Balkrishna Paper Mills Ltd.



Annual Report
2023-2024



वक्रतुंड महाकाय सुर्यकोटिसमप्रभ
निर्विघ्नं कुरु मे देव सर्वकार्येषु सर्वदा

COMPANY INFORMATION

BOARD OF DIRECTORS:

ANURAG P. PODDAR
(Chairman & Managing Director)

ANKIT P. PODDAR
(Non Executive Non- Independent Director from 31.03.2023 to 08.05.2023)

DILEEP H. SHINDE
(Independent Director)

RAKESH N. GARODIA
(Independent Director)

MEGHNA S. SHAH
(Independent Director)

PROF.(Dr.) MANGESH D.TELI
(Independent Director appointed w.e.f. 9.12.2023)

SHRUTISHEEL JHANWAR
Whole Time Director & CFO upto 9.12.2023 (closure of business hours).

MANISH O. MALPANI
(Whole Time Director & CFO w.e.f. 9.12.2023)

OMPRAKASH SINGH
(Company Secretary)

BANKERS:
UNION BANK OF INDIA
STANDARD CHARTERED BANK

STATUTORY AUDITORS:
M/s. D S M R & CO.
(Chartered Accountants)

COST AUDITORS:
K.G. GOYAL & ASSOCIATES
(Cost Accountants)

INTERNAL AUDITORS:
K.M. GARG & CO.
(Chartered Accountants)

SECRETARIAL AUDITORS:
GMJ & ASSOCIATES
(Company Secretaries)

REGISTERED OFFICE:
A/7, Trade World, Kamala City, Senapati Bapat Marg,
Lower Parel (W), Mumbai - 400 013.

PLANT:
Village: Ambivli, P.O.Mohone,
Taluka - Kalyan,
Dist. Thane - 421 102.

REGISTRAR AND SHARE TRANSFER AGENT:
Purva Sharegistry (India) Private Limited
9, Shiv Shakti Industrial Estate,
J.R. Boricha Marg,
Lower Parel East, Mumbai- 400011.
Tel. No: 022-4961 4132 /3522 0056 /4970 0138.

CONTENTS **Page No.**

1. Notice 01
2. Directors' Report 10
3. Corporate Governance Report 21
4. Auditors' Report 34
5. Balance Sheet 42
6. Statement of Profit and Loss 43
7. Cash Flow Statement 44
8. Notes Forming Part of The Financial Statement 46

Notice

Notice is hereby given that the Eleventh Annual General Meeting of the Members of Balkrishna Paper Mills Limited will be held on **Monday, the 30th September, 2024 at 3.00 P.M.** through Video Conferencing (VC)/Other Audio Visual Means (OAVM) to transact the following businesses:

Ordinary Business

1. To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2024, and the Reports of Board of Directors and Auditors thereon.
2. To appoint a Director in place of Shri Anurag Poddar (DIN: 00599143), who retires by rotation and, being eligible, offers himself for re-appointment.

Special Business:

3. 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 other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force), and subject to such other permissions as may be necessary, M/s. K. G. Goyal & Associates, Cost Accountants (Firm Registration No.000024) appointed by the Board of Directors of the Company as Cost Auditors to conduct the audit of the cost records for the financial year ending March 31, 2025, be paid remuneration of Rs.40,000/- (Rupees Forty Thousand only) per annum plus applicable tax, reimbursement of traveling and other out of pocket expenses incurred by them at actuals, in connection with the said audit.

   RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and/or Shri Omprakash Singh, Company Secretary be and are hereby severally authorised to do all such acts, deeds and things as may be considered necessary, proper or expedient, desirable to give effect to the above Resolution."

By Order of the Board of Directors
(Omprakash Singh)
Company Secretary & Compliance Officer
Membership No.FCS-4304

Place: Mumbai
Date : 14th August, 2024.

Important Notes:

1. The Ministry of Corporate Affairs, Government of India("MCA") vide General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 21/2021, 02/2022, 10/2022, 09/2023 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 14, 2021, May 5, 2022, December 28, 2022 and September 25, 2023, respectively ("MCA Circulars") has allowed conducting of Annual General Meeting ("AGM") by companies through Video Conferencing/Other Audio-Visual Means ("VC/OAVM") facility upto September 30, 2024, in accordance with the requirements provided in paragraph 3 and 4 of the MCA General Circular No. 20/2020. The Securities and Exchange Board of India ("SEBI") also vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, and Circular No. SEBI/HO/CFD/PoD/P/CIR/2023/4 dated January 5, 2023 ("SEBI Circulars") has provided certain relaxations from compliance with certain provisions of the SEBI Listing Regulations. In compliance with these Circulars, provisions of the Act and the SEBI Listing Regulations, the 11th AGM of the company is being conducted through VC/OAVM facility, which does not require physical presence of members at a common venue.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. The deemed venue for Eleventh e-AGM shall be the Registered Office of the Company at A/7, Trade World, Kamala City, Senapati Bapat Marg, Lower Parel (W), Mumbai – 400 013.

5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 8, 2020, April 13, 2020 and May 5, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.

7. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the Act) in respect of the items of Special Business as set out above is annexed hereto.

8. Members holding share in physical form in multiple folios either single names or joint holding in the same order of names are requested to send the share certificates to Registrar and Transfer Agent (RTA) viz. M/s. Purva Sharegistry (India) Private Limited, for consolidation into a single folio. 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.

9. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market.

10. Members holdings shares in electronic form are requested to intimate immediately their PAN, any change in their address, E-mail id, Mobile No. or bank mandates to their Depository Participants with whom they are maintaining their demat accounts.

11. Members holding shares in physical form are requested to submit their PAN, E-mail id, Mobile No. or advise any change in their address or bank mandates immediately to the Company/Registrar and Transfer Agent (RTA) viz. M/s. Purva Sharegistry (India) Private Limited.

12. SEBI has mandated that securities of listed companies can be transferred only in dematerialised form with effect from 1st April, 2019. Accordingly, members holding shares in physical form are advised to avail the facility of dematerialization and the company/RTA has stopped accepting any fresh lodgment of transfer of shares in physical form.

13. Members, who have not registered their mobile number & e-mail addresses so far, are requested to update their mobile number and e-mail id in the user profile details of the folio which may be used for sending Annual Reports, Notices and for future communication(s). For any communication, the shareholders may also send requests to the Company's email id: opsingh@bpml.in or RTA E-mail id: support@purvashare.com.

14. Pursuant to the provisions of Section 72 of the Companies Act, 2013, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13, which is available with RTA, Purva Sharegistry (India) Private Limited (PSIPL). Members are requested to submit the said details to their DP in case the shares are held by them in electronic form and to PSIPL in case the shares are held in physical form.

15. Details under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the Directors seeking appointment/re-appointment at AGM form an integral part of the notice. The Directors have furnished requisite declarations for their appointment/re-appointment.

16. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM along with Annual Report 2023-24 has been uploaded on the website of the Company at www.bpml.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

17. The Register of Members and Share Transfer Books of the Company shall remain closed from, Tuesday, 24th September, 2024 to Monday, 30th September, 2024 (both days inclusive), for the purpose of AGM.

18. A Member, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. on Monday, 23rd September, 2024, shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of AGM. A person who is not a member as on the cut-off date should treat this Notice of the AGM for information purpose only. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e. 23rd September, 2024.

19. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice of the AGM and holding shares as of the cut-off date i.e. 23rd September, 2024, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or e-voting system on the date of the AGM by following the procedure mentioned below. The members who have cast their vote by remote e-voting, he/she shall not be allowed to change it subsequently or cast the vote again.

20. All documents referred to in the notice and explanatory statement are open for inspection at the Registered Office of the Company during office hours on all working days (from Monday to Friday) except Saturday, Sunday & public holidays, between 11.00 A.M. and 1.00 P.M. up to the date of the AGM.

21. There is no unclaimed dividend amount lying with the Company which needs to be transfer to Investor Education and Protection Fund (IEPF), under Section 124 of the Companies Act, 2013.

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

The remote e-voting period begins on Thursday, 26th September, 2024 at 9.00 A.M and ends on Sunday, 29th September, 2024 at 5.00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 23rd September, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut- off date, being 23rd September, 2024.

Vote electronically using NSDL e-Voting system: The process and manner to vote electronically on NSDL e-Voting *system consists of "Two Steps" which are given below:*

Step 1: Log-in to NSDL e-Voting system at: https://www.evoting.nsdl.com/

Step 2 : Cast your vote electronically on NSDL e-Voting system.

Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS"** Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by 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 & 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. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a evoting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, 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.

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

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

How to Log-in to

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders/Members' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl. com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary I D is 12********** then your user ID is 12**********
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

   a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need enter the 'initial password' and the system will force you to change your password.

   c) How to retrieve your 'initial password'?

      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email id. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password

   a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

   b) "Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. After clicking on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.

3. Select "EVEN" of the Company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the Annual General Meeting. Company's EVEN is 130624. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".

4. Now you are ready for e-Voting as the Voting page opens.

5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

6. Upon confirmation, the message "Vote cast successfully" will be displayed.

7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for Shareholders

1. Institutional/Corporate shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority Letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to naithanipcs@gmail.com with a copy marked to evoting@nsdl.com. Institutional/ Corporate shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution/ Power of Attorney/ Authority Letter etc. by clicking on **"Upload Board Resolution / Authority Letter"** displayed under **"e-Voting"** tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Manager, National Securities Depository Ltd., Trade World, 'A' Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel (w), Mumbai – 400 013, at the designated email address: evoting@nsdl.com/pallavid@nsdl.com.

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to opsingh@bpml.in.

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self- attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to opsingh@bpml.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

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

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join Meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder / Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Members who would like to express their views/ have questions may send their questions in advance at least (10) ten days before AGM mentioning their name, demat account number/client id/folio number, email id, mobile number at opsingh@bpml.in and the same will be replied by the Company suitably. Members may also register themselves as a speaker. Those Members who have registered themselves as a speaker and confirmed by Company will only be allowed to express their views/ask questions during the meeting.

OTHER INSTRUCTIONS:

i. Shri Prasen Naithani, Practising Company Secretary (Membership No. FCS 3830), has been appointed as a Scrutinizer for conducting the remote e-voting process and also the e-voting system on the date of the AGM, in fair and transparent manner.

ii. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or Company Secretary or a person authorised by him in writing, who shall countersign the same.

iii. The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.bpml.in and on the website of NSDL https://www.evoting.nsdl.com immediately. The Company shall simultaneously forward the results to National Stock Exchange of India Limited and BSE Limited, where the shares of the Company are listed. The result shall also be displayed on the notice board at the Registered Office of the Company.

EXPLNATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

Item No. 3

As per the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, M/s. K. G. Goyal & Associates, Cost Accountants, Jaipur have been conducting Cost Audit of the Company from the financial year 2016-17 onwards.

