Annual Report, Etc. In E-Form**

The Ministry of Corporate Affairs has taken 'Green Initiative in Corporate Governance' by allowing paperless compliances by the Company and has issued circulars allowing service of notices/ documents including Annual Report by email to its members. To support this green initiative of the Government in full measure, members who have not registered their email addresses so far, are requested to register the same in respect of electronic holdings with the Depository through their Depository Participants.

Members holding shares in physical form are requested to get their email addresses registered with the Company/ its Registrar & Share Transfer Agent

**l) Outstanding GDRs/ADRs/Warrants/Options Or Any Convertible Instruments**

The Company has no outstanding GDRs/ADRs/Warrants/Options or any convertible instruments as on 31st March 2023.

**m) Proceeds From Public Issue/Rights Issue/Preferential Issue/Warrant Conversion**

During the financial year, the Company has not raised any fund through Public Issue/ Rights Issue/Preferential Issue/Warrant Conversion

**n) Code of Conduct for Prevention of Insider Trading**

The Company has adopted the Code of Conduct for Regulating, Monitoring and Reporting of Trading by Insiders in accordance with the requirement of SEBI (Prohibition of Insider Trading) Regulations, 2015 and Companies Act, 2013.

**o) Disclosure of Accounting Treatment in preparation of Financial Statement**

Your Company has followed all relevant Accounting Standards laid down by the Institute of Chartered Accountants of India (ICAI) while preparing Financial Statements.

**q) Unpaid / Unclaimed Dividends of the Interim Dividend for the FY 2007-08 has been transferred to IEPF Authority**

In accordance with the provisions of Sections 124 and 125 of the Act and Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 ('IEPF Rules') dividends not encashed / claimed



within seven years from the date of declaration are to be transferred to the Investor Education and Protection Fund ('IEPF') Authority. The IEPF Rules mandate Companies to transfer shares of Members whose dividends remain unpaid / unclaimed for a continuous period of seven years to the demat account of IEPF Authority. The Members whose dividend / shares are transferred to the IEPF Authority can claim their shares / dividend from the Authority. In accordance with the said IEPF Rules and its amendments, the Company had sent notices to all the Shareholders whose shares were due to be transferred to the IEPF Authority and simultaneously published newspaper advertisement. In terms of the provisions of Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016, Company was required to file form IEPF-4 regarding statement of shares to be transferred to the Investor Education and Protection Fund for the interim dividend paid in financial year 2008-09 but the Company could not file form IEPF-4 due to some technical issues in the form. The Company has appointed a Nodal Officer under the provisions of IEPF, the details of which are available on the website of the Company at <http://www.anjanisynthetics.com>. The Company has uploaded the details of shareholders whose shares have been transferred to IEPF Authority on the website of the company.

## **9. OTHER DISCLOSURES**

### **A. Related Party Transaction**

All the transactions entered into with Related Parties as defined under Companies Act, 2013 and Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 during the financial year were in the Ordinary Course of business and on arm's length pricing basis and do not attract the provisions of Section 188 of the Companies Act, 2013. Prior approval of the Audit Committee is obtained for all Related Party Transactions. There were no materially significant transactions with related parties during the financial year which were in conflict with the interest of the Company. Related Party Transactions during the year have been disclosed at notes on financial statements as per the requirement of "Accounting Standards - 18- Related Party Disclosure issued by ICAI.

The Board has approved a policy for related party transactions which has been uploaded on Company's website [www.anjanisynthetics.com](http://www.anjanisynthetics.com)

### **B. Management Discussion and Analysis**

The Management Discussion and Analysis Report have been given separately in this Annual Report as required under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

### **C. Details of non-compliance by the Company**

Your Company has complied with all the requirement of regulatory authorities. No penalty/ strictures were imposed on the Company by Stock Exchange/s or SEBI or any statutory authority on any matter related to capital markets.

### **D. Vigil Mechanism**

The Company has implemented a Whistle Blower Policy covering the employees. The Policy enables the employees to report to the management instances of unethical behavior, actual or suspected fraud or violation of the Company's code of Conduct. Employees can lodge their Complaints through anonymous e-mails besides usual means of communications like written complaints. No personnel have been denied access to the Audit Committee.

**E. Policy on Material Subsidiaries**

The Company is not having any subsidiary Company; however, the Company has formulated the Policy for determining 'Material Subsidiaries' which has been put up on the website of the Company.

**F. Policy on Related Party Transactions**

The Company has formulated the Policy on dealing with Related Party Transactions which has been put up on the website of the Company.

**10. Non-Mandatory Requirements**

- (a) **The Board:** Since the Company has an Executive Chairman on its Board, there is no requirement for maintaining separate office.
- (b) **Shareholder's Right:** Half yearly financial results including summary of the significant events are presently not being sent to shareholders of the Company. However quarterly financial results are published in the leading newspapers and are also available on the website of the Company.
- (c) **Audit Qualification:** There is no qualification in the Auditor's Report on the Financial Statements to the shareholders of the Company.
- (d) **Separate Post of Chairman and CEO:** Mr. Vasudev S. Agarwal, Chairman and Managing Director of the Company also act as CEO of the Company.
- (e) **Reporting of Internal Auditor:** The Company's Internal Auditor, reports directly to the Audit Committee.

**For and on behalf of the Board of Directors  
For, ANJANI SYNTHETICS LIMITED**

**Place: Ahmedabad**

**Date: 14th August, 2023**

**VASUDEV S. AGARWAL  
(DIN: 01491403)  
CHAIRMAN & MD**



## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

Your Directors have pleasure in presenting the management discussion and analysis report for the year ended on March 31, 2023.

### **DISCLAIMER**

Statements in the Directors' Report & Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations or predictions may be "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make difference to the Company's operations include raw material availability and its prices, cyclical demand and pricing in the Company's principle markets, changes in Government regulations, tax regimes, economic developments within India and the countries in which the Company conducts business and other ancillary factors.

### **1. INDUSTRY STRUCTURE, DEVELOPMENT**

During the period under the review, the Company had been operating in Textile activities i.e. cloth processing. The textile sector has always been an important part of people's lives in India. The textile industry in India is one of the oldest manufacturing sectors in the country and is currently it's largest. Textile machinery and accessories have been identified as core sectors under Make In India campaign there has not been any measures for this sector either today, 45% of textile machine accessories requirement is met by domestic producers & 55% through imports. The government has been pushing for indigenous production through 'Make in India' campaign to bring down imports.

India is the world's second-largest exporter of textiles and apparels, with a massive raw material and manufacturing base. The textile industry is a significant contributor to the economy, both in terms of its domestic share and exports. It contributes about seven per cent to industry output, two per cent to the GDP and 15 per cent to the country's total exports earnings. The Indian textiles industry is extremely varied, with the hand-spun and hand-woven textiles sectors at one end of the spectrum, while the capital intensive sophisticated mills sector at the other end of the spectrum. The decentralized power looms/ hosiery and knitting sector form the largest component of the textiles sector. The close linkage of the textile industry to agriculture (for raw materials such as cotton) and the ancient culture and traditions of the country in terms of textiles make the Indian textiles sector unique in comparison to the industries of other countries. The Indian textile industry has the capacity to produce a wide variety of products suitable to different market segments, both within India and across the world. With over 45 Million people employed directly, the textile industry is one of the largest sources of employment generation in the country. The growth of textile sector is largely depends on consumer spending and multiple factors like actual and perceived economic condition, disposable income and employment. Industry faces a non-level playing field in many markets due to tariff barriers, however industry needs to improve its productivity levels, economies of scale and organize itself better for large production at competitive prices.

### **2. REVIEW & FUTURE OUTLOOK OF THE COMPANY**

The Company has reported improvement in its operational financial performance during the year under review. Economic slowdown has hit the company hard in terms of its business volumes and as a result its divisions have witnessed considerable reduction in production and sales volumes. At the same time, the company has continued its efforts on enhancing its product profile and customer segments which have helped it improve upon the margins. Over last few years, the company has invested into its operational capabilities targeted towards value-added products and has taken various initiatives to strengthen its manufacturing facilities and marketing setup. These steps have helped the company off-set the adverse impact of lower volumes to some extent. Moreover, the company's focus continues to remain on better controls over the operational costs as a continuing mission and its results are visible



in terms of reduced costs across most expense heads.

Various aspects like working conditions of workers, health related issues, minimizing risk of accidents at work place etc. are being taken care of by the Company. The Company will achieve more turnovers by various marketing strategies, offering more quality products, launching new products etc. in coming years followed by increase in profit margin by way of various cost cutting techniques and optimum utilization of various resources of the Company. The company has found export opportunities for the same line of textile products which they were doing Job work presently. Till yet company was involved in Job work but now with the view of export opportunities, company taken the lead towards the export in simultaneous with Job Work.

### **3. OPPORTUNITIES & THREATS**

The Government is committed to encourage the healthy growth of Capital Market for development of the Economy. While the government seems committed to reforms to address the challenges, political compromises and high populist spending in an election year will mean that tough decisions are more likely to be deferred. Financial health of the textile sector will play a major role going forward. The current uncertain business environment can pose an enhanced risk in terms of timely liquidity and financial soundness of the business partners.

### **4. SEGMENT-WISE PERFORMANCE:**

The Company's main business activity is textile and its related activities which fall under single reportable segment i.e. 'Textiles'. The Company has majorly focused on quality, production and export.

### **5. OUTLOOK:**

Outbreak of the Second wave of Covid-19 pandemic during the later part of the year is likely to alter the business scenario significantly going forward. The lockdown in various parts of India and continuous restrictions on movements have already disrupted manufacturing operations and adversely affected operational performance of the company, which would be more profoundly reflected in financials of next year.

Management has already taken measures to contain the adverse impact by way of optimizing plant operations, cash flow and liquidity management and effective cost management. The business situation is likely to remain very challenging in times to come. The focus will also shift to ensure adequate risk management in light of volatile and uncertain economic scenario. Further, the Company continues to explore the possibilities of expansion and will make the necessary investments when attractive opportunities arise.

### **6. RISK & CONCERNS:**

The Company is exposed to specific risks that are particular to its business and environment within which it operates, including Foreign Exchange Risk, Interest Rate Risk, Commodity Price Risk, Risk of Product Concentration and other Business Risk. While risk is an inherent aspect of any business, the Company is conscious of the need to have an effective monitoring mechanism and has put in place appropriate measure for its mitigation including business portfolio risk, financial risk and legal risk and internal process risk.

### **7. INTERNAL CONTROL SYSTEMS & THEIR ADEQUACY:**

The Company's operating and business control procedures ensure efficient use of resources and comply with the procedures and regulatory requirements. The Company has appropriate internal control systems for business processes, with regard to efficiency of operations, financial reporting, compliance with applicable laws and regulations etc. All operating parameters are monitored and controlled. Regular internal audits and checks ensure that responsibilities are executed effectively. The system is improved and modified continuously to meet with changes in business conditions, statutory and accounting requirements. The Audit Committee of the Board of Directors actively reviews the adequacy and effectiveness of internal control systems and suggests improvement for strengthening





them, from time to time.

The Directors have appointed M/s. ACM & Associates., Chartered Accountants as the Internal Auditors of the Company for the FY 2023-24.

**8. DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:**

During the year, the Company has recorded a turnover of Rs. 32818.54 Lacs as compared to Rs. 30471.23 Lacs in the previous year. The Company has made net profit of Rs. 348.21 Lacs as compared to Rs. 400.27 Lacs of the previous year after providing depreciation, tax, etc. for the year ended 31st March, 2023.

**9. HEALTH, SAFETY AND ENVIRONMENT:**

The Company believes that the human resources are vital in giving the Company a Competitive edge in the current business environment. The Company rely that the health and safety of the workers and the persons residing in the vicinity of its plants is fundamental to the business. Commitment to the identification and elimination or control of the workplace hazards for protection of all is utmost importance. Regarding environmental impact of its operations, the company is always vigilant and more than complies with all stipulated norms. The manufacturing operations are conducted to ensure sensitivity towards the environment and minimize waste by encouraging “Green” practices.

As in the past, the Company has enjoyed cordial relations with the employees at all levels. Also, the Company continues to run an in-house training program held at regular intervals and aimed at updating their knowledge about issues.

**11. DETAILS OF SIGNIFICANT CHANGES (I.E. CHANGE OF 25% OR MORE AS COMPARED TO THE IMMEDIATELY PREVIOUS FINANCIAL YEAR) IN KEY FINANCIAL RATIOS:**

|                            |      |                                |      |
|----------------------------|------|--------------------------------|------|
| <b>Debtors Turnover</b>    |      | <b>Interest Coverage Ratio</b> |      |
| 2022-23                    | 3.13 | 2022-23                        | 2.02 |
| 2021-22                    | 2.66 | 2021-22                        | 2.07 |
| <b>Current Ratio</b>       |      | <b>Debt Equity Ratio</b>       |      |
| 2022-23                    | 1.54 | 2022-23                        | 0.64 |
| 2021-22                    | 1.46 | 2021-22                        | 0.87 |
| <b>Return on Net Worth</b> |      |                                |      |
| 2022-23                    | 4.53 |                                |      |
| 2021-22                    | 5.54 |                                |      |

**For and on behalf of the Board  
For, ANJANI SYNTHETICS LIMITED**

**Place: Ahmedabad  
Date: 14th August, 2023**

**VASUDEV S. AGARWAL  
(DIN: 01491403)  
CHAIRMAN & MD**



## CERTIFICATION BY CEO AND CFO OF THE COMPANY

We, Vikas Anandi Sharma, CEO and Sandeep Mehta CFO are responsible for the finance function certify that:

- a) We have reviewed the financial statements and cash flow statement for the financial year ended 31st March, 2023 to the best of our knowledge and belief:
  - I. These statements do not contain any materially untrue statements or omit any material facts 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) To the best of our knowledge and belief, no transactions entered into by the Company during the financial year 2022-23, which are fraudulent, illegal or violate the Company's Code of Conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and have evaluated the effectiveness of the internal control systems of the Company for such reporting. We have disclosed to the Auditors and the Audit Committee, deficiencies, if any, in the design or operation of such internal controls, of which we are aware of and the steps taken and/or proposed to be taken to rectify these deficiencies.
- d)
  - i) Significant changes in internal control over financial reporting during the year.
  - ii) Significant change in accounting policies during the year requiring disclosure in the notes to the financial statements.
  - iii) We are not aware of any instance during the year of significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

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**VIKAS ANANDI SHARMA**  
(Chief Executive Officer)

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**SANDEEP MEHTA**  
(Chief Financial Officer)

Place: Ahmedabad  
Date : 14th August, 2023

## CODE OF CONDUCT - DECLARATION

As required under Schedule V (D) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board Members and the Senior Management Personnel have confirmed compliance with the Code of Conduct for the Board of Directors and the Senior Management for the year ended 31st March, 2023.

For and on behalf of the Board of Directors  
Anjani Synthetics Ltd

Place: Ahmedabad  
Date: 14th August, 2023

**VASUDEV S. AGARWAL**  
(Chairman & Managing Director)



**COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE**

To,  
The Members of,  
**Anjani Synthetics Limited.**

We have examined the compliance of conditions of Corporate Governance by Anjani Synthetics Limited (“the Company”) for the year ended on 31st March, 2023, as stipulated in chapter IV of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring compliance with the 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, we certify that the Company has complied with the conditions of Corporate Governance as specified in chapter IV of the Listing Regulations.

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

**For, MUKESH H. SHAH & CO.**  
**Company Secretaries**

**Place: Ahmedabad**  
**UDIN NO: F005827E000783648**  
**Date: 11.08.2023**

**MUKESH H. SHAH**  
**PROPRIETOR**  
**CP. NO. 2213 FCS NO.: 5827**



## 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

**ANJANI SYNTHETICS LIMITED**

221(Maliya), New Cloth Market, O/s Raipur Gate

Ahmedabad-380002,

Gujarat, INDIA

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **ANJANI SYNTHETICS LIMITED** having **CIN: L11711GJ1984PLC007048** and having registered office at 221(Maliya), New Cloth Market, O/s Raipur Gate, Ahmedabad-380002 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

| Sr. No. | Name of Director          | DIN      | Date of appointment in Company* |
|---------|---------------------------|----------|---------------------------------|
| 1.      | VASUDEV SUBHKARAN AGARWAL | 01491403 | 03/06/2005                      |
| 2.      | GARIMA JAIN               | 08456031 | 15/06/2019                      |
| 3.      | SANJAY GOVERDHAN SHARMA   | 02455999 | 12/12/2020                      |
| 4.      | KULDEEP ASHOKBHAI SHAH    | 08365637 | 30/10/2021                      |
| 5.      | ALPESH FATHESINGH PUROHIT | 07389212 | 13/08/2021                      |

\*the date of appointment is as per MCA portal.

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

**For, MUKESH H. SHAH & CO.**  
Company Secretaries

Place: Ahmedabad

UDIN NO: F005827E000783659

Date:11.08.2023

**MUKESH H. SHAH**  
PROPRIETOR  
CP. NO. 2213 FCS NO.: 5827



## Independent Auditors' Report

To the members of

**M/S. ANJANI SYNTHETICS LIMITED**

### Report on the audit of the Standalone Financial Results

#### Opinion

We have audited the accompanying standalone financial statements of M/S. ANJANI SYNTHETICS LIMITED ("the Company"), which comprises the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the statement of Changes in Equity and Cash Flow Statement for the year ended on that date, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the Indian accounting Standards prescribed under section 133 of the Act read with the companies (Indian Accounting standards) Rule, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2023 and its profit & total Comprehensive Income, Changes in equity and its cash flows for the year ended on that date.

#### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (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 section of my report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and We have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence We have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Key Audit Matters

Key Audit Matters are those matters that, in our professional judgment, Are of most significance in our audit of the financial statements of the current period. These matters are addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and We do not provide separate opinion on these matters. Based on the circumstances and facts of the audit and entity, there are no key audit matters to be communicated in our report.

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

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

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information



and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

Based on the work We have performed, we conclude that there is a no material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities, selection and application of appropriate accounting policies; making judgements and estimates that are responsible and prudent; and design, implementation and maintenance of adequate internal financial controls, that are operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

### **Auditor's Responsibilities for the Audit of Financial Statement**

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.

A further description of the auditor's responsibilities for the audit of the financial statements is included in Annexure A. This description forms part of our auditor's report.

### **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, We give in the Annexure B, 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 are necessary for the purpose of our audit.
  - b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;



- c) The Standalone Balance sheet, the statement of Standalone Profit and loss, other comprehensive Income, Statement of changes in Equity and the Standalone 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 Indian Accounting Standards specified under Section 133 of the Act.
- e) On the basis of written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164 (2) of the Act; and
- 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 C". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- 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.

- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i) The Company does not have any pending litigations for which provision have not been made which would impact its financial position.
  - ii) The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any.
  - iii) The Provisions of transfer of funds to Investor Education and Protection Fund not applicable to the Company.
  - iv) (a) The Management has represented that, to the best of its 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 to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;  
  
(b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding,



whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused me to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- v) The company has not declared or paid any dividend during the year in contravention of the provisions of section 123 of the Companies Act, 2013.
- vi) Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of accounts using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023 and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

**As per my Report of Even Date  
For and on Behalf of**

**Place : Ahmedabad  
Date : 27.05.2022  
UDIN: 23116735BGVVQA9987**

**Nahta Jain & Associates,  
Chartered Accountants  
Firm Regn. No. 106801W**

**(CA. Gaurav Nahta)  
Partner  
M.No.116735**





## Annexure “A” to the Independent Auditor’s Report Responsibilities for Audit of Financial Statement

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, We are also responsible for expressing our opinion on whether the company has internal financial controls with reference to Financial Statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management’s use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company’s ability to continue as a going concern. If We conclude that a material uncertainty exists, We are required to draw attention in our auditor’s report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions is based on the audit evidence obtained up to the date of our auditor’s report. However, future events or conditions may cause the Company to cease to continue as a going concern
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable mere 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.

**As per my Report of Even Date  
For and on Behalf of  
Nahta Jain & Associates,  
Chartered Accountants  
Firm Regn. No. 106801W**

**Place : Ahmedabad  
Date : 27.05.2022  
UDIN: 23116735BGVVQA9987**

**(CA. Gaurav Nahta )  
Partner  
M.No.116735**



## Annexure “B” to the Independent Auditor’s Report

The Annexure referred to in our Independent Auditor’s Report to the members of the Company on the Standalone financial statements for the year ended 31 March 2023, We report that;

- (i) In respect of Fixed Assets:
- a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets.  
(B) The Company has maintained proper records showing full particulars of intangible assets.
  - b) As per the information and explanations given to us, all the assets have been physically verified by the management during the year and there is a regular program of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies are noticed on such verification.
  - c) Based on our examination of documents regarding Immovable Property We report that, the title in respect of self-constructed buildings and title deeds of all other immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in the financial statements included under Property, Plant and Equipment are held in the name of the Company as at the balance sheet date.
  - d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment (including Right of use assets) or intangible assets does not arise.
  - e) Based on the information and explanations furnished to us, no proceedings have been initiated or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder, and therefore the question of my commenting on whether the Company has appropriately disclosed the details in its financial statements does not arise.
- (ii) In respect of Inventory:
- (a) As explained to us, inventories have been physically verified during the year by the management at reasonable intervals. In our opinion, the frequency of verification is reasonable. As informed to us there are no material discrepancies noticed on verification between the physical stocks and the book records and any discrepancies found has been properly dealt within the books of accounts.
  - (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks are in agreement with the books of account of the Company.
  - (iii) During the year under audit, the Company has not granted any loans or advances, secured or unsecured or provided any guarantee or securities, to the companies, firms and other parties covered in the register maintained under section 189 of the Companies Act, 2013 hence clause 3 (iii) (a) (b) (c), (d), (e), (f) of the Companies (Auditor’s Report) Order, 2020 are not applicable.



- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
- (v) According to the information and explanation given to us, the company has not accepted any deposit from the public during the year. Therefore, the provisions of clause (v) of paragraph 3 of the order are not applicable to the company.
- (vi) The central government has prescribed maintenance of cost records under section 148(1)(d) of the companies act 2013 in respect of certain manufacturing activities of the company. Company has obtained cost audit report for the financial year 2022-23 during the year. We have broadly reviewed the accounts and records of the company in this connection and are of the opinion, that prima facie, the prescribed accounts and records have been made and maintained. We have not, however carried out detailed examination of the same.
- (vii) According to the information and explanations given to us, in respect of statutory dues:
  - (a) The company is generally regular in depositing the undisputed statutory dues including Provident Fund, Employees State Insurance, Income Tax, Wealth Tax, Sales Tax, Goods and Service Tax, Custom Duty, Excise Duty, Service Tax, Value Added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of afore mentioned dues were outstanding as at 31st March 2023 for a period of more than six months from the date they became payable.
  - (b) According to the information and explanations given to us, no statutory dues that have not been deposited on account of disputes are pending:
- (viii) According to the information and explanations given to us and the records of the Company examined by us, there are no transactions in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.
- (ix)
  - a) In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of dues to financial institutions or banks. As there are no debentures, the question of repayment does not arise.
  - b) According to the information and explanations given to us and on the basis of our audit procedures, We report that the Company has not been declared Willful Defaulter by any bank or financial institution or government or any government authority.
  - c) According to the information and explanations given to us, term loans are applied for the purpose for which the loans are obtained.
  - d) According to the information and explanations given to us, funds raised on short term basis have not been utilized for long term purposes.
  - e) According to the information and explanations given to us, Company doesn't have subsidiaries as defined under the Companies Act, 2013 accordingly, clause 3(ix)(e) of the Order is not applicable.
  - f) According to the information and explanations given to us Company doesn't have subsidiaries as defined under the Companies Act, 2013 accordingly, clause 3(ix)(f) of the Order is not applicable.



- (x) (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) Accordingly, clause 3(x)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable
- (xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, We report that no fraud by the Company or on the Company has been noticed or reported during the course of the Audit.
- (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) 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, the Company has not received any whistle-blower complaints during the year.
- (xii) According to the information and explanations given to us, the Company is not Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the Standalone financial statements as required by the applicable accounting standards.
- (xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, 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 and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.
- (b) The Company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
- (d) According to the information and explanations provided to us during the course of audit, the Group does not have any CIC. Accordingly, the requirements of clause 3(xvi)(d) are not applicable.
- (xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.



- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
- (xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which comes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that my reporting is based on the facts up to the date of the audit report and We neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) In our opinion and according to the information and explanations given to us, provisions of sub-section (5) of Section 135 of the Companies Act, 2013 is not applicable. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.
- (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.

**As per my Report of Even Date  
For and on Behalf of  
Nahta Jain & Associates  
Chartered Accountants  
Firm Regn. No. 106801W**

**Place : Ahmedabad  
Date : 27/05/2023  
UDIN: 23116735BGVVQA9987**

**(CA. Gaurav Nahta)  
Partner  
M. No. 116735**



## Annexure “C” to the Auditors’ Report

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

#### Opinion

We have audited the internal financial controls over financial statements of **M/S. ANJANI SYNTHETICS LIMITED** (‘the Company’), as of 31 March, 2023, in conjunction with our audit of the standalone financial statements of the Company as at and for the year ended that date.

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

#### Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal controls 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 are operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### Auditor’s Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the ‘Guidance Note’) and the Standards of Accounting, issued by ICAI and deemed to be prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls, 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 are 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 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 the Management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, 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.

**As per my Report of Even Date  
For and on Behalf of  
Nahta Jain & Associates  
Chartered Accountants  
Firm Regn. No. 106801W**

**Place : Ahmedabad  
Date : 27/05/2023  
UDIN: 23116735BGVVQA9987**

**(CA. Gaurav Nahta)  
Partner  
M. No. 116735**

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup>MARCH, 2021****A. General Information**

Anjani Synthetics Limited ("the Company") incorporated in 1984 in India. The principal activities of the Company is to be in the business of textile. The Company has manufacturing facilities in India. The company manufactures textile products. The registered office of Anjani Synthetics Limited is at 221 (Maliya), New Cloth Market O/s Raipur Gate, Ahmedabad, Ahmedabad, Gujarat. The factory address of Company is 140, Pinara Road, Pipelej, Ahmedabad, Gujarat – 382405.

Company has no holding, Subsidiary Company.

**B. Significant Accounting policies****I. Statement of compliance:**

These Financial Statements have been prepared in accordance with Indian Accounting Standards (referred to as "Ind AS") as prescribed under Section 133 of the Companies Act, 2013 (Act) read with Companies (Indian Accounting Standards) Rules as amended from time to time. The Financial Statements have been prepared under historical cost convention basis except for certain financial assets and financial liabilities which have been measured at fair value. Accounting policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. The Company's presentation and functional currency is Indian Rupees and all values are rounded to the Lakhs.

**II. Basis of preparation and presentation:**

These financial statements have been prepared on historical cost basis, except for certain financial instruments which are measured at fair value or amortised cost at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. 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. All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle. Based on the nature of services rendered to customers and time elapsed between deployment of resources and the realisation in cash and cash equivalents of the consideration for such services rendered, the Company has considered an operating cycle of 12 months.

**III. Current and 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 satisfies any of the following criteria: it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle.

It is held primarily for the purpose of being traded Non-Current;

- It is expected to be realized within 12 months after the reporting date; or
- It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.
- All other assets are classified as non-current.





It is held primarily for the purpose of being traded Current

- A liability is classified as current when it satisfies any of the following criteria:
- It is expected to be settled in the Company's normal operating cycle;
- It is held primarily for the purpose of being traded
- It is due to be settled within 12 months after the reporting date; or the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.
- All other liabilities are classified as non-current.
- Deferred tax assets and liabilities are classified as non-current only
- The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter.
- Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

The Standalone Financial Statements have been presented in Indian Rupees (INR), which is the Company's functional currency. All financial information presented in INR has been rounded off to the nearest two decimals, unless otherwise stated.

#### **IV. Use of estimates & Judgments**

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires management of the Company to make informed judgments, reasonable assumptions and estimates that affect the amounts reported balances of Assets and Liabilities, disclosures of contingent Liabilities as at the date of the financial statements and the reported amounts of income and expense for the periods presented. Uncertainty about these could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in the future periods. These assumptions and estimates are reviewed periodically based on the most recently available information. Revisions to accounting estimates are recognized prospectively in the Statement of Profit & Loss in the period in which the estimates are revised and in any future periods affected.

In the assessment of the Company, the most significant effects of use of judgments and/or estimates on the amounts recognized in the financial statements are in respect of the following:

- Useful lives of property, plant & equipment;
- Valuation of inventories;
- Measurement of recoverable amounts of assets / cash-generating units;
- Assets and obligations relating to employee benefits;
- Evaluation of recoverability of deferred tax assets; and
- Provisions and Contingencies

**V. Functional and presentation currency:**

These financial statements are presented in Indian Rupees (INR), which is the Company's functional currency. All financial information presented in INR has been rounded to the nearest lakhs, except as stated otherwise.

**VI. Significant accounting policies****A. Revenue recognition**

Revenue from contract with customers Revenue from contracts with customers is recognized upon transfer of control of promised goods/products to customers at an amount that reflects the consideration to which the Company expect to be entitled for those goods/ products. To recognize revenues, the Company applies the following five-step approach:

- Identify the contract with a customer,
- Identify the performance obligations in the contract,
- Determine the transaction price,
- Allocate the transaction price to the performance obligations in the contract, and
- Recognize revenues when a performance obligation is satisfied.

**1. Sale of goods**

Revenue from the sale of goods is recognized when the significant risks and rewards of ownership of the goods have passed to the buyer and no significant uncertainty exists regarding the amount of the consideration that will be derived from the sale of goods. Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, related discounts & incentives and volume rebates. It includes excise duty and excludes value added tax/ sales tax/goods and service tax.

**2. Sale of goods – non-cash incentive schemes (deferred revenue)**

The company operates a non-cash incentive scheme program where dealers / agents are entitled to non-cash incentives on achievement of sales targets. Revenue related to the non-cash schemes is deferred and recognized when the targets are achieved. The amount of revenue is based on the realization of the sales targets to the period of scheme defined.

**3. Interest income**

For all financial instruments measured either at amortized cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR), which is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability. Interest income is included in other income in the statement of profit and loss.

**4. Dividends**

Dividend income is accounted for when the right to receive the same is established, which is generally when shareholders approve the dividend.



**B. Borrowing costs**

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the asset. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that a company incurs in connection with the borrowing of funds.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying asset is deducted from the borrowing costs eligible for capitalization.

**C. Export Benefits**

Duty free imports of raw materials under advance license for imports, as per the Foreign Trade Policy, are matched with the exports made against the said licenses and the net benefits / obligations are accounted by making suitable adjustments in raw material consumption.

**D. Taxes**

**1. Current income tax**

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on the rates and tax laws enacted or substantively enacted, at the reporting date in the country where the entity operates and generates taxable income.

Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

**2. Deferred tax**

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

Deferred tax assets are the amounts of income taxes recoverable in future periods in respect of:

- i. deductible temporary differences;
- ii. the carry forward of unused tax losses; and
- iii. the carry forward of unused tax credits.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized 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 realized 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 recognized outside profit or loss is (either in other comprehensive income or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

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

Minimum Alternative Tax (MAT) credit is recognized as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. In the year in which the MAT credit becomes eligible to be recognized an asset in accordance with recommendations contained in Guidance Note issued by ICAI, the said asset is created by way of a credit to the Statement of Profit and Loss and shown as MAT Credit Entitlement. The company reviews the same at each Balance Sheet date and writes down the carrying amount of MAT Credit Entitlement to an extent there is no longer convincing evidence to the effect that the company will pay normal Income Tax during the specified period.

## **E. Leases**

### **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.

#### **1) Right-of-use assets**

- The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use).

Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

- Leasehold buildings 8 to 10 years
- Leasehold Land 75 to 80 years

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment. Refer to the accounting policies in section (p) Impairment of non-financial assets.

**2) Lease Liabilities**

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognized as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs. In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease Spayments.

**3) Short-term leases and leases of low-value assets**

The Company applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value.

Lease payments on short-term leases and leases of low-value assets are recognized as expense on a straight-line basis over the lease term.

**F. Employee Benefits**

All employee benefits payable wholly within twelve months of rendering services are classified as short term employee benefits. Benefits such as salaries, wages, short-term compensated absences, performance incentives etc., and the expected cost of bonus, ex-gratia are recognized during the period in which the employee renders related service.

Payments to defined contribution retirement benefit plans are recognized as an expense when employees have rendered the service entitling them to the contribution.

No benefits has been provided by the Company under the defined benefits plan. Thus no re measurement comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognized in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur

No net defined benefit obligation as an expense has been recognized in the statement of profit and loss:

1. Long-term employee benefits



Post-employment and other employee benefits are recognized as an expense in the statement of profit and loss for the period in which the employee has rendered services. A liability is recognized for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

2. Defined contribution plans

The company pays provident fund contributions to publicly administered provident funds as per local regulations. The company has no further payment obligations once the contributions have been paid.

**G. Property, plant and equipment**

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at acquisition cost of the items. Acquisition cost includes expenditure that is directly attributable to getting the asset ready for intended use. Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

An item of spare parts that meets the definition of 'property, plant and equipment' is recognized as property, plant and equipment. The depreciation on such an item of spare part will begin when the asset is available for use i.e. when it is in the location and condition necessary for it to be capable of operating in the manner intended by management. In case of a spare part, as it may be readily available for use, it may be depreciated from the date of purchase of the spare part.

Capital work in progress is stated at cost and net of accumulated impairment losses, if any. All the direct expenditure related to implementation including incidental expenditure incurred during the period of implementation of a project, till it is commissioned, is accounted as Capital work in progress (CWIP) and after commissioning the same is transferred / allocated to the respective item of property, plant and equipment.

Pre-operating costs, being indirect in nature, are expensed to the statement of profit and loss as and when incurred.

The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Property, plant and equipment are eliminated from financial statement, either on disposal or when retired from active use. Losses arising in the case of retirement of property, plant and equipment are recognized in the statement of profit and loss in the year of occurrence.