The Board, on the recommendation of the Audit Committee, has approved the re-appointment and remuneration of the Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending March 31, 2024 at remuneration of Rs.40,000/- (Rupees Forty Thousand) plus applicable tax, reimbursement of travelling and other out of pocket expenses incurred by them at actuals.

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 has to be ratified by the shareholders of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 3 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2024.

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

The Board of Directors in the interest of the Company, recommends the resolution for approval of the members.

By Order of the Board of Directors

(Omprakasg Singh)
Company Secretary & Compliance Officer
Membership No.FCS-4304.

Place: Mumbai
Date : 14th August, 2024.

Registered Office:
A/7, Trade World, Kamala City,
Senapati Bapat Marg, Lower Parel (W),
Mumbai - 400013.
CIN: L21098MH2013PLC244963

ANNEXURE TO ITEM NO. 2 OF THE NOTICE.

DETAILS OF THE DIRECTOR SEEKING APPOINTMENT/RE-APPOINTMENT IN THE ENSUING ANNUAL GENERAL MEETING (PURSUANT TO REGULATION 36 OF THE LISTING REGULATIONS AND SECRETARIAL STATNDARD-2 ON GENERAL MEETING):

Name of the Director, DIN and Number of Equity Shares held in the Company	**Date of Birth (Age)**	**Date of Appointment on the Board**	**Qualifications**	**Expertise in specific functional area**	**List of other Companies (excluding Private Companies) in which Directorships and Committee Chairmanships/ Memberships if any.**	**Relationship with other Directors and other Key Managerial Personnel (KMP) of the Company.**
Shri Anurag Poddar (DIN: 00599143) 1819167 Equity Shares	13/07/1981 (43 Years)	11/02/2015	MBA from Drexel University, USA	Industrialist with Specialized in Finance, Marketing, Technical, Production, Sale, and Export.	Directorship: One	Not related to any Directors or KMP of the Cpmpany.

P.S.: For other details such as number of meetings of the Board/Committees attended during the year and remuneration drawn, please refer to the Corporate Governance Report which is part of this Annual Report.

By Order of the Board of Directors

Omprakash Singh
Company Secretary & Compliance Officer
(Membership No.FCS-4304)

Place: Mumbai
Date : 14th August, 2024.

DIRECTOR'S REPORTS

To,

The Members,

Balkrishna Paper Mills Ltd.

Your Directors have pleasure in presenting the Eleventh Annual Report of the Company along with Audited Financial Statements for the financial year ended 31st March, 2024.

1. FINANCIAL RESULTS:

The summary of the financial performance of the Company for the financial year ended March 31, 2024 compared to the previous year ended March 31, 2023, is given below:

(₹ in Lakhs)

Particulars	2023-24	2022-23
Net Turnover and Other Income	593.54	10,944.75
Profit/(Loss) before Depreciation, and Tax	(8,901.11)	(4,591.18)
Less: Depreciation and Amortisation	318.54	612.49
Profit/(loss) before Tax	(9,219.65)	(5,203.67)
Less: Provision for Taxation:		
Current Tax	0.00	0.00
Tax Adjustment for earlier years	(2.14)	0.00
Deferred Tax (Net)	(2,103.58)	(15.99)
Profit/ (Loss) after Tax	(7,113.93)	(5,187.68)
Add/(Less):Other Comprehensive Income (net of taxes)	(27.70)	(7.44)
Total Comprehensive Income/ (Expenses) for the year	(7,141.63)	(5,195.12)

2. OPERATIONS:

During the year under review, the Gross turnover and other Income of your Company was ₹ 593.54 Lakhs as compared to ₹ 10,944.75 Lakhs in the previous year. The net Loss for the year stood at ₹ 7,113.93 Lakhs against Loss of ₹ 5,187.68 Lakhs in the previous year.

3. DIVIDEND:

Your Directors have not recommended any dividend for the financial year under review.

4. SHARE CAPITAL:

The issued, subscribed and paid up Share Capital of the Company as on 31st March, 2024 are as under:

- Equity Share Capital: ₹ 10.74 Crore
- Preference Share Capital: ₹ 135 Crore

There was no change in the paid up Share Capital during the year under review.

Disclosure under Reg 32(7A) of SEBI (LODR) Regulations, 2015

The Company has not issued shares with differential voting rights nor granted stock options nor sweat equity. As on 31st March, 2024, none of the Directors of the Company hold convertible instruments in the Company.

During the year under review the Board of Directors of the Company at their meeting held on 16th September, 2023, approved the proposal for issuance of fully paid-up Equity Shares of the Company by way of a rights issue for an amount not exceeding Rs. 47.00 Crores (Rupees Forty Seven Crores) in accordance with the Companies Act, 2013 and the rules made thereunder, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended and other applicable laws and Rights Issue Committee of the Company in its meeting held on, March 11, 2024, has fixed the record date for the purpose of determining the shareholders. However, the Rights Issue process was completed in the F.Y. 2024-25, as the Issue was Opened on April 2, 2024 for the eligible Shareholders and Issue Closed on April 15, 2024.

There is no instance where the company failed to implement any corporate action within the specified time limit.

The Company has raised fund of ₹17.50 crores by leasing its unused land at Ambivali and utilised the said proceeds for repayment of debts to reduce the interest cost, and initiated action to raised revenue from other streams.

5. REVISION OF FINANCIAL STATEMENT:

There was no revision of the financial statements for the year under review.

6. MANAGEMENT DISCUSSION AND ANALYSIS:

Global Economy

The pace of the growth of Global Economy remained slow in 2023. According to International Monetary Fund (IMF), the global economy achieved a modest growth rate of 3.2% in 2023. Factors such as escalating geopolitical conflicts, higher inflation, prolonged higher interest rates, a sluggish recovery in China, and volatility in energy prices and food markets, have led to a slowdown in global economic growth. Furthermore, the Red Sea crisis has caused the biggest diversion of global trade in decades, leading to delays and heightened expenses for shipping lines.

Indian Economic Review

The Indian economy is on a strong wicket and stable footing, demonstrating resilience in the face of geopolitical challenges. The Indian economy has consolidated its post-Covid recovery with policymakers – fiscal and monetary – ensuring economic and financial stability. Nevertheless, change is the only constant for a country with high growth

aspirations. For the recovery to be sustained, there has to be heavy lifting on the domestic front because the environment has become extraordinarily difficult to reach agreements on key global issues such as trade, investment and climate. High economic growth in FY24 came on the heels of growth rates of 9.7% and 7.0%, respectively, in the previous two financial years. The headline inflation rate is largely under control, although the inflation rate of some specific food items is elevated. The trade deficit was lower in FY24 than in FY23, and the current account deficit for the year is around 0.7% of GDP.

Indian paper and packaging Industry Overview

The Indian paper and packaging market size is expected to grow from $15.16 billion in 2024 to $38.87 billion by 2029, growing at a CAGR of 19.48%. Import of paper and paperboards have increased by 37% to around 1.47 million tons in April – December on FY 2023-24 impacted the 'Make in India' drive as well as deprived employment to 5 lakhs committed formers who were aligned with the domestic paper industry through agro and farm forestry.

There is more than adequate domestic capacity in India to manufacture almost all grades of paper and large imports are impacting the commercial viability of most mills. Out of over 900 paper mills, only 553 are operational in India. Imports comprised paper and paper board from ASEAN-India free trade agreement. Besides zero duty concessions to ASEAN and Korean FTAs, import tariff concessions to China under the Asia Pacific Trade Agreement (APTA) also boosted paper imports. There is a subsidy by some of these countries to their paper mills, which creates a cost advantage over Indian paper mills.

Company's Overview

During the year under review Company has kept manufacturing activities of paper and paper board in abeyance on account of prevailing bad market condition, high cost of manufacturing, lower efficiency etc., and started trading in sustainable plastic and packaging materials. The total revenue from operation for the F.Y. 2023-24 stood at ₹ 557.74 lakh as against ₹ 10,930.17 lakh in the F.Y. 2022-23. Loss for the year stood ₹ 7113.93 lakhs (including exceptional loss of ₹ 7114.51 Lakh on account of sale of non-current assets) against the loss of ₹ 5187.68 lakhs (including exceptional loss of ₹ Nil) in the previous year.

During the period and subsequently Company has raised fund by following means for repayment of its loans & other liabilities: -

a) ₹ 17.50 Crores raised by leasing its unused land at Ambivali.

b) ₹ 45.11 crore raised through a "Rights Issue of Equity Shares" aggregating of 2,14,79,688 equity shares having face value of ₹ 10 each at a price of ₹ 21 per share (which includes a premium of ₹ 11 per share). The rights issue was fully subscribed, and shares were allotted on 19th April 2024. The proceeds from the rights issue were received on 7th May, 2024.

The Company is continuing its efforts for revamping its existing business by doing structural changes, reducing its high cost borrowings etc. Company has also appointed a consultant to evaluate the existing business and explore the possibility of entering into new areas of business to put to use the existing resources of the company to the optimum level.

Internal Audit and Control

Company has adequate Internal Audit System in place commensurate with the size of the business. Necessary checks and controls are in place to ensure that all assets are safeguarded, to detect and prevent errors and frauds and that the transactions are properly verified adequately authorized, correctly recorded and properly reported.

Internal Auditors were always present at the Audit Committee Meetings where internal Audit Reports are discussed along with management comments and the final observation of the Internal Auditor.

Opportunities & Threats

The global paper and paperboard is expected to grow at CAGR of 4.68% during the forecast period of 2024-2029. The packaging market size also expected to grow up in the future. However, the success of the Company is dependent on various factors such as demand for the paper board, cost of production, volume of production, logistic cost and efficiency of the plant etc. Further, due to import of paperboard on concessional Tariff Rates, there is always pressure of pricing on the domestic paperboard Companies, which makes the domestic paperboard industry unviable.

Human Resources

Relationship between the Management and employee were cordial throughout the year under review.

Forward Looking Statement

Statements in the Management Discussion and Analysis describing the Company's objectives, predictions may be "forward looking statements" within the meaning of applicable laws and regulations. The actual results could differ materially from the forward looking statements contained in this document due to certain risks and uncertainties.

7. CORPORATE GOVERNANCE:

The Company is committed to maintain the highest standards of Corporate Governance and adhere to the Corporate Governance requirement set out by the SEBI. The Company has complied with the requirements of Corporate Governance as stipulated under the Listing Regulations, 2015 and accordingly, the Report on Corporate Governance together with Certificate from the Auditors of the Company confirming compliance of conditions of Corporate Governance as stipulated under the aforesaid regulations, forms part of the Annual Report.

8. DIRECTORS :

In terms of requirements of the Listing Regulations, the Board has identified core skills, expertise and competencies of the Directors in the context of the Company's business, which are detailed in the Report on Corporate Governance.

All the Directors have affirmed that they have complied with the Company's Code of Conduct & Ethics.