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

Depreciation is calculated to allocate the cost of assets, net of their residual values, over their estimated useful lives. Components having value significant to the total cost of the asset and life different from that of the main asset are depreciated over its useful life. However, land is not depreciated. The useful



lives so determined are as follows:

| <b>Assets</b>          | <b>Estimated useful life</b> |
|------------------------|------------------------------|
| Lease hold land        | Lease term (99 years)        |
| Buildings              | 30 to 60 years               |
| Plant and machinery    | 10 to 40 years               |
| Furniture and fixtures | 10 years                     |
| Office equipment       | 10 years                     |
| Vehicles               | 8 to 10 years                |

Depreciation on fixed assets has been provided in the accounts based on useful life of the assets prescribed in Schedule II to the companies Act, 2013 based on Written Down Method.

Depreciation on additions is calculated on pro rata basis with reference to the date of addition.

Depreciation on assets sold/ discarded, during the period, has been provided up to the preceding month of sale / discarded.

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

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other gains / (losses).

#### **H. Investment properties**

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the company, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent expenditure is capitalized to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the company and the cost of the item can be measure reliably. All other repairs and maintenance costs are expensed when incurred. When part of an investment property is replaced, the carrying amount of the replaced part is derecognized.

There are no Investment Properties in name of Company.

#### **I. Intangibles**

Intangible assets are recognized when it is probable that the future economic benefits that are attributable to the assets will flow to the company and the cost of the asset can be measured reliably.

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses. Internally generated intangibles, excluding capitalized development costs, are not capitalized and the related expenditure is reflected in profit or loss in the period in which the expenditure



is incurred.

#### **J. Inventories**

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

1. Raw materials: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on first in, first out basis.
2. Finished goods and work in progress: cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity, but excluding borrowing costs. Cost is determined on lower of cost or net realizable value. Cost is determined on first in, first out basis
3. Stores and spares: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis. An item of spare parts that does not meet the definition of 'property, plant and equipment' has to be recognized as a part of inventories. Cost is determined on first in, first out basis
4. Fuel: cost includes cost of purchase and other cost incurred in bringing the inventories to their present location and condition. Cost is determined on first in, first out basis.

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

#### **K. Investment in subsidiaries, joint ventures and associates**

Investments in subsidiaries, joint ventures and associates are recognized at cost as per Ind AS 27. Except where investments accounted for at cost shall be accounted for in accordance with Ind AS 105, Non-current Assets Held for Sale and Discontinued Operations, when they are classified as held for sale.

There are no Investment in Subsidiaries, Joint Ventures and Associates as defined as per INDAS 27.

#### **L. Financial Instruments**

- Financial assets

##### **i. Initial recognition and measurement**

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

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

##### **ii. Subsequent measurement**

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





- a. Debt instruments at amortized cost
- b. Debt instruments at fair value through other comprehensive income (FVTOCI)
- c. Financial assets at fair value through profit or loss (FVTPL)
- d. Equity instruments measured at fair value through other comprehensive income (FVTOCI)

**iii. Debt instruments at amortized cost**

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

- a. The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b. 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 amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance income in the profit or loss. The losses arising from impairment are recognized in the profit or loss. This category generally applies to trade and other receivables.

**iv. Debt instrument at FVTOCI**

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- a. The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b. The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI).

**v. Financial instrument at FVTPL**

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the company may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). The company has not designated any debt instrument as at FVTPL.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

**vi. Equity investments**

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognized by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL. For all other equity instruments, the company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The company makes such election on an instrument by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

**vii. Derecognition**

A financial asset (or, where applicable, a part of a financial asset or part of a company of similar financial assets) is primarily derecognized (i.e. removed from the company's balance sheet) when:

- a. The rights to receive cash flows from the asset have expired, or
- b. The company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either
  - a) the company has transferred substantially all the risks and rewards of the asset, or
  - b) the company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the company continues to recognize the transferred asset to the extent of the company's continuing involvement. In that case, the company also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the company has retained.

**viii. Impairment of financial assets**

The company assesses impairment based on expected credit loss (ECL) model to the following:

- a. Financial assets measured at amortized cost;
- b. Financial assets measured at fair value through other comprehensive income (FVTOCI);



Expected credit losses are measured through a loss allowance at an amount equal to:

- a. The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- b. Full time expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument).

The company follows 'simplified approach' for recognition of impairment loss allowance on:

- a. Trade receivables or contract revenue receivables; and

Under the simplified approach, the company does not track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

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

For recognition of impairment loss on other financial assets and risk exposure, the company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). This amount is reflected under the head 'other expenses' in the P&L.

**ix. Financial assets measured as at amortized cost, contractual revenue receivables and lease receivables**

ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the company does not reduce impairment allowance from the gross carrying amount.



For assessing increase in credit risk and impairment loss, the company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

The company does not have any purchased or originated credit-impaired (POCI) financial assets, i.e., financial assets which are credit impaired on purchase/ origination.

- **Financial liabilities**

- i. **Initial recognition and measurement**

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

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

- ii. **Subsequent measurement**

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

- a. Financial liabilities at fair value through profit or loss
- b. Loans and borrowings
- c. Financial guarantee contracts

- iii. **Financial liabilities at FVTPL**

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

Gains or losses on liabilities held for trading are recognized in the profit or loss.

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

- iv. **Loans and borrowings**

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or



loss when the liabilities are derecognized as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of profit and loss.

**v. De recognition**

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

**• Off-setting of financial instruments**

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

**M. Impairment of non-financial assets**

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

**Recoverable amount is determined:**

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

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.



The company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the company's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year.

Impairment losses of continuing operations, including impairment on inventories, are recognized in the statement of profit and loss, except for properties previously revalued with the revaluation surplus taken to OCI. For such properties, the impairment is recognized in OCI up to the amount of any previous revaluation surplus.

#### **N. Cash and cash equivalents**

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the company's cash management.

#### **O. Segment accounting**

The Chief Operational Decision Maker monitors the operating results of its business Segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the financial statements.

The Operating segments have been identified on the basis of the nature of products/services.

The accounting policies adopted for segment reporting are in line with the accounting policies of the company. Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment. Inter Segment revenue is accounted on the basis of transactions which are primarily determined based on market/fair value factors. Revenue, expenses, assets and liabilities which relate to the company as a whole and are not allocated to segments on a reasonable basis have been included under "unallocated revenue / expenses / assets / liabilities".

The Company is primarily engaged in the business of manufacturing, distribution and marketing of textile product. These, in the context of Ind AS 108 on Operating Segments Reporting are considered to constitute single business segment.

#### **P. Provisions, Contingent liabilities, Contingent assets and Commitments**

##### **General**

Provisions are recognized when the company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the company expects some or all of a provision to be reimbursed, for example, under an insurance



contract, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Contingent liability is disclosed in the case of:

1. A present obligation arising from the past events, when it is not probable that an outflow of resources will be required to settle the obligation;
2. A present obligation arising from the past events, when no reliable estimate is possible;
3. A possible obligation arising from the past events, unless the probability of outflow of resources is remote.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets.

The company provides for the expenses to reclaim the quarries used for mining. The total estimate of reclamation expenses is apportioned over the estimate of mineral reserves and a provision is made based on the minerals extracted during the year. Mines reclamation expenses are incurred on an ongoing basis and until the closure of the mine. The actual expenses may vary based on the nature of reclamation and the estimate of reclamation expenditure.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

#### **Q. Dividend**

Provision is made for the amount of any dividend declared, being appropriately authorized and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

The Company recognizes a liability to make cash distributions to equity holders of the Company when the distribution is authorized, and the distribution is no longer at the discretion of the Company. Final dividends on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors. The interim dividends declared during the year are approved by the Board of Directors.

However no dividend has been paid by Company during the year.

#### **R. Earnings per share**

Basic earnings per share are calculated by dividing the net profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Earnings considered in ascertaining the company's earnings per share is the net profit for the period after deducting



preference dividends and any attributable tax thereto for the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless they have been issued at a later date. The diluted potential equity shares have been arrived at, assuming that the proceeds receivable were based on shares having been issued at the average market value of the outstanding shares. In computing dilutive earnings per share, only potential equity shares that are dilutive and that would, if issued, either reduce future earnings per share or increase loss per share, are included.

#### **S. Use of estimates and judgements**

The presentation of the financial statements is in conformity with the Ind AS which requires the management to make estimates, judgments and assumptions that affect the reported amounts of assets and liabilities, revenues and expenses and disclosure of contingent liabilities. Such estimates and assumptions are based on management's evaluation of relevant facts and circumstances as on the date of financial statements. The actual outcome may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to the accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

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

- Current tax
- Fair valuation of unlisted securities

#### **T. Statement of cash flows**

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

#### **U. Current and non-current classification**

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

- i. Expected to be realized or intended to be sold or consumed in normal operating cycle;
- ii. Held primarily for the purpose of trading;
- iii. Expected to be realized 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 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.

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

### **Operating Cycle**

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

## **V. Foreign currency translation**

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

### **Transactions and balances**

Transactions in foreign currencies are initially recorded by the company's entities at their respective functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognized in OCI or profit or loss are also recognized in OCI or profit or loss, respectively).

## **W. Fair value measurement**

The company measures financial instruments, such as, derivatives 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.

The company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- i. Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or Liabilities.
- ii. Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- iii. Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognized in the financial statements on a recurring basis, the company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The company's Valuation Committee determines the policies and procedures for both recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value, and for non-recurring measurement, such as assets held for distribution in discontinued operations. The Valuation Committee comprises of the head of the investment properties segment, heads of the company's internal mergers and acquisitions team, the head of the risk management department, financial controllers and chief finance officer.

External valuers are involved for valuation of significant assets, such as unquoted financial assets. Involvement of external valuers is decided upon annually by the Valuation Committee after discussion with and approval by the management. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained. Valuers are normally rotated every three years. The management decides, after discussions with the company's external valuers, which valuation techniques and inputs to use for each case.



At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the company's accounting policies. For this analysis, the management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation.

The management, in conjunction with the Company's external valuers, also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

On an interim basis, the Valuation Committee and the Company's external valuers present the valuation results to the Audit Committee and the company's independent auditors. This includes a discussion of the major assumptions used in the valuations.

For the purpose of fair value disclosures, the company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarizes accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- i. Disclosures for valuation methods, significant estimates and assumptions.
- ii. Quantitative disclosures of fair value measurement hierarchy.
- iii. Investment in unquoted equity shares (discontinued operations).
- iv. Financial instruments (including those carried at amortized cost).

#### **X. Earnings Per Share**

Basic earnings per share is computed and disclosed by dividing the net profit after tax by using the weighted average number of common shares outstanding during the year. Dilutive earning per share is computed and disclosed using the weighted average number of common and dilutive common equivalent shares outstanding during the year, except when the results would be anti-dilutive.

#### **Y. Exceptional items**

Certain occasions, the size, type or incidence of an item of income or expense, pertaining to the ordinary activities of the company is such that its disclosure improves the understanding of the performance of the company, such income or expense is classified as an exceptional item and accordingly, disclosed in the notes accompanying to the financial statements.

#### **Z. Rounding off**

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

- Recent accounting pronouncements

Recent pronouncements Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to



the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Rules, 2015 by issuing the Companies (Indian Accounting Standards) Amendment Rules, 2023, applicable from April 1, 2023, as below:

**Ind AS 1 – Presentation of Financial Statements** The amendments require companies to disclose their material accounting policies rather than their significant accounting policies. Accounting policy information, together with other information, is material when it can reasonably be expected to influence decisions of primary users of general purpose financial statements. The Group does not expect this amendment to have any significant impact in its financial statements.

**Ind AS 12 – Income Taxes** The amendments clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations. The amendments narrowed the scope of the recognition exemption in paragraphs 15 and 24 of Ind AS 12 (recognition exemption) so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences. The Group is evaluating the impact, if any, in its financial statements.

**Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors** The amendments will help entities to distinguish between accounting policies and accounting estimates. The definition of a change in accounting estimates has been replaced with a definition of accounting estimates. Under the new definition, accounting estimates are “monetary amounts in financial statements that are subject to measurement uncertainty”. Entities develop accounting estimates if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty.

The Group does not expect this amendment to have any significant impact in its financial statements.

- Other Statutory Information:

1. Details of Benami Property: The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
2. Details of Charges: The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
3. Details of crypto currency or virtual currency: The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

4. Utilization of borrowed funds and share premium:

The Company has not received any fund from any person(s) or entity(is), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
  - (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
5. Undisclosed income: 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.

6. Willful Defaulter: The Company is not declared as willful defaulter by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof or other lender in accordance with the guidelines on willful defaulters issued by the Reserve Bank of India.
7. Compliance with number of layers of companies: As the company has no holding or subsidiary company, requirement with respect to number of layers prescribed under clause 87 of sub section 2 of the Companies Act, 2013 read with companies (restriction on number of layers) rules, 2017 is not applicable.
8. Valuation of PP&E, intangible asset and investment property: The Company has not revalued any of its Property, Plant and Equipment (including Right-of-Use Assets) during the year.
9. Compliance with approved scheme(s) of arrangements: The Company has not entered into any scheme of arrangement which has an accounting impact on current

**As per our report of even date attached  
For Nahta Jain & Associates  
Chartered Accountants  
Firm Regn. No. 106801 W**

**(CA. Gaurav Nahta)  
Partner  
M.No. 116735**

**Place: Ahmedabad**

**Date: 27/05/2023**



## Balance Sheet as at March 31, 2023

(Amount in INR)

| Particulars   | Notes    | As at<br>March 31, 2023 | As at<br>March 31, 2022 |
|---|----------|-------------------------|-------------------------|
| <b>ASSETS</b>   |          |                         |                         |
| <b>Non-current assets</b>                                 |          |                         |                         |
| a) Property, Plant and Equipment                          | 1        | 1431.60                 | 1510.39                 |
| b) Other Intangible Assets                                | 2        | 210.16                  | 210.16                  |
| c) Financial Assets                                       |          |                         |                         |
| i. Investments  | 3        | 763.07                  | 682.91                  |
| ii. Other financial assets                                | 4        | 100.28                  | 100.28                  |
| d) Other Non-Current Assets                               | 5        | 496.54                  | 507.77                  |
| <b>Total non current assets</b>                           |          | <b>3001.65</b>          | <b>3011.52</b>          |
| <b>Current assets</b>                                     |          |                         |                         |
| a) Inventories  | 6        | 6158.81                 | 5514.30                 |
| b) Financial Assets                                       |          |                         |                         |
| (i) Trade Receivables                                     | 7        | 9228.12                 | 11712.15                |
| (ii) Cash and Cash Equivalents                            | 8        |                         |                         |
| Cash and Cash Equivalents                                 |          | 04.86                   | 78.11                   |
| Bank balance other than cash and cash equivalents         |          |                         | 02.07                   |
| (iv) Loans  | 9        | 63.88                   | 67.89                   |
| (vi) Other Financial Assets                               | 10       | 50.00                   | 50.00                   |
| c) Current Tax Assets                                     | 11       | 05.59                   | 16.87                   |
| d) Other Current Assets (to be specified)                 | 12       | 641.02                  | 641.26                  |
| <b>Total current assets</b>                               |          | <b>16152.28</b>         | <b>18082.64</b>         |
| <b>Total Assets</b>                                       |          | <b>19153.93</b>         | <b>21094.16</b>         |
| <b>Equity and Liabilities</b>                             |          |                         |                         |
| <b>Equity</b>   |          |                         |                         |
| a) Equity Share Capital                                   | 13       | 1475.00                 | 1475.00                 |
| b) Other Equity   | 14       | 6413.86                 | 6005.67                 |
| <b>Total Equity</b>                                       |          | <b>7888.86</b>          | <b>7480.67</b>          |
| <b>Non-Current Liabilities</b>                            |          |                         |                         |
| a) <b>Financial Liabilities</b>                           |          |                         |                         |
| (i) Borrowings  | 15       | 760.25                  | 1198.35                 |
| b) <b>Deferred Tax Liabilities (net)</b>                  | 16       | 33.62                   | 19.36                   |
| <b>Total non current liabilities</b>                      |          | <b>793.87</b>           | <b>1217.71</b>          |
| <b>Current Liabilities</b>                                |          |                         |                         |
| a) <b>Financial Liabilities</b>                           |          |                         |                         |
| (i) Borrowings  | 15       | 4253.52                 | 5272.62                 |
| (ii) Trade and Other Payables                             | 17       |                         |                         |
| a) total outstanding due to MSME                          |          | 1576.48                 | 886.38                  |
| a) total outstanding due to other than MSME               |          | 3620.34                 | 5273.20                 |
| (iii) Other Financial Liabilities                         | 18       | 963.86                  | 914.14                  |
| b) Other current liabilities                              | 19       | 32.60                   | 32.39                   |
| c) Provisions   | 20       | 24.40                   | 17.05                   |
| d) Current Tax Liabilities                                |          |                         |                         |
| <b>Total Current Liabilities</b>                          |          | <b>10471.20</b>         | <b>12395.78</b>         |
| <b>Total Liabilities</b>                                  |          | <b>11265.06</b>         | <b>13613.49</b>         |
| <b>Total Equity And Liabilities</b>                       |          | <b>19153.93</b>         | <b>21094.16</b>         |
| <b>Significant Accounting Policies</b>                    | <b>B</b> |                         |                         |
| <b>See accompanying notes to the Financial Statements</b> |          |                         |                         |