Further, in terms of Section 150 of the Companies Act, 2013 ("Act") read with Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, Independent Directors of the Company have confirmed that they have registered themselves with the databank maintained by the Indian Institute of Corporate Affairs. The Independent Directors who were required to clear the online proficiency self-assessment tests, have been passed the test.

Shri Anurag Poddar, Chairman and Managing Director has forgone his monthly remuneration due to poor financial position of the Company with effect from 1st April, 2019 and continue to do so till further communication.

Directors appointment / reappointment

In pursuance of Article 86(1) of Articles of Association of the Company and Section 152(6) of the Companies Act, 2013, Shri Anurag Poddar (DIN: 00599143), Director is liable to retire by rotation at the ensuing annual general meeting and being eligible, offers himself for reappointment. Your Directors commend his re-appointment.

Brief particulars of Directors being appointed/ re-appointed as required by the SEBI (LODR) Regulations, 2015 and Secretarial Standards on General Meetings are provided in the Annexure to the notice convening the AGM of the Company.

The Board of Directors on the recommendation of Nomination and Remuneration Committee has reconmended the appointment of Prof. (Dr.) Mangesh D. Teli (DIN: 00218899) as an Independent Non-Executive Director and appointment and remuneration of Shri Manish Omkarmal Malpani (DIN: 00055430), as a Whole-time Director & Chief Financial Officer (CFO) of the Company for a period of 3 years with effect from 9th December, 2023. Members of the Company have also approved the Appointment of Prof. (Dr.) Mangesh D. Teli and Shri Manish Omkarmal Malpani, through Postal Ballot on April 20, 2024.

During the year under review Shri Ankit Poddar has resigned from the post of 'Non-Executive & Non-Independent Director' of the Company w.e.f. 8th May, 2023 (close of business hours) and Shri Shrutisheel Jhanwar has resigned from the post of Whole Time Director & Chief Financial Officer of the Company with effect from 9th December, 2023 (close of business hours).

During the year under review, Shri Manish Omkarmal Malpani was appointed as a 'Non Executive Non Independent Director' of the Company (liable to retire by rotation) with effect from 14th August, 2023 upto 9th December, 2023 (close of business hours).

Declarations by Independent Directors

All the Independent Directors of the Company have given requisite declarations that they meet the criteria of independence as provided in Section 149(6) read with Schedule IV of the Companies Act, 2013 and also Regulation 16(1)(b) of SEBI (LODR) Regulations, 2015.

The Company has received declaration from all Independent Directors of the Company confirming that they meet with the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 as well as Regulation 16(1)(b) of the Listing Regulations, 2015.

In the opinion of the Board, the Independent Directors fulfill the conditions of independence, are independent of the management, possess the requisite integrity, experience, expertise, proficiency and qualifications to the satisfaction of the Board of Directors. The details of remuneration paid to the members of the Board is provided in the report on Corporate Governance.

As per the provisions of the Section 203 of the Act, following are the key managerial personnel as on the date of report:

I. Shri Anurag Poddar, Chairman and Managing Director;

II. Shri Manish Omkarmal Malpani, Whole Time Director and Chief Financial Officer (Appointed w.e.f. 09th December, 2023);

III. Shri Omprakash Singh, Company Secretary.

9. NOMINATION AND REMUNERATION COMMITTEE:

The composition, role, terms of reference as well as powers of the Nomination and Remuneration Committee of the Company meets the requirements of Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI (LODR) Regulations, 2015.

Composition

The Committee comprises of three (3) Independent Directors.

The composition of the Nomination and Remuneration Committee and category of members is given in the table below:

Sr. No.	Name of the Director	Category
1	Shri Dileep H. Shinde	Independent Director
2	Shri Rakesh N. Garodia	Independent Director
3	Smt. Meghna S. Shah	Independent Director

During the year under review, three (3) Meetings of the Committee was held on May 8, 2023, August 14, 2023 and December 9, 2023.

Company's Policy on appointment and remuneration of Directors.

Remuneration Policy

The Company has devised the Nomination and Remuneration Policy for the selection, appointment and remuneration of the Whole Time Directors, Key Managerial Personnel and Senior Management Personnel. The extract of Nomination and Remuneration Policy is provided in the Corporate Governance Report and forms part of this Annual Report.

The Company's policy on remuneration for Directors and Senior Management employees are displayed on the website of the company at www.bpml.in.

Criteria for appointment of Independent Directors

The Independent Directors shall be of high integrity with relevant experience and expertise in the fields of manufacturing, marketing, finance, taxation, law, governance and general management, so as to have a diverse Board.

Performance Evaluation

Pursuant to the provisions of the Companies Act, 2013 and the Listing Regulations, the Nomination and Remuneration Committee has laid down the criteria for evaluation of the performance of individual Directors, the Board as a whole and also the Secretarial Department. Evaluation of performance is undertaken annually.

The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors at a separately convened meeting. The performance evaluation of the Independent Directors was carried out by the entire Board (excluding the Director being evaluated). The Company has implemented a system of evaluation on the basis of a structured questionnaire which comprises evaluation criteria taking into consideration various performance related aspects.

The Directors expressed their satisfaction with the evaluation process.

Remuneration of Non-Executive Directors

The Non- executive Directors shall be entitled to receive remuneration by way of sitting fees, reimbursement of expenses for participation in Board/ Committee meetings and commission, if any, after approval of the members.

10. DIRECTOR'S RESPONSIBILITY STATEMENT:

Pursuant to Section 134(3)(c) and 134(5) of the Companies Act, 2013, with respect to Directors' Responsibility Statement, your Directors to the best of their knowledge hereby confirm:

a) That in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b) That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2024 and of the Profit of the Company for that year under review;

c) That the Directors have 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) That the Directors have prepared the accounts for the financial year on going concern basis;

e) The Directors have laid down internal financial controls, which are adequate and were operating effectively;

f) The Directors have devised proper system to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively;

11. DISCLOSURES RELATED TO BOARD, COMMITTEES AND POLICIES:

a. **BOARD MEETINGS**

The Board of Directors met 7 times during the year on the following dates in accordance with the provisions of the Companies Act, 2013 and also rules made thereunder:

May 08, 2023, June 12, 2023, August 14, 2023, September 16, 2023, November 02, 2023, December 09, 2023 and February 10, 2024.

In addition to the above, Independent Directors Meeting was also held on March 28, 2024.

b. **COMMITTEES OF THE BOARD**

The Board has the following Committees:

1. Audit Committee;
2. Nomination and Remuneration Committee;
3. Stakeholders Relationship Committee;
4. Risk Management Committee;
5. Finance Committee;
6. Share Transfer Committee;
7. Rights Issue Committee.

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

12. KEY RATIOS:

As per provisions of SEBI Listing Regulations, 2015, the significant financial ratios are given in Note No.49.

13. ANNUAL RETURN:

Pursuant to Section 92(3) read with section 134(3)(a) of the Companies Act, 2013, copy of the Annual Return of the Company prepared in accordance with Section 92(1) of the Act read with Rule 11 of the Companies (Management and Administration) Rules, 2014 may be accessed on the Company's website at the link www.bpml.in.

14. FIXED DEPOSITS:

During the year under review, your Company has not accepted any fixed deposits and there were no unclaimed deposits or interest thereon as on 31st March, 2024.

15. PARTICULARS OF LOANS, GUARANTEES, INVESTMENTS AND SECURITIES:

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the Notes to Financial Statements.

16. SUBSIDIARY COMPANIES:

The Company has no subsidiary Company.

17. VIGIL MECHANISM / WHISTLE BLOWER POLICY:

The Company has framed a Whistle Blower Policy to deal with instances of fraud and mismanagement, if any. The details of the Policy are given in the Corporate Governance Report and the policy is posted on the Company's website at www.bpml.in.

18. RELATED PARTY TRANSACTIONS:

All related party transactions that were entered into during the financial year were in the ordinary course of business and were on an arm's length basis. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other related parties which may have a potential conflict with the interest of the Company at large.

All related party transactions for the year are placed before the Audit Committee as well as before the Board for approval. The transactions entered into with related parties are reviewed on a quarterly basis by the Audit Committee.

The policy on Related Party Transactions as approved by the Audit Committee and Board is uploaded on the Company's website at www.bpml.in.

Members can refer to Note No. 37 to the Financial Statements which set out related party disclosures.

19. RISK MANAGEMENT FRAMEWORK:

The Board of Directors of the Company has Risk Management Framework to avoid events, situations or circumstances which may lead to negative consequences on the Company's businesses, and define a structured approach to manage uncertainty and to make use of these in their decision making pertaining to all business divisions and corporate functions. Risk Management Policy is available on Company's website at www.bpml.in.

Further your Board has constituted a Risk Management Committee inter alia, to monitor and renew the risk management framework.

20. DISCLOSURE OF ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNAL:

During the year under review, there were no orders have been passed by any Regulator or Court or Tribunal which can have impact on the going concern status and the Company's operations in future.

21. DISCLOSURES UNDER SECTION 134(3)(l) OF THE COMPANIES ACT, 2013:

There were no material changes and commitments which could affect the Company's financial position have occurred between the end of the financial year of the Company and date of this report.

22. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

During the year under review, Company kept the production activity of paper and paper board in abeyance. Hence, Conservation of energy, Technology absorption and Foreign exchange earnings & outgo is NIL, as required under the provisions of Section134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014.

23. CORPORATE SOCIAL RESPONSIBILITY:

The Corporate Social Responsibility (CSR) policy is not applicable to the Company.

24. BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT:

The Business Responsibility and Sustainability Report (BRSR) is not applicable to the Company.

25. INDUSTRIAL RELATIONS:

Industrial relations with staff and workmen during the year under review continued to be cordial.

26. SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:

The Company has formulated and implemented a policy of prevention of sexual harassment at the workplace with mechanism of loading/redressal complaints. During the year under review, there were no complaints reported to the Board.

27. DISCLOSURE UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 AND OTHER DISCLOSURES AS PER RULE 5 OF COMPANIES (APPOINTMENT & REMUNERATION) RULES, 2014:

The information required pursuant to Section 197 of the Companies Act, 2013 read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company will be provided upon request in terms of section 196 of the Act. The Report

is being sent to all the Shareholders of the Company and other entitled thereto, excluding the information particulars of which is available for inspection by the Members at the Registered office of the Company during business hours on working days of the Company up to the date of the ensuing Annual General Meeting. Members interested in obtaining a copy thereof, may write to the Company Secretary in this regard.

28. CHANGE IN THE NATURE OF BUSINESS IF ANY:

There is no change in the nature of business of your Company during the year under review.

29. COMPLIANCE WITH THE INSTITUTE OF COMPANY SECRETARIES OF INDIA ("ICSI") SECRETARIAL STANDARDS:

The relevant Secretarial Standards issued by the ICSI related to the Board Meetings and General Meeting have been complied by the Company.

30. AUDITORS:

The matters related to Auditors and their Reports are as under:

a. **OBSERVATIONS OF STATUTORY AUDITORS ON ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2024.**

The observations made by the Statutory Auditors in their report for the financial year ended 31st March 2024 read with the explanatory notes therein are self-explanatory and therefore, do not call for any further explanation or comments from the Board under Section 134(3) of the Companies Act, 2013.

b. **COST AUDITORS:**

Pursuant to the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014, the Board of Directors have appointed M/s. K. G. Goyal & Associates, Cost Accountants, as a cost auditor of the Company for the Financial Year 2024-25 at a remuneration of Rs. 40,000/- (Rupees fourty thousand only) per annum plus applicable tax, reimbursement of travelling and other out of pocket expenses incurred by them at actuals.

The remuneration to be paid to Cost auditors require ratification by the shareholders and accordingly necessary resolution for ratification for seeking approval of members is included in Notice of ensuing AGM.

Cost Audit Report for the financial year ended 31st March, 2023 was filed with MCA on 21st September, 2023.

c. **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, the Company has appointed GMJ & Associates, Company Secretaries in Practice to undertake Secretarial Audit for the financial year 2024-25.

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

M/s GMJ & Associates, Company Secretaries has issued Certificate dated 13th May, 2024 certifying that none of the Directors on the Board of the Company during the Financial year 2023-24 has been debarred or disqualified from being appointed or continuing as directors of the company by SEBI, MCA or any such other Statutory authority.

Secretarial Audit Report for the financial year ended 31st March, 2024 and Certificate of Non Disqualification of Directors are annexed herewith as **Annexure – I**.

31. INSURANCE:

All the properties/assets including buildings, plant & machinery, furniture & fixtures, and insurable interests of the Company are adequately insured.

32. 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:

i. No unclaimed dividend amount lying with the Company which needs to be transferred to Investor Education and Protection Fund (IEPF).

ii. Issue of shares (including sweat equity shares) to employees of the Company under any scheme.

iii. Details in respect of frauds reported by auditors under sub-section (12) of section 143 other than those which are reportable to the Central Government

iv. 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.

v. 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.

33. ACKNOWLEDGMENT:

Your Directors would like to express their sincere appreciation for the assistance and co-operation received from the banks, government authorities, customers, vendors, dealers, agent, Directors and shareholders during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed services by the Company's executives, staff and workers.

For and on behalf of the Board of Directors

Place : Mumbai
Date : 13th May, 2024

Anurag P. Poddar
Chairman & Managing Director
DIN: 00599143

ANNEXURE I

FORM NO.MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024

[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,
Balkrishna Paper Mills Limited
A/7, Trade World, Kamala City,
Senapati Bapat Marg,
Lower Parel (West),
Mumbai - 400 013

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

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2024 complied with the statutory provisions of the applicable Acts listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the company for the financial year ended on 31st March, 2024 according to the provisions of:

i. The Companies Act, 2013 ("the Act") and the rules made thereunder;

ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

iii. The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 and the Regulations and Bye-laws framed thereunder;

iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of External Commercial Borrowings. The provisions of Foreign Direct Investment and Overseas Direct Investment are not applicable to the company during the review period;

v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act") viz:-

   a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

   b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

   c) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; except that as per Regulation 17(1C) of SEBI (LODR) Regulations, 2015, the listed entity has obtained approval of shareholders for appointment of Mr. Mangesh Dhondu Teli and Mr. Manish Omkarmal Malpani as Directors of the Company after a period of three months from the date of appointment of the said directors in the meeting of the Board of Directors.

   d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

   e) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

   f) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **[Not applicable during the period of audit].**

   g) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **[Not applicable during the period of audit].**

h) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 **(Not applicable during the period of audit);**

i) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **[Not applicable during the period of audit].**

j) The Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018; **[Not applicable during the period of audit].**

vi. We have relied on the representation made by the Company and its Officers for systems and mechanisms formed by the Company for compliances under other applicable Acts, Laws and Regulations which are mentioned as under:

a) The Factories Act, 1948 and Rules made thereunder;

b) The Industries (Development and Regulation) Act, 1951;

c) Labour laws and other incidental laws related to labour and employees appointed by the Company;

d) Acts and Rules prescribed under prevention and control of pollution;

e) Acts and Rules relating to Environmental protection, energy conservation and hazardous substances and chemicals;

f) Acts and Rules relating to boilers, electricity explosives, fire, etc.;

g) Acts as prescribed under Direct and Indirect Tax and Goods and Service Tax;

h) The Trade Marks Act, 1999 and The Copy Right Act, 1957;

i) The Legal Metrology Act, 2009;

j) Acts as prescribed under Shops and Establishment Act of various local authorities.

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

a) Secretarial Standards issued by The Institute of Company Secretaries of India;

b) The Listing Agreement entered into by the Company with BSE Limited and National Stock Exchange of India Limited read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

We further report that -

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act except as mentioned in clause v(c) above.

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

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

As informed, the Company has responded appropriately to notices received from various statutory/regulatory authorities including initiating actions for corrective measures, wherever found necessary. The details are as under:

- The company had filed an application for Compounding of Offence u/s 148 of the Companies Act, 2013 for non-submission of cost audit report for FY 2014-15 on 20th January, 2022. An order levying fine of Rs.2,00,000/- was passed by the concerned Regional Director which was duly paid by the company.

We further report that during the audit period under review, the Company has undertaken following event/action(s) having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.:

- during the audit period under review, the company has approved an issue of Fully paid-up Equity Share of the face value of Rs. 10/- each of the Company by way of rights issue to the existing shareholders of the Company at a price of Rs.21/- per share for an amount not exceeding Rs.47.00 Crores (Rupees Forty-Seven Crores only) in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.
- the In-principal approval of NSE was received on 23rd February, 2024 and that of BSE Limited was received on 1st March, 2024.
- the Rights Issue Opened on 2nd April, 2024 and closed on 15th April, 2024.
- post closure of the offer period, the company has allotted 2,14,79,688 Equity Shares aggregating up to an amount of Rs.45,10,73,448/- to the holders who have exercised the rights issue.
- the company has raised and utilized Rs.17.50 Crore by leasing its unused land at Ambivali for repayment of debts so as to reduce the interest cost and initiated action to raise revenues from other streams.

For GMJ & ASSOCIATES
Company Secretaries
[CS PRABHAT MAHESHWARI]
PARTNER
M. No.: FCS 2405
COP No.: 1432
UDIN: F002405F000355219
PEER REVIEW CERTIFICATE NO.: 647 /2019

PLACE: Mumbai
DATE : 13th May, 2024

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

To,
The Members,
Balkrishna Paper Mills Limited,
A/7, Trade World, Kamala City,
Senapati Bapat Marg,
Lower Parel (West),
Mumbai – 400 013

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

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

For GMJ & ASSOCIATES
Company Secretaries
[CS PRABHAT MAHESHWARI]
PARTNER
M. No.: **FCS 2405**
COP No.: **1432**
UDIN: **F002405F000355219**
PEER REVIEW CERTIFICATE NO.: 647 /2019

PLACE: Mumbai
DATE : 13th May, 2024

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,
Balkrishna Paper Mills Limited
A/7, Trade World, Kamala City,
Senapati Bapat Marg,
Lower Parel (West),
Mumbai - 400 013

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Balkrishna Paper Mills Limited** having CIN: **L21098MH2013PLC244963** and having registered office at A/7, Trade World, Kamala City, Senapati Bapat Marg, Lower Parel (West), Mumbai - 400 013 (hereinafter referred to as '**the Company**'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company and its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2024 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 the Director	DIN	Date of appointment in Company
1	Rakesh N. Garodia	00143438	11/02/2015
2	Anurag Poddar	00599143	11/02/2015
3	Ankit Poddar	03521731	11/02/2015*
4	Shrutisheel Jhanwar	03582803	11/02/2015*
5	Meghna Sukhesh Shah	07081068	11/02/2015
6	Dileep Himmatrao Shinde	00270687	07/08/2021
7	Manish Omkarmal Malpani	00055430	14/08/2023
8	Mangesh Dhondu Teli	00218899	09/12/2023

Note:

1. Mr. Ankit Poddar has resigned as Non-Executive Non Independent Director of the company w.e.f. 9th May, 2023 (Close of Business hours).
2. Mr. Shrutisheel Jhanwar has resigned as a Whole Time Director & CFO of the company w.e.f 9th December, 2023 (Close of Business hours).

Ensuring the eligibility 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 GMJ & ASSOCIATES
Company Secretaries
[CS PRABHAT MAHESHWARI]
PARTNER
M. No.: FCS 2405
COP No.: 1432
UDIN: F002405F000355230
PEER REVIEW CERTIFICATE NO.: 647 /2019

PLACE: Mumbai
DATE : 13th May, 2024

CORPORATE GOVERNANCE REPORT FOR THE YEAR 2023-24

I. Company's Philosophy

Balkrishna Paper Mills Limited. philosophy on Corporate Governance aims at achieving long term viability of the business by taking into consideration the customers' satisfaction in terms of quality, cordial relationship with shareholders. Corporate Governance is a continuous process that aims to align interest of the Company with its shareholders and other stakeholders. The principal characteristics of corporate governance are transparency, independence, accountability, fairness and responsibility. The company has a strong legacy of fair, transparent and ethical governance practices and compliance with statutory and legal requirements. The Company has formulated, interalia, various policy documents and introduced best practices of governance like Code of Conduct, Prohibition of Insider Trading Policy, Whistle Blower Policy etc.

The Company's policies on Corporate Governance and compliance thereof in respect of specific areas for the year ended March 31, 2024, as per the format prescribed by SEBI (LODR) Regulations, 2015 (the Listing Regulations) are set out below for the information of the shareholders of the Company.

II. Board of Directors

Composition:

The Board of Directors of the Company has an optimum combination of Executive, Non-Executive and Independent Directors. As on March 31, 2024, the Board comprises of 6 (Six) Directors, out of which 2 (Two) are Executive and Non Independent Directors, and 4 (Four) are Non-Executive and Independent Directors including one woman director. The Chairman is an Executive Director designated as Chairman and Managing Director of the Company.

The names and categories of the Directors on the Board, their attendance at Board Meetings during the year and at the last Annual General Meeting, as also the number of Directorships and Committee Memberships held by them in other companies are given below:

Name of Directors	Category of Directors	Attendance	Directorship in other Public Companies***	Committee Positions****	
				Chairman	Member
Shri Anurag P. Poddar *	Chairman and Managing Director – Executive and Non Independent Director	7	1	-	1
Shri Ankit P. Poddar **	Non-Executive & Non-Independent Director	1	-	-	-
Shri Dileep H. Shinde	Non-Executive & Independent Director	8	-	1	1
Shri Rakesh N Garodia	Non-Executive & Independent Director	7	3	2	2
Smt. Meghna S. Shah	Non-Executive & Independent Director	8	-	-	1
Prof (Dr) Mangesh D. Teli #	Non-Executive & Independent Director	3	-	-	-
Shri Shrutisheel Jhanwar @	Chief Financial Officer and Whole time Director	6	-	-	2
Shri Manish Malpani $	Chief Financial Officer and Whole time Director	4	-	-	2

* Term of Office of Shri Anurag Poddar, Executive & Non-Independent Director is of 3 Consecutive years commencing from February 11, 2024 to February 10, 2027.