In terms of our report attached  
For Nahta Jain & Associates  
Chartered Accountants  
Firm Regn. No. 106801 W

(CA. Gaurav Nahta)  
Partner  
M.No. 116735

For and on behalf of the Board of Directors  
Anjani Synthetics Limited

Vasudev S. Agarwal  
(Managing Director)  
(DIN-01491403)

Niki Patwari  
(Company Secretary)

Sanjay G. Sharma  
(Director)  
(DIN-02455999)

Vikas Sharma  
(Chief Executive Officer)

Place : Ahmedabad  
Dated : 27/05/2023

Place : Ahmedabad  
Dated : 27/05/2023



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

(Amount in INR)

| Particulars   | Notes          | For the year ended | For the year ended |
|---|----------------|--------------------|--------------------|
|   |                | March 31, 2023     | March 31, 2022     |
| <b>Income</b>   |                |                    |                    |
| Revenue from Operations   | 21             | 32818.54           | 30471.23           |
| Other Income  | 22             | 201.65             | 223.88             |
| <b>Total Income</b>   |                | <b>33020.19</b>    | <b>30695.11</b>    |
| <b>Expenses</b>   |                |                    |                    |
| Cost of Material Consumed   | 23             | 25374.18           | 24317.07           |
| Changes in inventory of finished goods, stock in trade and WIP                      | 24             | -595.31            | -476.97            |
| Employee Benefit Expenses   | 25             | 531.48             | 611.62             |
| Finance Costs   | 26             | 496.36             | 499.91             |
| Depreciation and Amortization Expense   | 27             | 260.42             | 274.66             |
| Other Expenses  | 28             | 6491.14            | 4983.44            |
| <b>Total Expense</b>  |                | <b>32558.27</b>    | <b>30209.73</b>    |
| <b>Profit(Loss) before exceptional items and tax</b>                                |                | <b>461.92</b>      | <b>485.38</b>      |
| Exceptional items   |                |                    |                    |
| <b>Profit(Loss) Before Tax</b>  |                | <b>461.92</b>      | <b>485.38</b>      |
| Tax Expense:  |                |                    |                    |
| Current Tax   |                | 119.60             | 129.42             |
| Tax charge relating to earlier periods  |                | 00.04              | 00.50              |
| Deferred Tax  | 29             | -05.92             | -44.81             |
| <b>Total Tax Expenses</b>   |                | <b>113.72</b>      | <b>85.11</b>       |
| <b>Profit/(Loss) for the period from continuing operations</b>                      | <b>(A)</b>     | <b>348.21</b>      | <b>400.27</b>      |
| <b>Profit/(loss) from discontinued operations</b>                                   |                |                    |                    |
| <b>Tax expense of discontinued operations</b>                                       |                |                    |                    |
| <b>Profit/(loss) from discontinued operations (after tax)</b>                       |                |                    |                    |
| <b>Profit or loss for the period</b>  |                |                    |                    |
| <b>Other Comprehensive Income</b>   |                |                    |                    |
| <b>Items that will not be reclassified to profit or loss</b>                        |                |                    |                    |
| (a) Remeasurements of defined benefit plans   |                |                    |                    |
| (b) Equity instruments through other Comprehensive Income                           |                | 80.16              | 155.50             |
| <b>Income tax relating to items that will not be reclassified to profit or loss</b> |                |                    |                    |
| (a) Remeasurements of defined benefit plans   |                |                    |                    |
| (b) Equity instruments through other Comprehensive Income                           |                | -20.18             | -39.14             |
| Items that will be reclassified to profit or loss                                   |                |                    |                    |
| Income tax relating to items that will be reclassified to profit or loss            | (B)            | 59.98              | 116.36             |
| <b>Total Comprehensive (Loss) for the year</b>                                      | <b>(A)+(B)</b> | <b>408.19</b>      | <b>516.63</b>      |
| <b>"Earnings/(Loss) per Share - (Face value of Rs. 10 each)</b>                     |                |                    |                    |
| <b>Basic and Diluted (in Rs. )"</b>   | <b>30</b>      | <b>2.36</b>        | <b>2.71</b>        |
| <b>Significant Accounting Policies</b>  |                |                    |                    |
| <b>See accompanying notes to the Financial Statements</b>                           |                |                    |                    |

In terms of our report attached  
For Nahta Jain & Associates  
Chartered Accountants  
Firm Regn. No. 106801 W

(CA. Gaurav Nahta)  
Partner  
M.No. 116735

For and on behalf of the Board of Directors  
Anjani Synthetics Limited

Vasudev S. Agarwal  
(Managing Director)  
(DIN-01491403)

Niki Patwari  
(Company Secretary)

Sanjay G. Sharma  
(Director)  
(DIN-02455999)

Vikas Sharma  
(Chief Executive Officer)

Place : Ahmedabad  
Dated : 27/05/2023

Place : Ahmedabad  
Dated : 27/05/2023



## STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31st MARCH, 2023

Rs. in Lacs

| Particulars   | For the year ended<br>March 31, 2023 | For the year ended<br>March 31, 2022 |
|---|--------------------------------------|--------------------------------------|
| <b>A. Cash Flow From Operating Activities</b>   |                                      |                                      |
| <b>Profit (Loss) Before Tax</b>   | 461.92                               | 485.38                               |
| Adjustments For:  |                                      |                                      |
| Loss on sale of Assets  | 03.63                                |                                      |
| Depreciation and Amortisation Expenses  | 260.42                               | 274.66                               |
| Finance Income  | -10.91                               | -10.72                               |
| Finance Expense   | 496.36                               | 499.91                               |
| Provision For Doubtful Advances (Net)   |                                      |                                      |
| <b>Operating (Loss) Before Working Capital Changes</b>  | <b>1207.79</b>                       | <b>1252.85</b>                       |
| Movements in Working Capital :  |                                      |                                      |
| (Increase) in Inventories   | -644.52                              | -1449.71                             |
| Decrease / (Increase) in Trade Receivables  | 2484.03                              | -470.52                              |
| (Increase) in Other Financial Assets  | 02.07                                |                                      |
| (Increase) in Other Assets  | 22.75                                | 414.02                               |
| Increase in Trade Payables  | -962.76                              | 1076.63                              |
| Increase in Other Financial Liabilities   | 49.72                                | 16.68                                |
| Increase in Other Liabilities   | 07.34                                | -30.88                               |
| Increase in Provision   | 00.22                                | 13.00                                |
| (Increase) in Financial Assets  | 04.01                                | 27.49                                |
| <b>Cash (used) in operations</b>  | <b>2170.65</b>                       | <b>849.57</b>                        |
| Direct Taxes Paid (Net of Refunds)  | 119.64                               | 129.92                               |
| <b>Net Cash Outflow From Operating Activities</b>   | <b>2051.01</b>                       | <b>719.65</b>                        |
| <b>B. Cash Flows From Investing Activities</b>  |                                      |                                      |
| Payment for Purchase of Property, Plant and Equipments and Intangible Assets<br>(Including Capital work in progress and Capital Advances) | -182.95                              | -154.14                              |
| Proceeds frm sale of Assets   | 01.33                                | 11.67                                |
| Purchase of Investment  |                                      |                                      |
| Interest Received   | 10.91                                | 10.72                                |
| <b>Net Cash (Outflow) from Investing Activities</b>   | <b>-170.71</b>                       | <b>-131.76</b>                       |
| <b>C. Cash Flows From Financing Activities</b>  |                                      |                                      |
| Repayment of Long-Term Borrowings   | -438.10                              | -485.04                              |
| Proceeds from Short-Term Borrowing  |                                      |                                      |
| Repayment of Short-Term Borrowings  | -1019.10                             | 459.26                               |
| Proceeds from Issuance of Share Capital   |                                      |                                      |
| Interest and Finance Charges Paid   | -496.36                              | -499.91                              |
| <b>Net Cash Inflow from Financing Activities</b>  | <b>-1953.55</b>                      | <b>-525.69</b>                       |
| <b>D. Net Increase in Cash &amp; Cash Equivalents (A + B + C)</b>   | <b>-73.25</b>                        | <b>62.20</b>                         |
| <b>E. Cash &amp; Cash Equivalents at the beginning of the year / period</b>   | <b>78.11</b>                         | <b>15.91</b>                         |
| <b>F. Cash &amp; Cash Equivalents at the end of the year / period</b>   | <b>04.86</b>                         | <b>78.11</b>                         |
| <b>Component of Cash and Cash Equivalents</b>   |                                      |                                      |
| Cash on hand  | 03.86                                | 12.65                                |
| Balances with Scheduled Bank  |                                      |                                      |
| - On Current Accounts   | 01.00                                | 65.46                                |
| - Deposits with original maturity of less than three months   |                                      |                                      |
| <b>Cash and Cash Equivalents at the end of the year / period</b>  | <b>04.86</b>                         | <b>78.11</b>                         |
| Margin money deposits (restricted Cash)   |                                      |                                      |



**Notes**

- (1) The Cash Flow Statement has been prepared under the Indirect method as set out in Ind AS 7 on Cash Flow Statements notified under Section 133 of The Companies Act 2013, read together with Paragraph 7 of the Companies (Indian Accounting Standard) Rules 2015 (as amended).
- "(2) Disclosure with regards to changes in liabilities arising from Financing activities as set out in Ind AS 7 – Statement of Cash flows is presented under"

**"Ind AS 7 Statement of Cash Flows: Disclosure Initiative**

Ind AS 7 require entities to provide disclosure of changes in their liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes (such as foreign exchange gains or losses). The Company has provided the information for current period."

| As at March 31, 2023                               | Opening<br>Balance | Non Cash<br>Changes | Cash Flows      | Closing<br>Balance |
|--|--------------------|---------------------|-----------------|--------------------|
| Long term Borrowings                               | 1198.35            |                     | -438.10         | 760.25             |
| Short term Borrowings                              | 5272.62            |                     | -1019.10        | 4253.52            |
| <b>Total liabilities from financing activities</b> | <b>6470.97</b>     |                     | <b>-1457.20</b> | <b>5013.77</b>     |
| As at March 31, 2023                               | Opening<br>Balance | Non Cash<br>Changes | Cash Flows      | Closing<br>Balance |
| Long term Borrowings                               | 1683.40            |                     | -485.04         | 1198.35            |
| Short term Borrowings                              | 4813.36            |                     | 459.26          | 5272.62            |
| <b>Total liabilities from financing activities</b> | <b>6496.76</b>     |                     | <b>-25.79</b>   | <b>6470.97</b>     |

Significant Accounting Policies

B

See accompanying notes to the Financial Statements

**In terms of our report attached****For Nahta Jain & Associates**

Chartered Accountants  
Firm Regn. No. 106801 W

**(CA. Gaurav Nahta)**

Partner  
M.No. 116735

**For and on behalf of the Board of Directors  
Anjani Synthetics Limited**

**Vasudev S. Agarwal**  
(Managing Director)  
(DIN-01491403)

**Niki Patawari**  
(Company Secretary)

**Sanjay G. Sharma**  
(Director)  
(DIN-02455999)

**Vikas Sharma**  
(Chief Executive Officer)

Place : Ahmedabad  
Dated : 27/05/2023

Place : Ahmedabad  
Dated : 27/05/2023



### Standalone Statement of Changes in Equity for the year ended March 31, 2023

Rs. in Lacs

| Particulars   | Reserves and Surplus |                  |                   | Equity instrument through OCI | Employee Benefit through OCI | Total          |
|---|----------------------|------------------|-------------------|-------------------------------|------------------------------|----------------|
|   | Capital Reserve      | Security Premium | Retained Earnings |                               |                              |                |
| Balance as at 01/04/2022                                  | 91.19                | 631.84           | 5070.50           | 212.15                        |                              | 6005.67        |
| <b>Changes in accounting policy or prior period error</b> |                      |                  |                   |                               |                              |                |
| Profit(Loss) for the period                               |                      |                  | 348.21            | 59.98                         |                              | 408.19         |
| <b>Total Comprehensive (Loss) for the year</b>            |                      |                  |                   |                               |                              |                |
| Any other changes (to be specified)                       |                      |                  |                   |                               |                              |                |
| <b>Balane as at 31/03/2023</b>                            | <b>91.19</b>         | <b>631.84</b>    | <b>5418.70</b>    | <b>272.13</b>                 |                              | <b>6413.86</b> |

For the year ended March 31, 2022

Rs. in Lacs

| Particulars   | Reserves and Surplus |                  |                   | Equity instrument through OCI | Employee Benefit through OCI | Total          |
|---|----------------------|------------------|-------------------|-------------------------------|------------------------------|----------------|
|   | Capital Reserve      | Security Premium | Retained Earnings |                               |                              |                |
| Balance as at 01/04/2021                                  | 91.19                | 631.84           | 4670.23           | 95.79                         |                              | 5489.05        |
| <b>Changes in accounting policy or prior period error</b> |                      |                  |                   |                               |                              |                |
| Profit(Loss) for the period                               |                      |                  | 400.27            | 116.36                        |                              | 516.63         |
| <b>Total Comprehensive (Loss) for the year</b>            |                      |                  |                   |                               |                              |                |
| Any other changes (to be specified)                       |                      |                  |                   |                               |                              |                |
| <b>Balane as at 31/03/2022</b>                            | <b>91.19</b>         | <b>631.84</b>    | <b>5070.50</b>    | <b>212.15</b>                 |                              | <b>6005.67</b> |

In terms of our report attached  
For Nahta Jain & Associates  
Chartered Accountants  
Firm Regn. No. 106801 W

(CA. Gaurav Nahta)  
Partner  
M.No. 116735

Place : Ahmedabad  
Dated : 27/05/2023

For and on behalf of the Board of Directors  
Anjani Synthetics Limited

Vasudev S. Agarwal  
(Managing Director)  
(DIN-01491403)

Niki Patawari  
(Company Secretary)

Place : Ahmedabad  
Dated : 27/05/2023

Sanjay G. Sharma  
(Director)  
(DIN-02455999)

Vikas Sharma  
(Chief Executive Officer)



## Notes to financial statements for the year ended on March 31, 2023

| 3 Investments  |                      | As at<br>March 31, 2023<br>Rs. in Lacs | As at<br>March 31, 2022<br>Rs. in Lacs |
|--|----------------------|--|--|
| <b>Non Current</b>   |                      |  |  |
| Investment in equity instruments   |                      | 763.07                                 | 682.91                                 |
| <b>Total Non-current investments</b>                                       |                      | <b>763.07</b>                          | <b>682.91</b>                          |
|  |                      | As at<br>March 31, 2023<br>Rs. in Lacs | As at<br>March 31, 2022<br>Rs. in Lacs |
| <b>Non Current</b>   |                      |  |  |
| <b>Unquoted</b>  |                      |  |  |
| <b>Investment carried at fair value through other comprehensive income</b> | <b>No. of Shares</b> |  |  |
| Equity shares of Virat Spinners Pvt. Ltd.                                  | 131250               | 46.92                                  | 38.06                                  |
| Face value of Rs, 10 each  |                      |  |  |
| Equity Shares of Parth international Pvt. Ltd.                             | 60000                | 93.95                                  | 88.20                                  |
| Face value of Rs, 10 each  |                      |  |  |
| Equity shares of Mukund Fashion Pvt. Ltd.                                  | 115000               | 206.48                                 | 196.65                                 |
| Face value of Rs, 10 each  |                      |  |  |
| Equity Shares of Virat Weaving Pvt. Ltd.                                   | 400000               | 415.72                                 | 360.00                                 |
| Face value of ? 10 each  |                      |  |  |
| <b>Total Non-current investments</b>                                       |                      | <b>763.07</b>                          | <b>682.91</b>                          |
| <b>4 Other financial assets (Non Current)</b>                              |                      |  |  |
|  |                      | As at<br>March 31, 2023<br>Rs. in Lacs | As at<br>March 31, 2022<br>Rs. in Lacs |
| Security deposits  |                      | 100.28                                 | 100.28                                 |
|  |                      | <b>100.28</b>                          | <b>100.28</b>                          |
| <b>5 Other Non Current Assets</b>  |                      |  |  |
|  |                      | As at<br>March 31, 2023<br>Rs. in Lacs | As at<br>March 31, 2022<br>Rs. in Lacs |
| Capital Advances   |                      | 495.25                                 | 503.25                                 |
| Prepaid expenses   |                      | 01.28                                  | 04.52                                  |
|  |                      | <b>496.54</b>                          | <b>507.77</b>                          |
| <b>6 Inventories</b>   |                      |  |  |
|  |                      | As at<br>March 31, 2023<br>Rs. in Lacs | As at<br>March 31, 2022<br>Rs. in Lacs |
| (a) Raw materials & Packaging materials                                    |                      | 2388.17                                | 2368.07                                |
| (b) Work-in-progress   |                      | 1080.66                                | 1642.52                                |
| (c) Finished goods   |                      | 2642.11                                | 1484.95                                |
| (d) Stores and spares  |                      | 15.60                                  | 02.97                                  |
| (e) Fuels  |                      | 32.28                                  | 15.79                                  |
|  |                      | <b>6158.81</b>                         | <b>5514.30</b>                         |