** Shri Ankit Poddar resigned as a Non-Executive Non-Independent Director w.e.f. May 8, 2023 (close of business hours).

\# Shri Mangesh D. Teli is appointed as a Non-Executive Independent Director w.e.f. December 9, 2023 to December 8, 2026.

@ Shri Shrutisheel Jhanwar resigned as a Whole Time Director and Chief Financial Officer (CFO) w.e.f. December 9, 2023 (close of business hours).

$ Shri Manish Malpani was earlier appointed as Non-Executive Non-Independent Director w.e.f. August 14, 2023. Further he was appointed as a Whole Time Director and CFO w.e.f. December 9, 2023 to December 8, 2026.

*** The Directorship held by Directors as mentioned above, do not include Alternate Directorships and Directorships in foreign companies, companies registered under Section 8 of the Companies Act, 2013 and Private Limited Companies.

**** Memberships/Chairmanships of only Audit Committee and Stakeholders Relationship Committee in all Listed Public Limited Companies have been considered.

Board Meetings:

During the year, 7 (Seven) Board Meetings were held on May 8, 2023, June 12, 2023, August 14, 2023, September 16, 2023, November 2, 2023, December 9, 2023, and February 10, 2024 and the Annual General Meeting was held on August 4, 2023.

Independent Directors Meeting:

There was one Independent Directors Meeting held on March 28, 2024. All four Independent Directors were present at the said meeting.

Board procedures:

Agenda papers for the Board and committee meeting are finalized in consultation with concern persons. The minutes of proceeding of each board meetings are maintained in terms of statutory provisions. The minutes of committee are placed before the Board on regular basis. The Agenda and notes to agenda for the Board & Committee meetings are circulated in advance to the Board members. The items in the Agenda are backed by comprehensive background information to enable the Board to take appropriate decisions. In addition to the information required under the provision of SEBI (LODR) Regulations, 2015, (Listing Regulation/Uniform Listing Agreement) the Board is also kept informed of major events/items and approvals taken wherever necessary. The Chairman & Managing Director/Executive(s), at the Board Meetings, keeps the Board apprised of the overall performance of the Company.

Performance Evaluation:

During the year under review, the Board designed and conducted a formal evaluation mechanism for evaluating performance of the Board, its Committees and individual directors including the Chairman and Managing Director of the Company.

Familiarization Programmed for Board Members:

The Company designed the programs and measures to familiarize Independent Directors regarding Company, its business, updates, growth includes various measures i.e. issue of appointment letters containing the terms of appointment, duties, responsibilities etc. The policy and programme aims to provide insights into the Company to enable independent directors to understand the business, manufacturing, finance and other related matters. The details of such familiarization programmers have been displayed under the head Investor on the Company's website at www.bpml.in.

III. Audit Committee

Terms of Reference:

The scope of activities of the Audit Committee is as set out in Regulation 18, Part C of Schedule II of SEBI (LODR) Regulations, 2015 (Listing Regulation) read with Section 177 of the Companies Act, 2013. These broadly includes oversights of financial reporting process, review reports of the Internal Auditors and to discuss the same with them periodically, to meet Statutory Auditors to discuss their findings/ suggestions, to review weaknesses in internal controls reported by Internal and Statutory Auditors and internal control systems, appointment and payment to statutory auditors, approval of related party transactions, to review quarterly/half yearly/annual financial results and other matters.

Audit Committee Composition:

The Audit Committee consists of 3 (Three) Independent Directors and 1 (one) Whole Time Director having requisite knowledge of Finance, Accounts and Company Law. The composition of the Audit Committee meets with the requirements of Section 177 of the Companies Act, 2013 and Regulation 18 (1) of SEBI (LODR) Regulations, 2015. The Company Secretary, Shri Omprakash Singh, acts as the Secretary of the Committee.

Audit Committee Meetings:

During the year under review, the Committee met 6 (Six) times on May 8, 2023, August 14, 2023, September 16, 2023, November 2, 2023, December 9, 2023, and February 10, 2024.

Name of the Committee Members along with their attendance is given below:

Name of the Member	Designation	No. of meetings attended
Shri Dileep H. Shinde	Chairman	6
Shri Rakesh N. Garodia	Member	6
Smt. Meghna S. Shah	Member	6
Shri Shrutisheel Jhanwar*	Member	5
Shri Manish Malpani#	Member	1

*Shri Shrutisheel Jhanwar resigned as a Whole Time Director and CFO and Member of Audit committee w.e.f. December 9, 2023.

#Shri Manish Malpani was earlier appointed as Non-Executive Non-Independent Director w.e.f. August 14, 2023. Further he was appointed as Whole Time Director and CFO w.e.f. December 9, 2023 to December 8, 2026 and member of Audit Committee.

IV. Nomination and Remuneration Committee:

Terms of Reference:

Terms of reference of the Nomination and Remuneration Committee includes the matters specified under section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (LODR) Regulations, 2015 (Listing Regulation). The main reference includes formulation of remuneration policy, remuneration payable and determining the package to the Managing Director, Executive Director and Whole- time Director, commission to be paid to the Directors.

Nomination and Remuneration Committee Meetings:

During the year under review, there were 3 (three) Meetings held on May 8, 2023, August 14, 2023, and December 9, 2023.

Nomination and Remuneration Committee Composition, Meetings held and Attendance:

Composition:

The Committee consists of three wholly Non-Executive and Independent Directors, as under:

Name of the Committee Members along with their attendance is given below:

Name of the Member	Designation	No of Meeting attended
Shri Dileep H. Shinde	Chairman	3
Shri Rakesh N. Garodia	Member	3
Smt. Meghna S. Shah	Member	3

All the Members of this Committee are an Independent Directors.

Remuneration Policy:

The Board on recommendation of Nomination and Remuneration Committee approved Remuneration Policy (Nomination and Remuneration policy has been posted on the website of the Company at www.bpml.in) for Directors, KMP and Senior Management Employees as numerated below:

Remuneration of Non-Executive Directors

The Non-Executive Directors shall be entitled to receive remuneration by way of sitting fees, reimbursement of expenses for participation in the Board/ Committee Meetings and commission, if any, subject to approval of the members.

Remuneration of Managing Director/ Executive Director/ Whole Time Director

1. At the time of appointment or re-appointment of the Managing Director/Executive Director/Whole Time Director, such remuneration shall be paid as may be mutually agreed between the Company (which includes the Nomination and Remuneration Committee and the Board of Directors) and the Managing Director/Executive Director/Whole Time Director within the overall limits prescribed under the Companies Act, 2013.
2. The remuneration shall be subject to the approval of the Members of the Company in General Meeting.
3. The remuneration of the Managing Director/Executive Director/Whole Time Director are broadly divided into Basic Salary, Allowances, perquisites, amenities, retirement benefits and commission (subject to availability of profits).
4. In determining the remuneration the Nomination and Remuneration Committee shall ensure/ consider the following :-

a. The relationship of remuneration and performance benchmark is clear.

b. Responsibility required to be shouldered by the Managing Director/ Executive Director/Whole Time Director, the industry benchmarks and the current trends.

c. The company's performance vis-à-vis the annual budget achievement and individual performance vis-à-vis the KRAs/KPIs.

Remuneration of Senior Management Employees:

The Board, on the recommendations of the Nomination and Remuneration Committee approves the remuneration payable to the KMP and Senior Management Personnel. The structure of remuneration payable to KMP and Senior Management Personnel will be in accordance with the compensation framework adopted for employees by the HR department of the Company.

Details of Directors' Remuneration * for the year 2023-24 are given below:-

(₹ in Lakhs)

Name of Director	Salary & Other Perquisites	Sitting Fees	Commission	Total Remuneration
Shri Anurag Poddar**	-	-	-	-
Shri Shrutisheel Jhanwar $	28.04	-	-	28.04
Shri Manish Malpani @	9.39			9.39
Shri Dileep H. Shinde	-	1.70	-	1.70
Shri Rakesh N. Garodia	-	1.75	-	1.75
Smt. Meghna S. Shah	-	1.55	-	1.55
Prof (Dr.) Mangesh D. Teli #		0.40	-	0.40
Total	**37.43**	**5.40**	**-**	**42.83**

* Remuneration includes Basic Salary, Allowance and Perquisites.

** Shri Anurag Poddar, Chairman and Managing Director has forgone his monthly remuneration due to poor financial position of the Company with effect from 1st April, 2019.

$ Shri Shrutisheel Jhanwar has resigned as a Whole time Director and CFO w.e.f. December 9, 2023 (Close of Business Hours).

@ Shri Manish Malpani has been appointed as a Non-Executive Non Independent Director w.e.f. August 14, 2023 and subsequently he has been appointed as Whole time Director and CFO w.e.f. December 9, 2023.

Prof (Dr.) Mangesh D. Teli has been appointed as Non-Executive Independent Director w.e.f. December 9, 2023.

V. Stakeholders Relationship Committee:

Terms of Reference:

Term of Reference and Role of the Stakeholders Relationship Committee includes the matters specified under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015. The Stakeholders Relationship Committee deals with all matters relating to Stakeholders/Investors Grievance and its redressal.

Stakeholders Relationship Committee Meetings:

During the year, there were 3 (Three) meetings held on May 8, 2023, August 14, 2023 and February 10, 2024.

Name of the Committee Members along with their attendance is given below:

Name of the Member	Designation	No of Meeting attended
Shri Rakesh N. Garodia	Chairman	3
Shri Dileep H. Shinde	Member	3
Shri Anurag Poddar	Member	3
Shri Shrutisheel Jhanwar *	Member	2
Shri Manish Malpani#	Member	1

*Shri Shrutisheel Jhanwar resigned w.e.f. December 9, 2023 (close of business hours).

#Shri Manish Malpani was appointed as a member w.e.f December 9, 2023.

Stakeholders Grievance Redressal:

During the year ended March 31, 2024, no Shareholders' Complaints were received. There were no outstanding complaints at the end of the year.

The Company Secretary, Shri Omprakash Singh, has been designated as Compliance Officer.

VI. Risk Management Committee

Terms of Reference:

The Committee is formed with the object to monitor and review risk management plan of the Company, cyber security and such other functions as may be included in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.

Risk Management Committee Meetings:

During the year under review, there were 3 (Three) meetings held on May 8, 2023, August 14, 2023 and February 10, 2024.

Name of the Committee Members along with their attendance is given below:

Name of the Member	Designation	No of Meeting attended
Shri Anurag Poddar	Chairman	3
Shri Ankit Poddar*	Member	1
Shri Dileep H. Shinde	Member	3
Shri Shrutisheel Jhanwar@	Member	2
Prof (Dr) Mangesh D. Teli#	Member	1
Shri Manish Malpani#	Member	1

* Shri Ankit Poddar has resigned w.e.f. May 8, 2023 (close of Business hours).

@ Shri Shrutisheel Jhanwar resigned w.e.f. December 9, 2023 (close of Business hours).

Shri Manish Malpani and Prof (Dr) Mangesh Teli was appointed as a member w.e.f December 9, 2023

VII. Other Committees:

Share Transfer Committee:

Terms of Reference:

The Share Transfer Committee deals with all matters relating to transfer of Shares, issue of duplicate/ new shares, sub-divided and consolidated share certificates, demat/remat.

Share Transfer Committee Meetings:

During the year under review, there was one meeting of Share Transfer Committee was held on March 28, 2024.

Name of the Committee Members along with their attendance is given below:

Name of the Member	Designation	No of Meeting attended
Shri. Anurag Poddar	Chairman	1
Shri Shrutisheel Jhanwar @	Member	0
Prof Mangesh D. Teli*	Member	1
Shri Manish Malpani #	Member	1

* Prof Mangesh D. Teli was appointed as a member w.e.f December 9, 2023.

Shri Manish Malpani was appointed as a member w.e.f December 9, 2023.

@ Shri Shrutisheel Jhanwar resigned w.e.f. December 9, 2023 (close of Business hours).

Finance Committee

Terms of Reference:

The Finance Committee deals with matters relating to exercising borrowing powers delegated by the Board and opening/closing bank accounts and other banking matters.

Finance Committee Meeting:

During the year under review, the Committee met 5 (Five) times on May 13, 2023, June 3, 2023, July 1, 2023, September 20, 2023 and October 16, 2023.

Name of the Committee Members along with their attendance is given below:

Name of the Member	Designation	No of Meeting attended
Shri. Anurag Poddar	Chairman	5
Shri Shrutisheel Jhanwar @	Member	5
Shri Manish Malpani #	Member	1

@ Shri Shrutisheel Jhanwar resigned as a member w.e.f. December 9, 2023.

Shri Manish Malpani was appointed as a member w.e.f September 16, 2023.

Rights Issue Committee Meetings:

Terms of Reference:

Rights Issue Committee was initially constituted by the Board of Directors in their Meeting held on 16th September, 2023 for the purpose of Rights Issue offer, issue and allot the equity shares and list the same with the stock exchanges on such terms and conditions as may be mentioned in the Letter of Offer. Subsequently, it was reconstituted by the Board in their meeting held on 9th December, 2023.

Name of the Committee Members along with their attendance is given below:

Name of the Member	Designation	No of Meeting attended
Shri. Anurag Poddar	Chairman	5
Shri Shrutisheel Jhanwar @	Member	0
Shri Dileep H. Shinde	Member	5
Shri Manish Malpani #	Member	5

@ Shri Shrutisheel Jhanwar resigned w.e.f. December 9, 2023.

Shri Manish Malpani was appointed as a member w.e.f December 9, 2023.

This Committee met 5 (Five) times till signing of this Report i.e. on January 4, 2024, March 11, 2024, March 15, 2024, April 19, 2024 and May 8,2024.

VIII. Independents Directors Meeting.

All the Independents Directors' of the company met once on 28th March, 2024 during the Financial year, inter-alia, to consider:

- the performance for Non-Independent Directors and the Board as a whole.
- the performance of the Chairman and Managing Director of the Company.
- assessing the quality, quantity and timeliness of flow of information.

IX. Information on Annual General Meeting:

Financial Year	Date	Time	Venue
2020-21	23rd July, 2021	3.00p.m	Through Video Conferencing (VC)/ other Audio Visual Means (OAVM).
2021-22	9th September, 2022	3.00p.m	Through Video Conferencing (VC)/ other Audio Visual Means (OAVM).
2022-23	4th August, 2023	3.00p.m	Through Video Conferencing (VC)/ other Audio Visual Means (OAVM).

The following are the special resolutions passed at AGM during last three financial years.

Date of AGM	Summary of Special Resolution passed
23.07.2021	• No Special Resolution was passed in this AGM.
09.09.2022	• Appointment of Shri Dileep Himmatrao Shinde (DIN: 00270687) as an Independent Director.
04.08.2023	• Reappointment of Shri Anurag Poddar (DIN: 00599143) as Chairman and Managing Director for the further period of 3 (three) years from 11/02/2024. • Reappointment of Shri Shrutisheel Jhanwar (DIN: 03582803) as Wholetime Director and CFO for further period of 3 years from 11/02/2024.

Special Resolutions passed through Postal Ballot

During the Financial Year 2023-24, the following special resolution passed through Postal Ballot as provided under Section 110 of the Companies Act, 2013:

Date of Postal Ballot Notice	Summary of Special Resolution passed
12.06.2023	• Approval to sell, transfer, lease, or dispose few of the non-core assets (substantial Undertaking).
16.09.2023	• Alteration of the Object Clause of the Memorandum of Association of the Company.
9.12.2023	• Appointment of Prof. (Dr.) Mangesh D. Teli (DIN: 00218899) as an Independent Director; • Appointment of Shri Manish Omkarmal Malpani (DIN: 00055430) as a Whole Time Director and Chief Financial Officer of the Company.

X. Means of Communication:

The Board of Directors of the Company approves and takes on record the quarterly, half yearly and annual results and announces forthwith results to all the Stock Exchanges, where the shares are listed. The same are published in one English daily newspaper and one Marathi newspaper (Mumbai edition) and displayed on the Company's website www.bpml.in.

Annual Report containing inter-alia, Board's Report, Auditor's Report, Audited Financial Statements etc. circulated to members and others entitled thereto. The Annual Report is also available on the website of the Company.

Website: The Company's website www.bpml.in contains an exclusive head "Investor Relations" where shareholders information is available. Quarterly and annual financial results, annual report, notice of AGM, shareholding pattern, corporate governance etc. are also available on the website.

XI. General Shareholder Information:

1.	**Annual General Meeting** : Day/ Date: Time : Venue:	 **Monday, 30.09.2024** **3.00 p.m.** **Through Video Conferencing/Other Audio Visual means.**
2.	**Financial Calendar (Tentative)**	
	Financial Year of the Company	1st April, 2024 to 31st March, 2025.
	Results for the Quarter ending: June 30, 2024 September 30, 2024 December 31, 2024 March 31, 2025	 On or before 14th August, 2024. On or before 14th November, 2024. On or before 14th February, 2024. On or before 15th May, 2025 (Unaudited) Or on or before 30th May, 2025 (Audited).
3.	**Date of Book Closure**:	**Tuesday, 24th September, 2024 to Monday, 30th September, 2024 (both days inclusive).**
4.	**Dividend**	The Board has not recommended the dividend for the year under review.
5.	**Listing of Equity Shares on the Stock Exchanges**:	1. BSE Limited. P. J. Towers Dalal Street, Fort, Mumbai 400 001. 2. National Stock Exchange of India Ltd. Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051. The Company has paid annual listing fee for the F.Y. 2024-25.

6. Stock Code/Symbol:

(a) Stock Exchange	Stock Code/ Symbol
1. BSE Limited. 2. National Stock Exchange of India Ltd.	539251 BALKRISHNA
(b) Demat ISIN Number in NSDL & CDSL for Equity Shares	INE875R01011

7. Stock Market Price Data:

Month	BSE Limited (BSE)		National Stock Exchange (NSE)	
	High ₹	Low ₹	High ₹	Low ₹
April-2023	38.69	23.05	39.05	23.45
May-2023	35.50	24.31	35.55	24.25
June-2023	31.31	25.15	31.35	25.05
July-2023	29.45	25.30	29.45	25.40
Aug-2023	29.70	25.05	29.90	25.00
Sep-2023	32.00	27.20	32.00	27.25
Oct-2023	35.05	26.85	34.00	26.80
Nov-2023	33.90	27.90	32.60	27.40
Dec-2023	44.05	30.30	44.45	29.85
Jan-2024	56.01	35.51	56.60	35.45
Feb-2024	48.35	36.10	48.80	35.60
Mar-2024	39.58	23.77	39.65	23.65

8. Performance of Balkrishna Paper Mills Limited share price in comparison to BSE Sensex.



9. Registrar and Transfer Agents:

Name & Address: Purva Sharegistry India Private Limited 9, Shiv Shakti Industrial Estate, J.R. Boricha Marg, Lower Parel East, Mumbai- 400011.	Tel: 022 35220056/ 4970 0138 Email : support@purvashare.com Website: www.purvashare.com

10. Share Transfer System:

The shares received for transfers duly completed in all respect in physical form are registered and dispatched normally within three weeks. Demat confirmations are normally sent within two weeks. All transfer requests received are processed and approved by the Share Transfer Committee.

11. Distribution of Shareholding as on 31st March, 2024.

Sr. No.	Category (Equity Shares)	No. of Shares held	Amount (Rs)	% to Capital	No. of Shareholders	% of Shareholders
1	1 - 100	228444	2284440	2.13	9643	70.45
2	101 - 200	199434	1994340	1.86	1227	8.96
3	201 - 500	496839	4968390	4.63	1378	10.07
4	501 - 1000	569413	5694130	5.30	697	5.09
5	1001 - 5000	1324408	13244080	12.33	601	4.39
6	5001 - 10000	595547	5955470	5.55	81	0.59
7	10001 - 100000	956176	9561760	8.90	45	0.33
8	100001 and Above	6369583	63695830	59.31	16	0.12
	Total	**10739844**	**107398440**	**100**	**13688**	**100**

12. Shareholding pattern as on 31st March, 2024.

Sr. No	Category	No. of Shares held	Percentage of Shareholdong
1	RESIDENT INDIVIDUALS	3736214	34.79
2	CORPORATE PROMOTER UNDER SAME MANAGMENT	37063	0.34
3	LLP	9056	0.08
4	NBFCs registered with RBI	9030	0.08
5	BODIES CORPORATE	403806	3.76
6	CLEARING MEMBERS	36000	0.34
7	PROMOTER	6267685	58.36
8	PRIVATE SECTOR BANKS	27	0.00
9	N.R.I. (NON-REPAT)	13481	0.13
10	N.R.I. (REPAT)	13980	0.13
11	HINDU UNDIVIDED FAMILY	213502	1.99
	Total	**10739844**	**100**

13. Dematerialization of shares and liquidity:

98.78% of the Company's paid up Equity Share Capital is held in dematerialized form with National Securities Depository Limited (NSDL) and Central Depository Services (India) Ltd., (CDSL) as on March 31, 2024.