## 7 Trade Receivables

|  | As at<br>March 31, 2023<br>Rs. in Lacs | As at<br>March 31, 2022<br>Rs. in Lacs |
|--|--|--|
| Current  |  |  |
| Undisputed Trade receivables - Considered good | 9239.74                                | 11719.45                               |
| Less Expexted Credit Loss                      | -11.63                                 | -07.30                                 |
|  | <b>9228.12</b>                         | <b>11712.15</b>                        |

## Trade Receivables Ageing Schedule

As at March 31, 2023

Rs. in Lacs

| Sr No | Particulars  | Outstanding for following periods from due date of receipt |                   |                 |              |                   | Total          |
|-------|--|--|-------------------|-----------------|--------------|-------------------|----------------|
|       |  | Less than 6 months   | 6 Months - 1 year | 1 Year - 2 year | 2-3 Years    | More than 3 years |                |
| 1     | Undisputed Trade receivables-Considered good       | 7734.56  | 1030.48           | 21.34           | 71.31        |                   | 8857.69        |
| 2     | Undisputed Trade receivables - considered doubtful |  |                   |                 | 03.54        | 221.00            | 224.54         |
| 3     | Disputed Trade receivables - Considered good       |  |                   |                 |              |                   |                |
| 4     | Disputed Trade receivables - considered doubtful   |  |                   |                 |              | 157.51            | 157.51         |
|       | <b>Total</b>                                       | <b>7734.56</b>   | <b>1030.48</b>    | <b>21.34</b>    | <b>74.85</b> | <b>378.51</b>     | <b>9239.74</b> |

As at March 31, 2022

Rs. in Lacs

| Sr No | Particulars  | Outstanding for following periods from due date of receipt |                   |                 |               |                   | Total           |
|-------|--|--|-------------------|-----------------|---------------|-------------------|-----------------|
|       |  | Less than 6 months   | 6 Months - 1 year | 1 Year - 2 year | 2-3 Years     | More than 3 years |                 |
| 1     | Undisputed Trade receivables-Considered good       | 11040.14   | 107.10            | 153.08          | 150.42        | 55.12             | 11505.86        |
| 2     | Undisputed Trade receivables - considered doubtful |  |                   |                 |               | 56.08             | 56.08           |
| 3     | Disputed Trade receivables - Considered good       |  |                   |                 |               |                   |                 |
| 4     | Disputed Trade receivables - considered doubtful   |  |                   |                 |               | 157.51            | 157.51          |
|       | <b>Total</b>                                       | <b>11040.14</b>  | <b>107.10</b>     | <b>153.08</b>   | <b>150.42</b> | <b>268.71</b>     | <b>11719.45</b> |



| 8 Cash and Bank Balances                                 | As at<br>March 31, 2023<br>Rs. in Lacs                      | As at<br>March 31, 2022<br>Rs. in Lacs                      |
|--|---|---|
| <b>Cash and Cash Equivalents</b>                         |   |   |
| Balances with Banks                                      | 01.00   | 65.46   |
| Cash on Hand   | 03.86   | 12.65   |
|  | <b>04.86</b>  | <b>78.11</b>  |
| <b>Bank balances other than cash and cash equivalent</b> |   |   |
| Fixed Deposits (Due with in 1 year)                      |   | 02.07   |
|  |   | <b>02.07</b>  |
| <b>9 Cash and Bank Balances</b>                          | <b>As at</b><br><b>March 31, 2023</b><br><b>Rs. in Lacs</b> | <b>As at</b><br><b>March 31, 2022</b><br><b>Rs. in Lacs</b> |
| Loans and advances to employees                          | 61.87   | 62.52   |
| Loans & advances to others                               | 02.01   | 05.37   |
|  | <b>63.88</b>  | <b>67.89</b>  |
| <b>10 Other Current Financial assets</b>                 | <b>As at</b><br><b>March 31, 2023</b><br><b>Rs. in Lacs</b> | <b>As at</b><br><b>March 31, 2022</b><br><b>Rs. in Lacs</b> |
| Security deposits  | 50.00   | 50.00   |
|  | <b>50.00</b>  | <b>50.00</b>  |
| <b>11 Current Tax Assets</b>                             | <b>As at</b><br><b>March 31, 2023</b><br><b>Rs. in Lacs</b> | <b>As at</b><br><b>March 31, 2022</b><br><b>Rs. in Lacs</b> |
| TDS & TCS Receivables / Advance Tax                      | 125.18  | 146.28  |
| Less Provisions for Tax                                  | -119.60   | -129.42   |
|  | <b>05.59</b>  | <b>16.87</b>  |
| <b>12 Other Current Assets</b>                           | <b>As at</b><br><b>March 31, 2023</b><br><b>Rs. in Lacs</b> | <b>As at</b><br><b>March 31, 2022</b><br><b>Rs. in Lacs</b> |
| Advances other than capital advances like                |   |   |
| Balance with statutory authorities                       | 428.81  | 418.68  |
| Advances to Suppliers                                    | 29.58   | 37.23   |
| Prepaid Expenses   | 27.87   | 35.89   |
| Deferred Revenue [Govt Grants]                           | 69.49   | 129.38  |
| Others   | 85.27   | 20.08   |
|  | <b>641.02</b>   | <b>641.26</b>   |

**13 Share capital**

|   | As at<br>March 31, 2023<br>Rs. in Lacs | As at<br>March 31, 2022<br>Rs. in Lacs |
|---|--|--|
| Authorised  |  |  |
| 1,50,00,000 (P.Y. 1,50,00,000) Equity Shares of Rs. 10/- each | 1500.00                                | 1500.00                                |
|   | <b>1500.00</b>                         | <b>1500.00</b>                         |

**13 Share capital**

|   | As at<br>March 31, 2023<br>Rs. in Lacs | As at<br>March 31, 2022<br>Rs. in Lacs |
|---|--|--|
| Issued, subscribed and fully paid up share capital                          |  |  |
| 1,47,50,000 (P.Y. 1,47,50,000) Equity Shares of Rs. 10/- Each fully Paid up | 1475.00                                | 1475.00                                |
|   | <b>1475.00</b>                         | <b>1475.00</b>                         |

**Notes :**

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

|  | As at March 31, 2023 |                | As at March 31, 2022 |                |
|--|----------------------|----------------|----------------------|----------------|
|  | No of<br>Shares      | Rs.<br>in Lacs | No of<br>Shares      | Rs.<br>in Lacs |
| As the beginning of the year/ period         | 147.50               | 1475.00        | 147.50               | 1475.00        |
| Share capital issued during the year/ period |                      |                |                      |                |
| Outstanding at the end of the year/ period   | 147.50               | 1475.00        | 147.50               | 1475.00        |

(b) Details of shareholder holder more than 5% shares in the Company

| Particulars               | Rs. in Lacs               |   |                           |   |
|---------------------------|---------------------------|---|---------------------------|---|
|                           | As at<br>March 31, 2023   |   | As at<br>March 31, 2022   |   |
|                           | No. of<br>shares<br>held* | % of Total<br>paid up<br>Equity<br>Share<br>Capital | No. of<br>shares<br>held* | % of Total<br>paid up<br>Equity<br>Share<br>Capital |
| Kailash S. Agarwal        | 26.48                     | 17.95%  | 26.48                     | 17.95%  |
| Vasudev S. Agarwal        | 23.84                     | 16.16%  | 23.84                     | 16.16%  |
| Bimladevi S. Agarwal      | 18.57                     | 12.59%  | 03.13                     | 2.12%   |
| Subhakaran T. Agarwal     |                           |   | 07.54                     | 5.11%   |
| Vasudev S. Agarwal HUF    | 10.07                     | 6.82%   | 10.07                     | 6.82%   |
| Kailash S. Agarwal HUF    | 10.23                     | 6.93%   | 10.23                     | 6.93%   |
| Subhakaran T. Agarwal HUF |                           |   | 07.89                     | 5.35%   |
| Anita Vasudev Agarwal     | 10.51                     | 7.12%   | 10.51                     | 7.12%   |
| Others                    | 47.81                     | 32.42%  | 47.81                     | 32.42%  |
|                           | <b>147.50</b>             | <b>100.00%</b>                                      | <b>147.50</b>             | <b>100.00%</b>                                      |



Equity shares of Rs. 10 each fully paid

(c) Shares held by promoters as at March 31, 2023

| S. No | Promoter name                | No. of Shares (Rs. in Lacs) | % of total shares | % Change during the year |
|-------|------------------------------|-----------------------------|-------------------|--------------------------|
| 1     | Kailash S.Agarwal            | 26.48                       | 17.95%            | 10.47%                   |
| 2     | Vasudev S. Agarwal           | 23.84                       | 16.16%            |                          |
| 3     | Vasudev S. Agarwal HUF       | 10.07                       | 6.82%             |                          |
| 4     | Kailash S.Agarwal HUF        | 10.23                       | 6.93%             |                          |
| 5     | Anita Vasudev Agarwal        | 10.51                       | 7.12%             |                          |
| 6     | Bimladevi Subhakaran Agarwal | 18.57                       | 12.59%            |                          |
| 7     | Anjana Kailash Agarwal       | 01.37                       | 0.93%             |                          |
| 8     | Akshika Kailash Agarwal      | 03.20                       | 2.17%             |                          |
| 9     | Aakruti Vasudev Agarwal      | 01.00                       | 0.68%             |                          |
| 10    | Parth Kailash Agarwal        | 01.50                       | 1.02%             |                          |
| 11    | Aakriti Synthetics Pvt. Ltd. | 02.15                       | 1.46%             |                          |

Shares held by promoters as at March 31, 2022

| S. No | Promoter name                | No. of Shares (Rs. in Lacs) | % of total shares | % Change during the year |
|-------|------------------------------|-----------------------------|-------------------|--------------------------|
| 1     | Kailash S.Agarwal            | 26.48                       | 17.95%            | 6.22%                    |
| 2     | Vasudev S. Agarwal           | 23.84                       | 16.16%            |                          |
| 3     | Subhakaran T. Agarwal        | 07.54                       | 5.11%             |                          |
| 4     | Vasudev S. Agarwal HUF       | 10.07                       | 6.82%             |                          |
| 5     | Kailash S.Agarwal HUF        | 10.23                       | 6.93%             |                          |
| 6     | Subhakaran T. Agarwal HUF    | 07.89                       | 5.35%             |                          |
| 7     | Anita Vasudev Agarwal        | 10.51                       | 7.12%             |                          |
| 8     | Bimladevi Subhakaran Agarwal | 03.13                       | 2.12%             |                          |
| 9     | Anjana Kailash Agarwal       | 01.37                       | 0.93%             |                          |
| 10    | Akshika Kailash Agarwal      | 03.20                       | 2.17%             |                          |
| 11    | Aakruti Vasudev Agarwal      | 01.00                       | 0.68%             |                          |
| 12    | Parth Kailash Agarwal        | 01.50                       | 1.02%             |                          |
| 13    | Aakriti Synthetics Pvt. Ltd. | 02.15                       | 1.46%             |                          |

Details of rights, preferences and restrictions attached to the shares

The Company has only one class of equity shares having a par value of Rs. 10/- per share. Each holder of equity share is entitled to one vote per share.

The dividend has not been declared during the year by the Company.

In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.



The Company doesnot have any holding Company.

As per records of the company, including its register of share holders/members and other declaration received from the share holders regarding beneficial interest, the above share holding represents both legal and beneficial ownership of shares.

in Lacs

| Particulars  | Aggregate number of shares |                        |                        |                        |                        |
|--|----------------------------|------------------------|------------------------|------------------------|------------------------|
|  | As at<br>31 March 2023     | As at<br>31 March 2022 | As at<br>31 March 2021 | As at<br>31 March 2020 | As at<br>31 March 2019 |
| Equity shares with voting rights   | 147.50                     | 147.50                 | 147.50                 | 147.50                 | 147.50                 |
| Fully paid up pursuant to contracts without payment being received in cash |                            |                        |                        |                        |                        |
| Fully paid up by way of bonus shares                                       |                            |                        |                        |                        |                        |
| Shares bought back   |                            |                        |                        |                        |                        |

#### 14 Other Equity

|                            | As at<br>March 31, 2023<br>Rs. in Lacs | As at<br>March 31, 2022<br>Rs. in Lacs |
|----------------------------|--|--|
| Security Premium           | 631.84                                 | 631.84                                 |
| Capital Reserve            | 91.19                                  | 91.19                                  |
| Other Comprehensive Income | 272.13                                 | 212.15                                 |
| Retained Earnings          | 5418.70                                | 5070.49                                |
|                            | <b>6413.86</b>                         | <b>6005.67</b>                         |

#### Nature and purpose of reserves

##### 1 Capital Reserve

The reserve is utilised in accordance with the provisions of the Act.

##### 2 Equity Security Premium

The amount received in excess of face value of the equity shares is recognised in equity security premium.

##### 3 Other Comprehensive income

"a) The fair value change of the equity instruments measured at fair value through other comprehensive income is recognised in equity instruments through Other Comprehensive Income.

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

##### 4 Retained Earnings

Retained earnings are the profits that the Company has earned till date less transfer to other reserves, dividends or other distributions to shareholders.





## 15 Borrowings

|   | As at<br>March 31, 2023<br>Rs. in Lacs | As at<br>March 31, 2022<br>Rs. in Lacs |
|---|--|--|
| <b>Non Current</b>                            |  |  |
| a. Bonds / Debentures                         |  |  |
| b. Term Loans                                 |  |  |
| (i) From Banks                                | 750.75                                 | 1083.97                                |
| (ii) Loan from directors -related parties     | 09.50                                  | 114.38                                 |
| <b>Total Non-current borrowing</b>            | <b>760.25</b>                          | <b>1198.35</b>                         |
| <b>Current</b>                                |  |  |
| a. Secured                                    |  |  |
| (i) From Banks                                | 3882.55                                | 4901.30                                |
| (II) Current maturity of term loans from Bank | 370.98                                 | 371.32                                 |
| <b>Total Current borrowing</b>                | <b>4253.52</b>                         | <b>5272.62</b>                         |

## Maturity Profile and Rate of Interest of Term Loans

| Type of Loan                  | Terms of Repayment | Maturity       | Rate of Interest | Remarks   |
|-------------------------------|--------------------|----------------|------------------|---|
| AXIS BANK LTD Vehicle Loan    | Monthly            | February, 2026 | 8.61%            | Secured against Vehicle                         |
| AXIS BANK LTD Vehicle Loan    | Monthly            | June, 2025     | 6.85%            | Secured against Vehicle                         |
| HDFC BANK LTD. Vehicle Loan   | Monthly            | October, 2023  | 8.71%            | Secured against Vehicle                         |
| HDFC BANK LTD Vehicle Loan    | Monthly            | November, 2023 | 7.75%            | Secured against Vehicle                         |
| KOTAK Vehicle Loan            | Monthly            | July, 2024     | 7.20%            | Secured against Vehicle                         |
| AXIS GECL-1.0-922060051908404 | Monthly            | December, 2024 | 9.05%            | Secured aganst Movable and Immovable properties |
| AXIS GECL-2.0-922060051908411 | Monthly            | December, 2027 | 9.05%            | Secured aganst Movable and Immovable properties |

Vehicle Loan: Vehicle Loan includes loans from bank and finance companies. The Repayment payment of these loans are monthly. These loans are secured against the asset under finance. The other terms and conditions such as interest rates etc. are as per the sanction letters issued by individual banks/financial institutions.

Working capital facilities under the name cash credit, packing credit etc. are secured against hypothecation of all current assets including stock of raw material, stock in process, finished goods, stores & spares, book debt etc. Hypothecation of all Plant and Machinery of the Company (Present and Future). The facilities are further secured by mortgaged of certain immovable properties owned by Directors and their relatives. Personal guarantee of Directors also given.



## 16 Deferred tax liabilities (net)

|                                  | As at<br>March 31, 2023<br>Rs. in Lacs | As at<br>March 31, 2022<br>Rs. in Lacs |
|----------------------------------|--|--|
| Deferred Tax Liabilities/ Assets | 33.62                                  | 19.36                                  |
|                                  | <b>33.62</b>                           | <b>19.36</b>                           |

## Movements in Deferred Tax

Rs. in Lacs

| Particulars                            | As on<br>01.04.2022 | Charged/<br>(Credited)<br>to Profit<br>or Loss | Charged/<br>(Credited)<br>to OCI | As at<br>March 31, 2023 |
|--|---------------------|--|----------------------------------|-------------------------|
| <b>Deferred Tax Liability/(Assets)</b> |                     |  |                                  |                         |
| Property, Plant & Equipment            | -11.02              | -03.81   |                                  | -14.82                  |
| Fair Value through Equity              | 32.22               |  | 20.18                            | 52.39                   |
| Provision for Employee Benefits        |                     |  |                                  |                         |
| ECL                                    | -01.84              | -01.09   |                                  | -02.93                  |
| EIR                                    |                     | -01.03   |                                  | -01.03                  |
| <b>Sub Total (A)</b>                   | <b>19.36</b>        | <b>-05.92</b>                                  | <b>20.18</b>                     | <b>33.62</b>            |

## Movements in Deferred Tax

Rs. in Lacs

| Particulars                            | As on<br>01.04.2021 | Charged/<br>(Credited)<br>to Profit<br>or Loss | Charged/<br>(Credited)<br>to OCI | As at<br>March 31, 2022 |
|--|---------------------|--|----------------------------------|-------------------------|
| <b>Deferred Tax Liability/(Assets)</b> |                     |  |                                  |                         |
| Property, Plant & Equipment            | -07.34              | -03.68   |                                  | -11.02                  |
| Fair Value through Equity              | 32.22               |  |                                  | 32.22                   |
| Others                                 | 00.16               | -01.99   |                                  | -01.84                  |
| <b>Sub Total (A)</b>                   | <b>25.03</b>        | <b>-05.67</b>                                  |                                  | <b>19.36</b>            |

## 17 Trade Payables

|  | As at<br>March 31, 2023<br>Rs. in Lacs | As at<br>March 31, 2022<br>Rs. in Lacs |
|--|--|--|
| <b>Current</b>   |  |  |
| Total outstanding dues of micro enterprises and small enterprises                      | 1576.48                                | 886.38                                 |
| Total outstanding dues of creditors other than micro enterprises and small enterprises | 3620.34                                | 5273.20                                |
|  | <b>5196.82</b>                         | <b>6159.58</b>                         |



## Trade Payables Ageing Schedule

As at March 31, 2023

Rs. in Lacs

| Sr No | Particulars            | Outstanding for following periods from due date of Payment |           |           |                   | Total          |
|-------|------------------------|--|-----------|-----------|-------------------|----------------|
|       |                        | Less than 1 year   | 1-2 years | 2-3 Years | More than 3 years |                |
| 1     | MSME                   | 1576.48  |           |           |                   | 1576.48        |
| 2     | Others                 | 3611.71  |           |           |                   | 3611.71        |
| 3     | Disputed dues - MSME   |  |           |           |                   |                |
| 4     | Disputed dues - Others |  |           |           | 08.63             | 08.63          |
|       | <b>Total</b>           | <b>5188.19</b>   |           |           | <b>08.63</b>      | <b>5196.82</b> |

As at March 31, 2022

Rs. in Lacs

| Sr No | Particulars            | Outstanding for following periods from due date of Payment |              |           |                   | Total          |
|-------|------------------------|--|--------------|-----------|-------------------|----------------|
|       |                        | Less than 1 year   | 1-2 years    | 2-3 Years | More than 3 years |                |
| 1     | MSME                   | 886.38   |              |           |                   | 886.38         |
| 2     | Others                 | 5261.11  | 03.46        |           | 08.63             | 5273.20        |
| 3     | Disputed dues - MSME   |  |              |           |                   |                |
| 4     | Disputed dues - Others |  |              |           |                   |                |
|       | <b>Total</b>           | <b>6147.50</b>   | <b>03.46</b> |           | <b>08.63</b>      | <b>6159.58</b> |

## Payable to MSME Suppliers

Information required to be furnished as per Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) and Schedule III of the Companies Act, 2013 for the year ended March 31, 2023. This information has been determined to the extent such parties have been identified on the basis of information available with the Company and relied upon by auditors.

| Sr No | Particulars   | As at March 31, 2023 | As at March 31, 2022 |
|-------|---|----------------------|----------------------|
| 1     | Principal amount and interest due thereon remaining unpaid to any supplier as at the end of each accounting year.   |                      |                      |
|       | Principal   | Nil                  | Nil                  |
|       | Interest  | Nil                  | Nil                  |
| 2     | The amount of interest paid by the buyer in terms of section 16, of the Micro Small and Medium Enterprise Development Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year               | Nil                  | Nil                  |
| 3     | The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro Small and Medium Enterprise Development Act, 2006. | Nil                  | Nil                  |



|   |  |     |     |
|---|--|-----|-----|
| 4 | The amount of interest accrued and remaining unpaid at the end of each accounting year; and  | Nil | Nil |
| 5 | The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006. | Nil | Nil |

**18 Other Financial Liabilities**

|                                       | As at<br>March 31, 2023<br>Rs. in Lacs | As at<br>March 31, 2022<br>Rs. in Lacs |
|---------------------------------------|--|--|
| Current                               |  |  |
| Creditors for capital expenditure     | 49.61                                  | 117.39                                 |
| Creditors for Expenses (Others)       |  |  |
| - Micro & Small Enterprise            | 197.66                                 | 49.73                                  |
| - Other than Micro & Small Enterprise | 716.59                                 | 747.01                                 |
|                                       | <b>963.86</b>                          | <b>914.14</b>                          |

**19 Other Current Liabilities**

|                       | As at<br>March 31, 2023<br>Rs. in Lacs | As at<br>March 31, 2022<br>Rs. in Lacs |
|-----------------------|--|--|
| Statutory Liabilities | 32.60                                  | 32.39                                  |
|                       | <b>32.60</b>                           | <b>32.39</b>                           |

**20 Provisions**

|                        | As at<br>March 31, 2023<br>Rs. in Lacs | As at<br>March 31, 2022<br>Rs. in Lacs |
|------------------------|--|--|
| Current                |  |  |
| Provision for Expenses | 24.40                                  | 17.05                                  |
|                        | <b>24.40</b>                           | <b>17.05</b>                           |

**21 Revenue from Operations**

For the year ended For the year ended  
**March 31, 2023** **March 31, 2022**  
**Rs. in Lacs** **Rs. in Lacs**

|   |          |          |
|---|----------|----------|
| Sale of Products                        |          |          |
| Finished goods (Net of Return)          | 26688.39 | 24360.95 |
| Traded Goods (Net of return)            | 478.89   | 1537.92  |
| Export Sales                            | 138.11   | 264.42   |
| Sale of Services                        |          |          |
| Processing charges                      | 5676.14  | 4511.82  |
| Other Operating Revenue                 |          |          |
| Duty drawback & other export incentives | 12.46    | 31.50    |
| Scrap Sales                             | 26.36    | 03.24    |
| Insurance Claim                         | 62.08    |          |

**33082.44** **30709.85**

Less:

|            |        |        |
|------------|--------|--------|
| Commission | 263.90 | 238.62 |
|            | 263.90 | 238.62 |

**32818.54** **30471.23**

**22 Other Income**

For the year ended For the year ended  
**March 31, 2023** **March 31, 2022**  
**Rs. in Lacs** **Rs. in Lacs**

|   |        |        |
|---|--------|--------|
| Interest Income                               | 10.91  | 10.72  |
| Rental Income                                 | 10.20  | 05.95  |
| Unwinding of Interest as per INDAS            | 03.34  |        |
| Government Grants                             | 172.52 | 207.22 |
| Profit on sale of property, plant & equipment | 02.67  |        |
| Exchange Rate Difference                      | 02.01  |        |

**Total Other income**

**201.65** **223.88**

**23 Cost of Material Consumed**

For the year ended For the year ended  
**March 31, 2023** **March 31, 2022**  
**Rs. in Lacs** **Rs. in Lacs**

|   |         |         |
|---|---------|---------|
| Stock of Raw material and Packing material at the beginning of the year for continuing operations (A) | 2368.07 | 1371.42 |
|---|---------|---------|

**Add: Purchases (net) (B)**

**25394.29** **25313.72**

|  |         |         |
|--|---------|---------|
| Raw material and Packing material at the end of the year for continuing operations (C) | 2388.17 | 2368.07 |
|--|---------|---------|

**Cost of Raw material Consumed (Including Packaging Materials)**

**25374.18** **24317.07**

**24 Changes in inventory of finished goods, stock in trade and WIP**

For the year ended For the year ended  
March 31, 2023 March 31, 2022  
Rs. in Lacs Rs. in Lacs

**Opening Stock**

|                      |                |                |
|----------------------|----------------|----------------|
| (i) Finished Goods   | 1484.95        | 1562.68        |
| (ii) Work-in-Process | 1642.52        | 1087.81        |
|                      | <b>3127.46</b> | <b>2650.50</b> |

**Closing Stock**

|                      |                |                |
|----------------------|----------------|----------------|
| (i) Finished Goods   | 2642.11        | 1484.95        |
| (ii) Work-in-Process | 1080.66        | 1642.52        |
|                      | <b>3722.77</b> | <b>3127.46</b> |
|                      | <b>-595.31</b> | <b>-476.97</b> |

**25 Employee Benefit Expenses**

For the year ended For the year ended  
March 31, 2023 March 31, 2022  
Rs. in Lacs Rs. in Lacs

|  |               |               |
|--|---------------|---------------|
| Salaries and Wages                             | 525.69        | 599.69        |
| Contribution to Provident Fund and Other Funds | 05.23         | 10.02         |
| Staff Welfare Expenses                         | 00.56         | 01.91         |
|  | <b>531.48</b> | <b>611.62</b> |

**26 Finance Costs**

For the year ended For the year ended  
March 31, 2023 March 31, 2022  
Rs. in Lacs Rs. in Lacs

|                        |               |               |
|------------------------|---------------|---------------|
| Interest expense       | 453.04        | 454.87        |
| Finance Cost EIR       | 04.08         |               |
| Bank Charges           | 14.75         | 27.65         |
| Other interest expense | 24.35         | 14.47         |
| Interest on Income Tax | 00.14         | 02.92         |
|                        | <b>496.36</b> | <b>499.91</b> |

**27 Depreciation and Amortization Expense**

For the year ended For the year ended  
March 31, 2023 March 31, 2022  
Rs. in Lacs Rs. in Lacs

|  |               |               |
|--|---------------|---------------|
| Depreciation of property, plant and equipment (Refer note no. 2) | 260.42        | 274.66        |
|  | <b>260.42</b> | <b>274.66</b> |



## 28 Other Expenses

For the year ended  
March 31, 2023  
Rs. in Lacs

For the year ended  
March 31, 2022  
Rs. in Lacs

|  | For the year ended<br>March 31, 2023<br>Rs. in Lacs | For the year ended<br>March 31, 2022<br>Rs. in Lacs |
|--|---|---|
| Consumption of stores and spare parts      | 591.02  | 607.94  |
| Power and fuel                             | 3871.52   | 2782.14   |
| Commission on Grey Purchase                | 40.94   | 34.76   |
| Processing charges                         | 1111.92   | 917.23  |
| Rent expenses                              | 01.95   | 02.40   |
| Factory Expenses                           | 00.77   | 00.57   |
| Testing charges                            | 00.85   | 07.86   |
| Pollution Control Expenses                 | 148.25  | 115.89  |
| Freight Inward                             | 199.04  | 170.29  |
| Repairs & Maintenance                      |   |   |
| To building                                | 10.56   | 00.53   |
| To plant and machinery                     | 127.77  | 61.08   |
| Insurance                                  | 50.06   | 61.74   |
| Rates and taxes                            | 17.28   | 14.56   |
| Auditor's Remuneration                     | 04.00   | 02.50   |
| Directors' Sitting Fees                    | 01.44   | 01.25   |
| Freight and transportation expenses        | 04.81   | 22.62   |
| Advertisement expenses                     | 04.18   | 00.35   |
| Cartage                                    | 60.13   | 30.60   |
| Claim Vatav                                | 53.45   | 02.24   |
| Loss on sale of property,plant & equipment |   | 03.63   |
| Donation                                   | 02.23   | 02.04   |
| Sales promotion expenses                   | 20.25   | 02.16   |
| Bad debts & doubtful advances written off  | 01.60   |   |
| Bad debts Recovered                        | -01.00  | -00.30  |
| Computer Repair & Maintenance              | 07.79   | 08.27   |
| Electricity Expenses                       | 17.49   | 19.51   |
| Legal & Professional                       | 33.17   | 28.01   |
| Sampling Charges                           |   | 01.38   |
| Air Conditioner Repairing & Maintenance    | 08.00   |   |
| Demat charge                               | 00.04   |   |
| ECGC Charges                               |   | 00.09   |
| Entertainment                              | 00.73   | 00.35   |
| Exchange Rate Difference                   |   | 01.17   |



|                                  |                |                |
|----------------------------------|----------------|----------------|
| Office Expenses                  | 00.59          | 00.72          |
| Ground Water Abstraction Charges | 03.03          | 01.74          |
| Metador Expenses                 | 22.29          | 17.02          |
| Penlty & Late Fee's              |                | 00.07          |
| Postage & Courier Charges        | 08.12          | 07.65          |
| Printing & Stationery            | 07.77          | 08.21          |
| Professional Tax                 | 00.03          | 00.02          |
| ROC & Stock Exchange             | 04.98          | 04.68          |
| Membership Fee's                 | 01.30          | 00.39          |
| Telephone Expenses               | 01.20          | 00.58          |
| Travelling & Conveyance          | 06.55          | 07.68          |
| Vehicle Expenses                 | 25.58          | 16.01          |
| Watch & Wards                    | 11.79          | 12.12          |
| ECL Expenses                     | 04.32          | 03.66          |
| Misc Expenses                    | 00.00          | 00.01          |
| Lease Expenses INDAS             | 03.34          |                |
|                                  | <b>6491.14</b> | <b>4983.44</b> |
| Auditor's Remuneration           |                |                |
| As Statutory Audit               | 03.00          | 01.75          |
| As Tax Audit                     | 01.00          | 00.75          |
|                                  | <b>04.00</b>   | <b>02.50</b>   |

## 29 Income Tax

### (a) 'The major components of income tax expenses for the year ended March 31, 2022

#### Statement of profit and loss

|   | For the year ended<br>March 31, 2023<br>Rs. in Lacs | For the year ended<br>March 31, 2022<br>Rs. in Lacs |
|---|---|---|
| Current income tax:   |   |   |
| Current income tax charge   | 119.60  | 129.42  |
| Adjustment in respect of income tax charge of previous years          | 00.04   | 00.50   |
| Deferred tax :  |   |   |
| Charges relating to origination and reversal of temporary differences | -05.92  | -44.81  |
| Income tax expenses reported in statement of profit and loss          | <b>113.72</b>                                       | <b>85.11</b>  |

### (b) Other Comprehensive Income (OCI) section

|   |        |       |
|---|--------|-------|
| Deferred tax related to items recognised in OCI during the year | 113.72 | 85.11 |
|---|--------|-------|





|  | For the year ended<br>March 31, 2023 | For the year ended<br>March 31, 2022 |
|--|--------------------------------------|--------------------------------------|
|  | Rs. in Lacs                          | Rs. in Lacs                          |

|  |              |               |
|--|--------------|---------------|
| Net loss / (gain) on Remeasurements of defined benefit plans | 59.98        | -39.14        |
| Income tax credit / (charged) to OCI                         | <b>59.98</b> | <b>-39.14</b> |

(c) Reconciliation of tax expense and the accounting profit multiplied by applicable tax rate for March 31, 2023

|  | For the year ended<br>March 31, 2023 | For the year ended<br>March 31, 2022 |
|--|--------------------------------------|--------------------------------------|
|  | Rs. in Lacs                          | Rs. in Lacs                          |

|   |        |               |               |
|---|--------|---------------|---------------|
| Profit(Loss) before tax as per Statement of Profit and loss         | 25.17% | 461.92        | 485.38        |
| Income tax using the Company's domestic tax rate                    |        | 116.27        | 122.17        |
| 'Tax Effect of:   |        |               |               |
| Inadmissible Expenses or Expenses treated as separately             |        | 69.10         | 71.83         |
| Admissible Deductions   |        | -65.76        | -65.31        |
| Other adjustments   |        |               | 00.73         |
| Total Income Taxes Paid   |        | 119.60        | 129.42        |
| Taxes for earlier years   |        | 00.04         | 00.50         |
| Deffered Taxes  |        | -05.92        | -44.81        |
| <b>Income Tax and defered tax expenses as per Profit &amp; Loss</b> |        | <b>113.73</b> | <b>85.11</b>  |
| <b>Effective tax rate</b>   |        | <b>24.62%</b> | <b>17.53%</b> |

### 30 Earning per Share

|  | For the year ended<br>March 31, 2023 | For the year ended<br>March 31, 2022 |
|--|--------------------------------------|--------------------------------------|
|  | Rs. in Lacs                          | Rs. in Lacs                          |

|  |        |        |
|--|--------|--------|
| Particulars                                    |        |        |
| Net Profit/(Loss) for the year (Amount in Rs.) | 348.21 | 400.27 |
| Number of equity shares (Weighted Average )    | 147.50 | 147.50 |
| Basic Earning per Share (Rs.)                  | 2.36   | 2.71   |
| Diluted Earning Per Share (Rs.)                | 2.36   | 2.71   |

### 31 Financial instruments

#### 1 Capital management

The Company manages its capital to ensure that the Company will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance.

The capital structure of the Company consists of net debt and total equity of the Company.