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

The Company has not issued any GDRs/ADRs/ Warrants or any convertible instruments in the past and hence as on March 31, 2024, the Company does not have any outstanding GDRs/ADRs/Warrants or any convertible instruments.

15. Commodity price risk or foreign exchange risk and hedging activities.

Risks are associated with various forex exposures like translation, transaction, economic etc. which the Company would have on risk on net import side. Import exposures include Trade Payables, Trade Buyer's Credit, Interest Payable, CAPEX Buyer's Credit etc. and Export Exposure Includes Trade Receivable etc.

There are various financial instruments for hedging which are available to mitigate these risks like Forward Contracts, Option Contracts and interest rate swap. Based on the risks involved in the hedging instrument, the Company is normally using Forward Cover as measure for mitigating the Forex Volatility.

16. Plant Locations:

1. Paper/Paper Board & Coating Plant, Village Ambivali P.O. Mohane, Taluka Kalyan, Dist Thane-421 102.

17. Address for Correspondence:

Registered Office :

Balkrishna Paper Mills Limited
A/7, Trade World, Kamala City, Senapati Bapat Marg,
Lower Parel (W), Mumbai- 400013.
Tel. No: 022-6120 7900. Fax No.: 022-6120 7999
Website : www.bpml.in
Email: opsingh@bpml.in

Registrar & Share Transfer Agent :
Purva Sharegistry (India) Private Limited
Unit No.9, Ground Floor,Shiv Shakti Ind. Estt,
J. R. Boricha Marg, Lower Parel (East),
Mumbai- 400011.
Tel: +91 22 4970 0138/ +91 8850425703
Email: support@purvashare.com

XIII. Other Disclosures:

1. During the year under review, there were no materially significant transactions with related parties that may have potential conflict with the interest of the Company. All Related party transactions have been disclosed in the Note No. 37 to Financial Statements and in Board's Report.
2. All Indian Accounting Standards mandatorily required have been followed in preparation of financial statements and no deviation has been made in following the same.
3. The Company has a well-defined Risk Management Policy covering identifying business risks of the Company and laying procedures for minimizing the risk.
4. No money was raised by the Company through public issue, rights issue, preferential issues and right issue in the last financial year.
5. The Company has a Whistle Blower Policy for Directors and Employees for establishing a vigil mechanism to report to the management instances of unethical behavior, actual or suspected fraud or violation of Company's code of conduct or ethical policy. The Policy ensures that strict confidentiality is maintained whilst dealing with concerns and also that no discrimination will be meted out to any person for a genuinely raised concern. No employee of the Company was denied access to the Audit Committee. The protected disclosure should be made to the Chairman of the Audit Committee to the email ID: dhshinde@rediffmail.com.
6. The Company is in compliance with all mandatory requirements of SEBI (LODR) Regulations, 2015 and the adoption non-mandatory requirements are being reviewed by the Board from time-to-time.
7. The Company had filed application for compounding of offence under section 148 of the Companies Act, 2013 for non-submission of cost audit report for the F. Y. 2014-15 due to technical issue of MCA website. An order levying fine of Rs. 2,00,000/- was passed by the Regional Director, Mumbai which was paid by the Company.
8. No penalties or strictures have been imposed on the Company by the Stock Exchanges or SEBI or any statutory authority on any matter related to capital markets during the last three years, except fine of Rs. 2000 plus 18% GST imposed by BSE Ltd and NSE Ltd for an early submission of the Annual Report by NSDL to shareholders by email.
9. There were no pecuniary relationships or transactions of non-executive director's vis-à-vis the Company during the year under review, except payment of sitting fees and in the case of Advocate Sukesh Shah who is relative of independent director, Smt. Meghna Sukesh Shah.
10. Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32(7A) :

The Proceeds of the preferential issue of Preference Shares have been completely utilized as per the terms of the issue of Preference Shares.

11. Policy on Dealing with Related Party Transaction. The Board has approved Policy on Dealing with Related Party Transaction which is uploaded on the website of the Company i.e. www.bpml.in.

12. The Company familiarizes its Independent Directors with their roles, responsibilities in the Company, nature of the industry in which the Company operates, etc., through various programs. These include orientation program upon induction of new Directors, as well as other initiatives to update the Directors on an ongoing basis. Further, the Company also makes periodic presentations at the Board and Committee meetings on various aspects of the Company's business, strategy, operations and functions.

13. The code of conduct for the Directors and the Employees of the Company has been laid down by the Board and it is internally circulated and necessary declaration has been obtained. The said code is uploaded on the website of the Company at www.bpml.in. Declaration regarding compliance by Board Members and Senior Management with the said code is given in Annexure-A to this Report.

14. The Company has framed a Code of Conduct for Prevention of Insider Trading based on SEBI (Insider Trading) Regulations, 2015. The Code is applicable to all the Directors and Designated Employees. The Code also aims to prevent dealing in the shares by persons having access to unpublished price sensitive information. This policy also provides for periodical disclosures from the designated person as well as pre-clearances of transactions by such persons.

    In compliance with the provisions of SEBI (Prohibition of Insider Trading Regulations) 2015, as amended from time to time, to preserve the confidentiality and prevent misuse of unpublished price sensitive information (UPSI)/Leak of UPSI, the Company has adopted a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information. The Codes are available on the website of the Company at www.bpml.in.

15. The Company has no subsidiaries.

16. The Management Discussions and Analysis Report forms part of the Annual Report.

17. Credit Rating : Details of credit rating and its revisions are given below : -

Instrument	Rating Agency	Rating	Revision
Long Term Rating	CRISIL	CRISIL BB/ Stable	Reaffirmed
Short Term Rating	CRISIL	CRISIL A4+	Reaffirmed

18. The Company has obtained a certificate from M/s GMJ & Associates, Practicing Company Secretaries that none of the Directors of the Company have been debarred or disqualified from being appointed or continuing as directors of Companies by the Board/ Ministry of Corporate Affairs or any such statutory authority.

19. Total fees payable to the statutory auditors, M/s. D S M R & Co , Chartered Accountants is given in below Table and also mentioned in Note No. 42 to the Financial Statement :

Particulars	Rs in Lakhs
Audit Fees	5.75
Other fees (i.e Tax Audit, Taxation Matters, Company Law Matters & Certification etc.)	1.83
Total	**7.58**

20. Annual Secretarial Compliance report: Pursuant to SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019: The Company has obtained Annual Secretarial Compliance Report from M/s GMJ & Associates, Practicing Company Secretaries of the Company and the same was filed with the Stock Exchanges.

21. This Corporate Governance Report of the Company for the year 2023-24 is in compliance with the requirements of Corporate Governance under Regulation 27(2) of Listing Regulation.

For and on behalf of the Board of Directors

Anurag P. Poddar
Chairman & Managing Director
DIN: 00599143

Place: Mumbai.
Date : 13th May , 2024

Annexure – A

Declaration

In accordance with the Regulation 26(3) of the SEBI (LODR) Regulation 2015, I hereby declare that all the Directors and the Senior Management personnel of the Company have affirmed compliance with the Code of Conduct of the Company laid down for them, for the financial year ended March 31, 2024.

For and on behalf of the Board of Directors

Place: Mumbai.
Date : 13th May , 2024

Anurag P.Poddar
Chairman & Managing Director
DIN: 00599143

CERTIFICATION BY CHAIRMAN AND MANAGING DIRECTOR / CHIEF FINANCIAL OFFICER TO THE BOARD

We, the undersigned, in our respective capacities as Chairman and Managing Director and Chief Financial Officer of the Company to the best of knowledge and belief certify that:

(a) We have reviewed financial statements for the year and that to the best of our knowledge and belief :

  i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

  ii) These statements give a true and fair view of the state of affairs of Company and of the results of operations and cash flows. The financial statements have been prepared in conformity, in all material respects, with the existing generally accepted accounting principles including Accounting Standards, applicable laws and regulations.

(b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.

(c) We accept overall responsibility for the Company's internal control system for financial reporting. This is monitored by the internal audit function, which encompasses the examination and evaluation of the adequacy and effectiveness. Internal audit works with all levels of management and statutory auditors, and report significant issues to the Audit Committee of the Board. The auditors and audit committee are apprised of any corrective action taken with regard to significant deficiencies and material weaknesses.

We indicate to the Auditors and to the Audit Committee:

i) significant changes in internal control over financial reporting during the year;

ii) significant changes in accounting policies during the year;

iii) instances of significant fraud of which we have become aware of and which involve management or other employees who have a significant role in the Company's internal control system over the financial reporting. However, during the year there were no such changes or instances.

For **BALKRISHNA PAPER MILLS LIMITED**

Place: Mumbai.
Date : 13th May , 2024

Anurag P Poddar
Chairman & Managing Director
DIN: 00599143

Manish Omkarmal Malpani
Whole Time Director & CFO
DIN: 00055430

INDEPENDENT AUDITOR'S CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE AS PER PROVISIONS OF CHAPTER IV OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, AS AMENDED

To the Members of

BALKRISHNA PAPER MILLS LIMITED

1. The Corporate Governance Report prepared by Balkrishna Paper Mills Limited ("the Company"), contains details as stipulated in regulations 17 to 27 and clauses (b) to (i) and (t) of regulation 46(2) and para C, D and E of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations") ('applicable criteria') with respect to Corporate Governance for the year ended 31st March, 2024. This report is required by the Company for annual submission to the Stock exchange.

Management's Responsibility for compliance with the conditions of SEBI Listing Regulations

2. The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.

3. The Management along with the Board of Directors is also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations, issued by the Securities and Exchange Board of India.

Auditor's Responsibility

4. Pursuant to the requirements of the Listing Regulations, our responsibility is to provide a reasonable assurance in the form of an opinion whether; the Company has complied with the conditions of Corporate Governance as specified in the Listing Regulations.

5. We conducted our examination of the Corporate Governance Report in accordance with the Guidance Note on Reports or Certificates for Special Purposes and the Guidance Note on Certification of Corporate Governance, both issued by the Institute of Chartered Accountants of India ("ICAI"). The Guidance Note on Reports or Certificates for Special Purposes requires that we comply with the ethical requirements of the Code of Ethics issued by ICAI.

6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

7. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria.

   Summary of procedures performed include:

   i. Read and understood the information prepared by the Company and included in its Corporate Governance Report;

   ii. Obtained and verified that the composition of the Board of Directors with respect to executive and non-executive directors has been met throughout the reporting period;

   iii. Obtained and read the Register of Directors as on March 31, 2024 and verified that at least one independent woman director was on the Board of Directors throughout the year;

   iv. Obtained and read the minutes of the following committee meetings period from April 1, 2023 to March 31, 2024:

      a. Board of Directors;

      b. Audit Committee;

      c. Annual General Meeting (AGM);

      d. Nomination and Remuneration Committee;

      e. Stakeholders Relationship Committee;

      f. Risk Management Committee; and

      g. Rights Issue Committee.

   v. Obtained necessary declarations from the directors of the Company.

vi. Obtained and read the policy adopted by the Company for related party transactions.

vii. Obtained the schedule of related party transactions during the year and balances at the year-end. Obtained and read the minutes of the audit committee meeting where in such related party transactions have been preapproved prior by the audit committee.