### 1.1 Gearing ratio

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

Rs. in Lacs

| Particulars              | As at          |                |
|--------------------------|----------------|----------------|
|                          | March 31, 2023 | March 31, 2022 |
| Debt                     | 5013.77        | 6470.97        |
| Cash and bank balances   | 04.86          | 80.18          |
| Net debt                 | 5008.92        | 6390.79        |
| Total equity             | 7888.86        | 7480.67        |
| Net debt to equity ratio | 0.63           | 0.85           |

(i) Debt is defined as long-term and short term borrowing

### 2 Categories of financial instruments

Rs. in Lacs

| Particulars   | As at           |                 | As at           |                 |
|---|-----------------|-----------------|-----------------|-----------------|
|   | March 31, 2023  |                 | March 31, 2022  |                 |
|   | Carrying values | Fair values     | Carrying values | Fair values     |
| <b>Financial assets</b>   |                 |                 |                 |                 |
| <b>Measured at amortised cost</b>                                       |                 |                 |                 |                 |
| Investments   |                 |                 |                 |                 |
| Other Non Current Financial Assets                                      | 100.28          | 100.28          | 100.28          | 100.28          |
| Trade receivables   | 9228.12         | 9228.12         | 11712.15        | 11712.15        |
| Cash and cash equivalents   | 04.86           | 04.86           | 78.11           | 78.11           |
| Loans   | 63.88           | 63.88           | 67.89           | 67.89           |
| Other Financial Assets  | 50.00           | 50.00           | 50.00           | 50.00           |
| <b>Total Financial Assets carried at amortised cost (A)</b>             | <b>9447.14</b>  | <b>9447.14</b>  | <b>12008.43</b> | <b>12008.43</b> |
| <b>Measured at fair value through profit and loss</b>                   |                 |                 |                 |                 |
| Current investments in mutual funds                                     |                 |                 |                 |                 |
| <b>Total Financial Assets at fair value through profit and loss (B)</b> |                 |                 |                 |                 |
| Measured at fair value through other comprehensive income               |                 |                 |                 |                 |
| Non-current investments in equity instruments                           | 763.07          | 763.07          | 682.91          | 682.91          |
| <b>Total Financial Assets at fair value through OCI (C)</b>             | <b>763.07</b>   | <b>763.07</b>   | <b>682.91</b>   | <b>682.91</b>   |
| <b>Total Financial Assets (A+B+C)</b>                                   | <b>10210.21</b> | <b>10210.21</b> | <b>12691.34</b> | <b>12691.34</b> |
| <b>Financial liabilities</b>  |                 |                 |                 |                 |
| <b>Measured at amortised cost</b>                                       |                 |                 |                 |                 |
| <b>Non-current liabilities</b>  |                 |                 |                 |                 |
| Non-current borrowings *  | 760.25          | 760.25          | 1198.35         | 1198.35         |



|   |                 |                 |                 |                 |
|---|-----------------|-----------------|-----------------|-----------------|
| Current liabilities                                     |                 |                 |                 |                 |
| Short-term borrowings                                   | 4253.52         | 4253.52         | 5272.62         | 5272.62         |
| Trade payables  | 5196.82         | 5196.82         | 6159.58         | 6159.58         |
| Other financial liabilities                             | 963.86          | 963.86          | 914.14          | 914.14          |
| <b>Financial Liabilities measured at amortised cost</b> | <b>11174.45</b> | <b>11174.45</b> | <b>13544.69</b> | <b>13544.69</b> |
| <b>Total Financial Liabilities</b>                      | <b>11174.45</b> | <b>11174.45</b> | <b>13544.69</b> | <b>13544.69</b> |

For financial liabilities (domestic currency loans) :- appropriate market borrowing rate of the entity as of each balance sheet date used.

### 3 Financial risk management objectives

The Company's Corporate finance department provides services to business, co-ordinates access to domestic and international financial markets, monitors and manages the financial risks relating to the operations of the Company through internal risk reports which analyse the exposures by degree and magnitude of risks. These risks include market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk.

### 4 Market risk

The Company's activities expose it primarily to the financial risks of changes in interest rates due to variable interest loans. The Company does not enter into derivative contracts to manage risks related to anticipated sales and purchases.

### 5 Foreign currency risk management

The Company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. Exchange rate exposures are managed within approved policy parameters utilizing forward foreign exchange contracts and currency options taken at the time of initiation of the booking by the management. Such decision is taken after considering the factors such as upside potential, cost of structure and the downside risks etc. Quarterly reports are submitted to Management Committee on the covered and open positions and MTM valuation.

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows.

| Particulars                               | As at March 31, 2023<br>(Amount in Rupees) |      |     | As at March 31, 2022<br>(Amount in Rupees) |      |     |
|---|--|------|-----|--|------|-----|
|   | USD  | EURO | INR | USD  | EURO | INR |
| <b>Financial assets</b>                   |  |      |     |  |      |     |
| <b>Non-current financial assets</b>       |  |      |     |  |      |     |
| Investments                               |  |      |     |  |      |     |
| Advances to supplier                      |  |      |     |  |      |     |
| <b>Total non-current financial assets</b> |  |      |     |  |      |     |
| <b>Current financial assets</b>           |  |      |     |  |      |     |
| Trade receivables (Exports)               |  |      |     |  |      |     |
| Cash and cash equivalents                 |  |      |     |  |      |     |
| Loans                                     |  |      |     |  |      |     |
| <b>Total current financial assets</b>     |  |      |     |  |      |     |



|  |  |  |  |  |  |  |
|--|--|--|--|--|--|--|
| <b>Total financial assets</b>  |  |  |  |  |  |  |
| <b>Financial liabilities</b>   |  |  |  |  |  |  |
| <b>Non current financial liabilities</b>                               |  |  |  |  |  |  |
| Borrowings   |  |  |  |  |  |  |
| <b>Total non-current financial liabilities</b>                         |  |  |  |  |  |  |
| <b>Current financial liabilities</b>                                   |  |  |  |  |  |  |
| Borrowings   |  |  |  |  |  |  |
| Acceptances and other trade arrangements                               |  |  |  |  |  |  |
| Trade payables   |  |  |  |  |  |  |
| Others   |  |  |  |  |  |  |
| <b>Total current financial liabilities</b>                             |  |  |  |  |  |  |
| <b>Total financial liabilities</b>                                     |  |  |  |  |  |  |
| <b>Excess of financial liabilities over financial assets</b>           |  |  |  |  |  |  |
| <b>Hedge foreign currency risk</b>                                     |  |  |  |  |  |  |
| <b>Unhedge foreign currency risk</b>                                   |  |  |  |  |  |  |
| <b>Sensitivity impact on Net liabilities/ (assets) exposure at 10%</b> |  |  |  |  |  |  |

#### 5.1 Foreign currency sensitivity analysis

The Company is not materially exposed to USD and EURO currency.

#### 6 Interest rate risk management

The Company is exposed to interest rate risk because funds are borrowed at both fixed and floating interest rates. Interest rate risk is measured by using the cash flow sensitivity for changes in variable interest rate. The Company has exposure to interest rate risk, arising principally on changes in interest rates. The Company uses a mix of interest rate sensitive financial instruments to manage the liquidity and fund requirements for its day to day operations like long term and short term loans. The risk is managed by the Company by maintaining an appropriate mix between fixed and floating rate borrowings. Hedging activities are evaluated regularly to align with interest rate views and defined risk appetite, ensuring the most cost-effective hedging strategies are applied.

**The table in 6.1 provides a break-up of the Company's fixed and floating rate borrowings:**

#### 6.1 Interest rate sensitivity analysis

The sensitivity analyses below have been determined based on the exposure to interest rates for both derivatives and non-derivative instruments at the end of the reporting period. For floating rate liabilities, the analysis is prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year. A 50 basis point increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates



The following table provides a break-up of the Company's fixed and floating rate borrowings and interest rate sensitivity analysis.

Rs. in Lacs

| Particulars   | As at March 31, 2023" |                                  | As at March 31, 2022 |                                  |
|---------------|-----------------------|----------------------------------|----------------------|----------------------------------|
|               | Gross amount          | Interest rate sensitivity @0.50% | Gross amount         | Interest rate sensitivity @0.50% |
| USD           |                       |                                  |                      |                                  |
| Fixed Loa     | 09.50                 | NA                               | 114.38               | NA                               |
| Variable Loan | 5004.27               | 25.02                            | 6356.59              | 31.78                            |
| <b>Total</b>  | <b>5013.77</b>        | <b>25.02</b>                     | <b>6470.97</b>       | <b>31.78</b>                     |

## 7 Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration risks. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company uses publicly available financial information and its own trading records to rate its major customers. The Company's exposure and the credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties.

Trade receivables consist of a large number of customers, spread across diverse geographical areas. Ongoing credit evaluation is performed on the financial condition of accounts receivable.

The Company does not have significant credit risk exposure to any single counterparty. Concentration of credit risk related to the above mentioned company did not exceed 10% of gross monetary assets at any time during the year. Concentration of credit risk to any other counterparty did not exceed 10% of gross monetary assets at any time during the year.

### 7.1 Collateral held as security and other credit enhancements

The Company does not hold any collateral or other credit enhancements to cover its credit risk associated with its financial assets.

## 8 Liquidity risk management

Liquidity risk refers to the risk of financial distress or extraordinary high financing costs arising due to shortage of liquid funds in a situation where business conditions unexpectedly deteriorate and requiring financing. Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

### 1 Disclosure as per Ind AS 113 - Fair Value Measurements

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in an orderly transaction in the principal (or most advantageous) market at measurement date under the current market condition regardless of whether that price is directly observable or estimated using other valuation techniques.



The Company has established the following fair value hierarchy that categorizes the values into 3 levels. The inputs to valuation techniques used to measure fair value of financial instruments are:

**Level 1-** Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments that have quoted price. Listed and actively traded equity instruments are stated at the last quoted closing price on the National Stock Exchange of India Limited (NSE).

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

**Level 3-** If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. The fair value of the financial assets and liabilities included in Level 3 is determined in accordance with generally accepted pricing models based on Cost Approach using Net Asset Method.

**Valuation Techniques used to determine fair values:**

**A) Specific valuation technique is used to determine the fair value of the financial instruments which include:**

- i) For financial instruments other than (ii):- In accordance with generally accepted pricing models based on Net Asset Value analysis using prices from observable market transactions and dealer quotes of similar instruments.
- ii) For financial liabilities (domestic currency loans) :- appropriate market borrowing rate of the entity as of each balance sheet date used.

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods and its non-derivative financial assets. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.



Notes forming part of the standalone financial statements

8.1

| Particulars                                    | (Amount in INR)      |               |                |                 |                      |                |                |                 |
|--|----------------------|---------------|----------------|-----------------|----------------------|----------------|----------------|-----------------|
|  | As at March 31, 2023 |               |                |                 | As at March 31, 2022 |                |                |                 |
|  | < 1year              | 1-5 years     | > 5 years      | Total           | < 1year              | 1-5 years      | > 5 years      | Total           |
| <b>Financial assets</b>                        |                      |               |                |                 |                      |                |                |                 |
| <b>Non-current</b>                             |                      |               |                |                 |                      |                |                |                 |
| Investments                                    |                      |               | 763.07         | 763.07          |                      |                |                | 682.91          |
| Other Financial Assets                         |                      |               | 100.28         | 100.28          |                      |                |                | 100.28          |
| <b>Total non-current financial assets</b>      |                      |               | <b>863.36</b>  | <b>863.36</b>   |                      |                |                | <b>783.20</b>   |
| <b>Current</b>                                 |                      |               |                |                 |                      |                |                |                 |
| Trade receivables                              | 8765.04              | 254.42        | 220.28         | 9239.74         | 11147.24             | 352.06         | 220.15         | 11719.45        |
| Cash and cash equivalents                      | 04.86                |               |                | 04.86           | 78.11                |                |                | 78.11           |
| <b>Total current financial assets</b>          | <b>8769.90</b>       | <b>254.42</b> | <b>220.28</b>  | <b>9244.60</b>  | <b>11225.34</b>      | <b>352.06</b>  | <b>220.15</b>  | <b>11797.56</b> |
| <b>Total financial assets</b>                  | <b>8769.90</b>       | <b>254.42</b> | <b>1083.64</b> | <b>10107.96</b> | <b>11225.34</b>      | <b>352.06</b>  | <b>1003.35</b> | <b>12580.76</b> |
| <b>Financial liabilities</b>                   |                      |               |                |                 |                      |                |                |                 |
| <b>Non-current</b>                             |                      |               |                |                 |                      |                |                |                 |
| Borrowings                                     |                      | 750.75        | 09.50          | 760.25          |                      | 1083.97        | 114.38         | 1198.35         |
| <b>Total non-current financial liabilities</b> |                      | <b>750.75</b> | <b>09.50</b>   | <b>760.25</b>   |                      | <b>1083.97</b> | <b>114.38</b>  | <b>1198.35</b>  |
| <b>Current</b>                                 |                      |               |                |                 |                      |                |                |                 |
| Borrowings                                     | 4253.52              |               |                | 4253.52         | 5272.62              |                |                | 5272.62         |
| Trade payables                                 | 5188.19              |               | 08.63          | 5196.82         | 6147.50              | 03.46          | 08.63          | 6159.58         |
| Lease Liabilities                              |                      |               |                |                 |                      |                |                |                 |
| Other financial liabilities                    | 792.03               | 171.83        |                | 963.86          | 705.49               | 194.54         | 14.10          | 914.14          |
| <b>Total current financial liabilities</b>     | <b>10233.74</b>      | <b>171.83</b> | <b>08.63</b>   | <b>10414.20</b> | <b>12125.60</b>      | <b>198.00</b>  | <b>22.73</b>   | <b>12346.34</b> |
| <b>Total financial liabilities</b>             | <b>10233.74</b>      | <b>922.58</b> | <b>18.13</b>   | <b>11174.45</b> | <b>12125.60</b>      | <b>1281.97</b> | <b>137.11</b>  | <b>13544.69</b> |

**32 Contingent Liabilities and Commitments****I. Contingent liabilities**

Rs. in Lacs

| Particulars   | As at          |                |
|---|----------------|----------------|
|   | March 31, 2023 | March 31, 2022 |
|   |                |                |
| (a) Corporate Guarantee Given on behalf of subsidiaries                 | -              | -              |
| (b) Disputed demand of income tax for which appeals have been preferred | -              | 604.75         |
| <b>Total</b>  |                | <b>604.75</b>  |

**II. Commitments**

Rs. in Lacs

| Particulars  | As at          |                |
|--------------|----------------|----------------|
|              | March 31, 2023 | March 31, 2022 |
|              |                |                |
| Commitments  | -              | -              |
| <b>Total</b> |                |                |

IV The estimated amount of capital contract remaining to be executed on capital account and not provided for Rs. nil/- (P.Y. ) against which advance have been paid Rs. 0/- (P.Y.)

**33** The Company has not received full information from vendors regarding their status under Micro, Small and Medium Enterprises Development Act, 2006 (MSME Act); disclosure relating to amount unpaid at year end together with interest paid/payable have been given based on the information so far available with the Company/ identified by the Company management:

**34 Segment Information**

The Managing Director/ Chief Executive Officer of the Company allocate resources and assess the performance of the Company, thus are the Chief Operating Decision Maker (CODM). Education Institutions is identified as single operating segment for the purpose of making decision on allocation of resources and assessing its performance.

**(a) Description of segment and principal activities**

The Managing Director/ Chief Executive Officer of the Company allocate resources and assess the performance of the Company, thus are the Chief Operating Decision Maker (CODM). Textile Business is identified as single operating segment for the purpose of making decision on allocation of resources and assessing its performance.

**(b) Information about geographical areas**

| Particulars                         | Rs. in Lacs     |                 |
|-------------------------------------|-----------------|-----------------|
|                                     | 2022-23         | 2021-22         |
|                                     |                 |                 |
| (i) Revenue from External Customers |                 |                 |
| India                               | 32618.35        | 30206.81        |
| Outside India                       | 138.11          | 264.42          |
| <b>Total</b>                        | <b>32756.46</b> | <b>30471.23</b> |

Revenue from external customer is allocated based on the location of customers.

**(ii) Non - Current Assets**

Rs. in Lacs

| Particulars   | Rs. in Lacs    |                |
|---------------|----------------|----------------|
|               | 2022-23        | 2021-22        |
|               |                |                |
| India         | 1742.04        | 1820.84        |
| Outside India |                | -              |
| <b>Total</b>  | <b>1742.04</b> | <b>1820.84</b> |





Non-current assets include property, plant and equipment, capital work in progress, intangible assets and Security Deposits. It is allocated based on the geographic location of the respective assets.

**(c) Information about major customers**

No single customer represents 10% or more of the company's total revenue during the years ended March 31, 2003 and March 31, 2022.

- 35** Balance of Trade receivables, Trade payables, loans and advances are subject to confirmation from the respective parties.
- 36** The figures pertaining to previous periods have been regrouped and restated wherever necessary, to make them comparable.
- 37** The financial statements are approved by the audit committee as at its meeting and by the Board of Directors on 27.05.2022

**38 Ind As 115 : Revenue from Contracts with Customers:**

The disaggregation of Revenue from Contract with Customers – Segment-wise

| Particulars              | Rs. in Lacs        |                    |
|--------------------------|--------------------|--------------------|
|                          | For the year ended | For the year ended |
|                          | March 31, 2023     | March 31, 2022     |
| Sales in Domestic Market | 27004.29           | 25694.99           |
| Sales in Export Market   | 138.11             | 264.42             |
| Job Work Charges         | 5676.14            | 4511.82            |
| <b>Total Revenue</b>     | <b>32818.54</b>    | <b>30471.23</b>    |

**A) Disaggregated revenue information**

Set out below is the disaggregation of the company's revenue from contracts with customers:

| Segment  | Rs. in Lacs        |                    |
|--|--------------------|--------------------|
|  | For the year ended | For the year ended |
|  | March 31, 2023     | March 31, 2022     |
| Type of goods or service                           |                    |                    |
| Sale of manufactured goods                         | 26663.51           | 24421.48           |
| Packaging Product                                  |                    |                    |
| Sale of traded products                            | 478.89             | 1537.92            |
| Sale of Services                                   |                    |                    |
| Job Work Charges                                   | 5676.14            | 4511.82            |
| Processing fees                                    |                    |                    |
| <b>Total revenue from contracts with customers</b> | <b>32818.54</b>    | <b>30471.23</b>    |
| India  | 32680.43           | 30206.81           |
| Outside India                                      | 138.11             | 264.42             |
| <b>Total revenue from contracts with customers</b> | <b>32818.54</b>    | <b>30471.23</b>    |

Timing of revenue recognition

Goods transferred at a point in time

**Total revenue from contracts with customers**



Set out below, is the reconciliation of the revenue from contracts with customers with the amounts disclosed in the segment information

Rs. in Lacs

| Segment  | For the year ended | For the year ended |
|--|--------------------|--------------------|
|  | March 31, 2023     | March 31, 2022     |
| <b>Revenue</b>                                     |                    |                    |
| External customer                                  | 32818.54           | 30471.23           |
| Inter-segment                                      |                    |                    |
| Inter-segment adjustment and elimination           |                    |                    |
| <b>Total revenue from contracts with customers</b> | <b>32818.54</b>    | <b>30471.23</b>    |

**B) Contract balances**

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers

Rs. in Lacs

| Particulars                    | For the year ended | For the year ended |
|--------------------------------|--------------------|--------------------|
|                                | March 31, 2023     | March 31, 2022     |
| Trade receivables*             | 9228.12            | 11712.15           |
| Contract liabilities           |                    |                    |
| <b>Advances from customers</b> |                    |                    |

\*Trade receivables are non-interest bearing and are generally on terms of 0 to 180 days.

**C) Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price**

Rs. in Lacs

| Particulars                                 | For the year ended | For the year ended |
|---|--------------------|--------------------|
|   | March 31, 2023     | March 31, 2022     |
| Revenue as per contracted price             |                    |                    |
| Sales-Fabrics                               | 28551.27           | 26845.70           |
| Sales Job                                   | 5676.14            | 4511.82            |
| Cash Discount and other                     | -366.64            | -135.19            |
| Special Discount-Sales Return               | -879.22            | -547.21            |
| Commission on sale and other adjustment     | -163.00            | -203.89            |
| <b>Revenue from contract with customers</b> | <b>32818.54</b>    | <b>30471.23</b>    |

\*Revenue net of discounts, claims and commission

**D) Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price**

Rs. in Lacs

| Particulars             | For the year ended | For the year ended |
|-------------------------|--------------------|--------------------|
|                         | March 31, 2023     | March 31, 2022     |
| Advances from customers |                    |                    |



- 39 Management expects that the entire transaction price allotted to the unsatisfied contract as at the end of the reporting period will be recognised as revenue during the next financial year.
- 40 Loans and Advances, Unsecured loan and Debtors/Creditors are subject to confirmation.
- 41 Company has not given any loan or Gaurantees during the year hence disclosure under section 186(4) of the Companies Act, 2013 is not given.
- 42 Figures have been presented in 'Lacs' of rupees with two decimals.
- 43 The figures of previous year have been regrouped or rearranged wherever necessary to conform to current year's presentation as per Schedule III (Division II) to the Companies Act 2013.

#### 44 RELATED PARTY TRANSACTIONS

##### Concerns

| in which directors or their relatives are interested | Directors of Company      | Relatives of Directors of Company |
|--|---------------------------|-----------------------------------|
| Aakruti Synthetics Private Limited                   | Vasudev S. Agarwal        | Subhakaran T. Agarwal             |
| Parth International Private Limited                  | Sanjay Goverdhan Sharma   | Subhakaran T. Agarwal HUF         |
| K.S. Enterprise                                      | Garima Jain               | Smt. Bimla Devi S.agarwal         |
| S.T. Enterprise                                      | Alpesh Fatehsingh Purohit | Shri Parth Kailash Agarwal        |
| R.S. Textile   | Kuldeep Ashok bhai Shah   | Smt. Anita V. Agarwal             |
| V.S. Enterprise                                      |                           | Shri Kailash S. Agarwal           |
|  |                           | Smt. Anjana Kailash Agarwal       |
|  |                           | Shri Ravi S. Agarwal              |
|  |                           | Ravi S. Agarwal HUF               |
|  |                           | Smt. Kajal R. Agarwal             |
|  |                           | Akshika K. Agarwal                |
|  |                           | Aakruti V. Agarwal                |
|  |                           | Aashna V.Agarwal                  |
| <b>Keyman Person</b>                                 |                           |                                   |
| Chief Executive Officer                              |                           | Vikas Sharma                      |
| Chief Financial Officer                              |                           | Manoharlal Sharma                 |
| Companies Secretary                                  |                           | Niki Patawari                     |



(F.Y. 2022-2023)

Rs. in Lacs

| Particulars                          | Concerns in which Directors or their relatives are interested | Directors' & Relatives, Key Management Personnel |
|--------------------------------------|---|--|
| 1. Sales & other Inc.                | 03.41   | Nil  |
| 2. Purchase & other Service          | 36.61   | Nil  |
| 3. Remuneration & Salary             | Nil   | 48.46  |
| 4. Loan Received                     | 07.00   | 626.30   |
| 5. Loan Paid                         | 54.51   | 687.08   |
| 6. Interest Paid                     | 00.97   | 02.82  |
| 7. Rent Paid                         | Nil   | 00.60  |
| 8. Sitting Fee's                     | Nil   | 01.44  |
| 9. Balance outstanding Dr./Cr. (Net) | Nil   | 9.50 Cr.   |

The particulars given above have been identified on the basis of information available with the company.

(F.Y. 2021-2022)

Rs. in Lacs

| Particulars                          | Concerns in which Directors or their relatives are interested | Directors' & Relatives, Key Management Personnel |
|--------------------------------------|---|--|
| 1. Sales & other Inc.                | 26.93   | Nil  |
| 2. Purchase & other Service          | 29.13   | Nil  |
| 3. Remuneration & Salary             | Nil   | 52.65  |
| 4. Loan Received                     | 109.84  | 472.35   |
| 5. Loan Paid                         | 137.59  | 656.60   |
| 6. Interest Paid                     | 03.99   | 09.66  |
| 7. Rent Paid                         | Nil   | 00.60  |
| 8. Sitting Fee's                     | Nil   | 01.25  |
| 9. Balance outstanding Dr./Cr. (Net) | 46.63 Cr.   | 67.75 Cr.  |

The particulars given above have been identified on the basis of information available with the company.



| 45 Assets Mortgage/Hypothecated as security  | Rs. in Lacs             |                         |
|--|-------------------------|-------------------------|
| The carrying amount of assets pledged/hypothecated as security for current and non-current borrowings are: |                         |                         |
| Assets description   | As at<br>March 31, 2023 | As at<br>March 31, 2022 |
| <b>First and / or Second charge</b>  |                         |                         |
| <b>I. Current Financial Assets</b>   |                         |                         |
| Trade receivables  | 9228.12                 | 11712.15                |
| Bank balances  | 01.00                   | 67.53                   |
| Other financial assets   | 50.00                   | 50.00                   |
| Loans  | 63.88                   | 67.89                   |
| <b>II. Current Assets</b>  |                         |                         |
| Inventories  | 6158.81                 | 5514.30                 |
| Other Current Assets   | 641.02                  | 641.26                  |
| <b>Total current assets Hypothecated/Mortgage as security</b>  | <b>16142.83</b>         | <b>18053.12</b>         |
| <b>First and / or Second charge</b>  |                         |                         |
| <b>III Property, Plant and Equipment</b>   |                         |                         |
| A. Plant and equipments  | 906.43                  | 1021.39                 |
| B. Freehold land   |                         |                         |
| C. Buildings   | 348.09                  | 384.18                  |
| D. Lease Hold Improvements   |                         |                         |
| E. Furniture & Fittings  | 23.14                   | 21.21                   |
| F. Other intangible assets   | 210.16                  | 210.16                  |
| G. Vehicles  | 149.49                  | 79.68                   |
| H. Computer  | 04.44                   | 03.93                   |
| I. Electronic Equipment  |                         |                         |
| J. Intangible Assets   |                         |                         |
| <b>IV. Capital work in progress</b>  |                         |                         |
| <b>V. Non Current Financial Assets</b>   |                         |                         |
| Investment   | 763.07                  | 682.91                  |
| Other Financial Assets/Non Current Assets  | 100.28                  | 100.28                  |
| <b>VI. Other Non Current Assets</b>  | <b>496.54</b>           | <b>507.77</b>           |
| <b>Total non-current assets Hypothecated/Mortgage as security</b>  | <b>3001.65</b>          | <b>3011.52</b>          |
| <b>Total Assets Hypothecated/Mortgage as security</b>  | <b>19144.48</b>         | <b>21064.65</b>         |

In terms of our report attached  
For Nahta Jain & Associates  
Chartered Accountants  
Firm Regn. No. 106801 W

(CA. Gaurav Nahta)  
Partner  
M.No. 116735

For and on behalf of the Board of Directors  
Anjani Synthetics Limited

Vasudev S. Agarwal  
(Managing Director)  
(DIN-01491403)

Niki Patawari  
(Company Secretary)

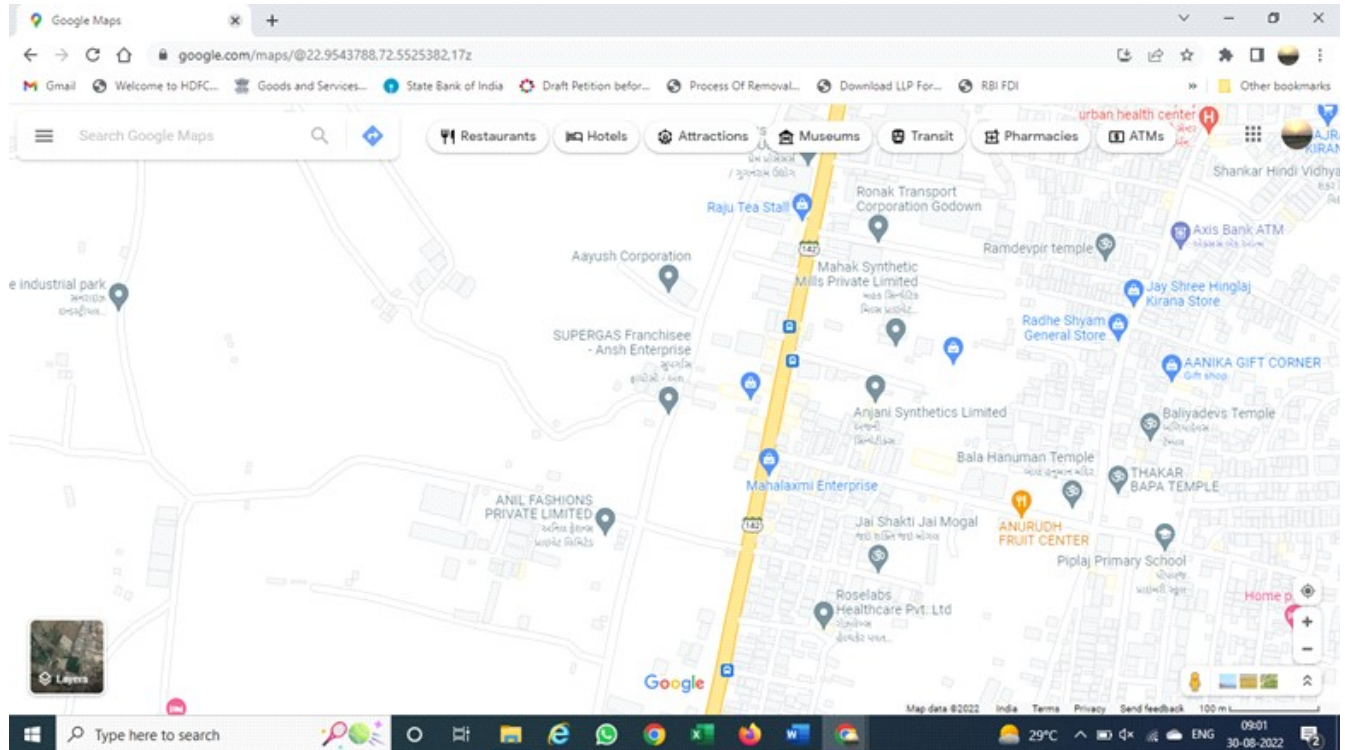
Sanjay G. Sharma  
(Director)  
(DIN-02455999)

Vikas Sharma  
(Chief Executive Officer)

Place : Ahmedabad  
Dated : 27/05/2023

Place : Ahmedabad  
Dated : 27/05/2023

# Route Map to the Venue of the 39th Annual General Meeting of Anjani Synthetics Limited





# ANJANI SYNTHETICS LIMITED

[CIN: L11711GJ1984PLC007048]

Regd. Office : 221 (Maliya), New Cloth Market, O/s Raipur Gate, Ahmedabad - 380002, Gujarat

Ph. No. : 079-22173181 / E-mail: info@anjanisynthetics.com/ Website: www.anjanisynthetics.com

## Form No. MGT 11

Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration Rules, 2014

### FORM OF PROXY

|                      |       |
|----------------------|-------|
| Name of Member (s)   |       |
| Registered Address   |       |
| Folio No / Client ID | DP ID |
| e-mail Id            |       |

I/We, being the member(s) of \_\_\_\_\_ shares of ANJANI SYNTHETICS LIMITED, hereby appoint:

- Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
E-mail Id \_\_\_\_\_ Signature: \_\_\_\_\_ or failing him/her
- Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
E-mail Id \_\_\_\_\_ Signature: \_\_\_\_\_ or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and my/our behalf at the Annual General Meeting to be held on Wednesday, September 27, 2023 at 11:00 am. at Plot No.140, Saijpur-Gopalpur, Pirana Road, Piplej, Ahmedabad-382405, Gujarat and at any adjournment thereof in respect of such resolutions as are indicated below;

| S.No. | Ordinary Business   | For | Against |
|-------|---|-----|---------|
| 1.    | Adoption of the Audited Financial Statement for the year ended 31st March, 2023, the Report of Board of Directors and Auditors thereon. (Ordinary Resolution) |     |         |
| 2.    | Re-appointment of Mr. Sanjay Goverdhan Sharma [DIN 02455999] retiring by rotation (Ordinary Resolution)   |     |         |
|       | <b>Special Business</b>   |     |         |
| 3.    | Ratification of the remuneration payable to the Cost Auditors for the year ending on 31st March 2024 (Ordinary Resolution)                                    |     |         |
| 4.    | Approval of Appointment of Ms. Ruchi Halakhandi as Non-Executive Independent Director (Special Resolution)  |     |         |

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2023

Affix  
Re. 1/-  
Revenue  
Stamp

Signature of the Shareholder : \_\_\_\_\_

Signature of the Proxy holder(s)

- \_\_\_\_\_
- \_\_\_\_\_
- \_\_\_\_\_

#### Notes:

- This form of proxy in order to be effective should be duly completed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the Meeting and proxy need not be a member of the Company.
- For the Resolutions, Explanatory Statement and notes please refer to the Notice of the Annual General Meeting.
- It is optional to put a ✓ in the appropriate column against the Resolution indicated in the Box. If you leave the 'For' or 'against' column blank against the Resolutions, your Proxy will be entitled to vote in the manner as He/She thinks appropriate.
- Please complete all details including details of member(s) in above box before submission.



## ANJANI SYNTHETICS LIMITED

[CIN: L11711GJ1984PLC007048]

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Ph. No. : 079-22173181 / E-mail: info@anjanisynthetics.com

Website: www.anjanisynthetics.com

D.P. ID :

Client ID No. / Registered Folio No.:

No. of Shares held :

### ATTENDANCE SLIP

I/we hereby record my/our presence at the Annual General Meeting of the Company to be held on Wednesday, September 27, 2023 at 11:00 a.m. at Plot No.140, Saijpur-Gopalpur, Pirana Road, Piplej, Ahmedabad-382405, Gujarat, India

|  |  |
|--|--|
| NAME OF THE SHARE HOLDER<br>(IN BLOCK LETTERS) |  |
| SIGNATURE OF THE SHARE<br>HOLDER               |  |
| NAME OF THE PROXY<br>(IN BLOCK LETTERS)        |  |
| SIGNATURE OF THE PROXY                         |  |

**Notes:**

1. You are requested to sign and hand over this at the entrance. If you intend to appoint a proxy to attend the meeting instead of yourself, the proxy form must be deposited at the Regd. Office at 221(Maliya) New Cloth Market, Ahmedabad-380002 Gujarat, India not less than 48 hours before the time for holding the meeting.
  2. If you are attending the meeting in person or by proxy. You/your proxy for reference at the meeting may please bring your copy of the Balance Sheet.
-



**Book-Post**

To



If Underlined please return to :

**ANJANI SYNTHETICS LIMITED**

[CIN: L11711GJ1984PLC007048]

Regd. Office : 221 (Maliya), New Cloth Market,

O/s Raipur Gate, Ahmedabad - 380002, Gujarat

Ph. No. : 079-22173181 / E-mail: [info@anjanisynthetics.com](mailto:info@anjanisynthetics.com)

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