Performed necessary inquiries with the management and also obtained necessary specific representations from management.

8. The above mentioned procedures also include examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, our scope of work under this report did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole.

Opinion

9. Based on the procedures performed by us as referred in paragraph 7 and 8 above and according to the information and explanations given to us, we are of the opinion that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations, as applicable for the year ended 31st March, 2024, referred to in paragraph 4 above.

Other matters and restriction on use

10. This Report 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.

11. The certificate is addressed and provided to the members of the Company solely for the purpose to enable the Company to comply with the requirement of the SEBI Listing Regulations, and it should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this report for events and circumstances occurring after the date of this report.

For D S M R & CO
Chartered Accountants
(Firm Reg. No. 128085W)

Dharmendra S. Songira
Partner
Membership No. 113275
UDIN: 24113275BKBFND5279

Place: Mumbai
Date: 13th May, 2024

FINANCIAL STATEMENT

INDEPENDENT AUDITORS' REPORT

To the Members of

BALKRISHNA PAPER MILLS LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Balkrishna Paper Mills Limited (the Company), which comprise the Balance Sheet as at 31st March, 2024, and the Statement of Profit and Loss (including other comprehensive income), the statement of Changes in Equity and the statement of Cash Flows for the year then ended and a summary of material accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2024, and its loss, total comprehensive income, the changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Material Uncertainty Related to Going Concern

The company has incurred net loss of Rs. 7,113.93 Lakhs for the year ended 31st March, 2024, its net worth stands at negative Rs. 22,188.07 Lakhs as at 31st March, 2024, further we draw attention to Note No. 46 to the financial statements which described the steps taken up by Management of the Company for the continuation of the business. Accordingly, financial statements have been prepared on Going Concern Basis by the management of the Company.

The Company's ability to continue as going concern is dependent on its ability to raise additional funds and generation of the expected cash flows to meet its obligations as and when they arise.

Our conclusion is not modified in respect of this matter.

Key Audit Matters

Key audit matters ('KAM') are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matters described below to be the key audit matters to be communicated in our report

Key Audit Matters	**How our audit addressed the key audit matter**
Claims against the company not acknowledged as debts	**Principal audit procedures**
As at 31st March, 2024, the company has exposures to litigation relating to various matters as set out in note no. 41. Significant management judgement is required to assess such matters to determine the probability of occurrence of material outflow of economic resources and whether a provision should be recognised, or a disclosure should be made. The management judgement is supported with legal advice in certain cases as considered appropriate. At the ultimate outcomes of the matters are uncertain and the position taken by the management are based on application of their best judgement, related legal advice including those relating to interpretation of laws/ regulations, it is considered to be a key audit matter.	Our audit procedures included the following substantive procedures: • We understood, assessed and tested the design and operating effectiveness of key controls surrounding assessment of litigations relating to relevant laws and regulations. • Obtained details of all the claims against the Company for the year ended 31st March, 2024 from the management. • Read and analysed key correspondences, legal opinion and consultations by the management. • Discussed with the appropriate senior management and evaluated management's estimate of the possible outcome of the disputed cases. Based on the above procedures, management's assessment in respect of litigations and related disclosures relating to contingent liabilities/other significant litigations in the Financial Statements are considered to be reasonable.

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

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the report of the Board of Directors including Annexures thereto, Management Discussion and Analysis Report, but does not include the financial statements and our auditors' report thereon.

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

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

Management's Responsibility for the Financial Statements

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

In preparing the financial statements, management and Board of Directors 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.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.
- We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

Other Matter

The comparative financial information of the Company for the year ended 31st March, 2023, prepared in accordance with Ind AS, included in the financial statements have been audited by the predecessor auditors. The report of the predecessor auditors on these comparative financial information dated 08th May, 2023 expressed a modified opinion.

Our opinion on the Statement is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditors' Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in "Annexure" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

(b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

(c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

(d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.

(e) On the basis of the written representations received from the directors as on 31stMarch, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31stMarch, 2024 from being appointed as a director in terms of Section 164(2) of the Act.

(f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

(g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

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

B. With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations as at 31stMarch, 2024 on its financial position in its financial statements;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by 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 performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (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 and has not proposed final dividend for the year.

vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording

audit trail (edit log) facility is applicable to the Company w.e.f. 01st April, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is applicable for the financial year ended 31st March, 2024.

Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility, and the same has operated throughout the period from 01st April, 2023 for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from 01st April, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended 31st March, 2024.

For D S M R & CO
CHARTERED
ACCOUNTANTS
(FIRM REG. NO. 128085W)

DHARMENDRA S. SONGIRA
PARTNER
MEMBERSHIP NO. 113275
UDIN: 24113275BKBFNC7548

Place: Mumbai
Date : 13TH MAY, 2024

Annexure - A to the Independent Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of the Company on the financial statements for the year ended 31st March 2024, we report that:

(i) (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 explained to us, physical verification of these Property, Plant and Equipment is being conducted by the management at intervals during the year, which in our opinion is reasonable having regard to the size of the Company and the nature of assets. According to the information and explanations given to us no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favor of the lessee) disclosed in the financial statements are held in the name of the Company.

(d) The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2024 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii) (a) The inventories were physically verified during the year by the Management at reasonable intervals. In our opinion and according to the information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories when compared with books of account.

(b) According to the information and explanations given to us, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, at any point of time during the year, from banks on the basis of security of current assets. In our opinion and according to the information and explanations given to us, the quarterly returns and statements comprising (stock statements, book debt statements, and statements on ageing analysis of the debtors) filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company, of the respective quarters.

(iii) Based on our examination of records and according to the information and explanations given to us, The Company has made short-term investment during the year and not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties, in respect of

- The Company has not provided any loans or advances in the nature of loans or stood guarantee, or provided security to any other entity during the year, and hence reporting under clause 3(iii)(a) ,3(iii)(c) ,3(iii)(d), 3(iii)(e) and 3(iii)(f) of the Order is not applicable.
- In our opinion, the investments made during the year are, prima facie, not prejudicial to the Company's interest.

(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 loans, investments and guarantees made.

(v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposit or amounts which are deemed to be deposits from the public within the meaning of Section 73 to 76 of the Act, and the rules framed thereunder.

(vi) We have broadly reviewed the books of account maintained by the Company in respect of products where, pursuant to the Rules made by the Central Government, the maintenance of cost records have been prescribed under Section 148 (1) of the Act, and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determining whether they are accurate or complete.

(vii) (a) According to the records of the Company and the information and explanations given to us, the Company has generally been regularly depositing with the appropriate authorities undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees' State Insurance, Income tax, Sales-Tax, Service tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues applicable to it. There are no undisputed statutory dues as referred to above as at 31st March, 2024 outstanding for a period of more than six months from the date they become payable.

(b) According to the information and explanations given to us, the dues in respect of Sales Tax, Cess and Excise Duty that have not been deposited with the appropriate authorities on account of dispute and the forum where the disputes are pending are given below: -

Name of Statute	Nature of Dues	Amount (Rs. in Lakhs)	Period to which the Amount Relates	Forum where dispute is pending
Sales Tax Act	Sales Tax (Including Interest and Penalty)	228.22	2002-2003	Jt. Commissioner of Sales Tax (Appeals) Assessing Authority
GST Act	GST Tax(Including Interest and Penalty)	2.12	2017-2018	Jt. Commissioner of GST (Appeals) Assessing Authority
Water Cess	Cess	326.07	1992-2021	Court of Civil Judge, Senior Division, Thane
Central Excise Act	Excise Duty (Including Interest and Penalty)	1.22	2008-2015	Assessing Authority

(viii) There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

(ix) (a) Based on our audit procedures and according to the information and explanations given by the management, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

(b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.

(x) (c) The company has not obtained any term loan during the year hence reporting under clause 3(ix) (c) of the order is not applicable.

(d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) On an overall examination of the financial statements of the Company, the Company does not have any subsidiaries, associates or joint ventures. Hence reporting under clause 3(ix) (e) of the Order is not applicable.

(f) On an overall examination of the financial statements of the Company, the Company does not have any subsidiaries, associates or joint ventures. Hence reporting under clause 3(ix) (f) of the Order is not applicable.

(xi) (a) During the year, the Company did not raise any money by way of initial public offer or further public offer (including debt instrument) and hence reporting under clause 3(x) (a) of the order is not applicable.

(b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x) (b) of the Order is not applicable.

(xii) (a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) No report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year.

(c) As represented by the management, there are no whistle blower complaints received by the company during the year.

(xiii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.

(xiv) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable Indian Accounting Standards.

(xiv)(a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

(xv) In our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

(xvi) (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi) (a), (b) and (c) of the Order is not applicable.

(b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi) (b) of the Order is not applicable.

(xvii) The Company has incurred cash losses in the current year amounting to Rs 6795.39 Lakhs. In the immediately preceding financial year, the Company had incurred cash losses amounting to Rs. 4,591.18 Lakhs.

(xviii) There has been no resignation of the statutory auditors of the Company during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

(xix) As referred to in 'Material uncertainty related to Going concern' paragraph in our main audit report and as disclosed in Note 46 and 49 to the financial statements which also includes the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, there exists a material uncertainty that the Company may not be 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, further state that this is not an assurance as to the future viability of the Company and our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) The Company was not having net worth of rupees five hundred crore or more, or turnover of rupees one thousand crore or more or a net profit of rupees five crore or more during the immediately preceding financial year and hence, provisions of Section 135 of the Act are not applicable to the Company during the year. Accordingly, reporting under clause 3(xx) of the Order is not applicable for the year.

For D S M R & CO
CHARTERED
ACCOUNTANTS
(FIRM REG. NO. 128085W)

DHARMENDRA S. SONGIRA
PARTNER
MEMBERSHIP NO. 113275
UDIN: 24113275BKBFNC7548

PLACE: Mumbai
DATE: 13TH MAY, 2024

Annexure - B to the Independent 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")

We have audited the internal financial controls over financial reporting of Balkrishna Paper Mills Limited ("the Company") as of 31st March, 2024 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an internal financial controls with reference to financial statements as at 31st March, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For D S M R & CO
CHARTERED
ACCOUNTANTS
(FIRM REG. NO. 128085W)

DHARMENDRA S. SONGIRA
PARTNER
MEMBERSHIP NO. 113275
UDIN: 24113275BKBFNC7548

PLACE: Mumbai
DATE: 13TH MAY, 2024

BALANCE SHEET AS AT 31ST MARCH, 2024

(₹ in Lakhs)

Particulars	Note No.	As at 31st March, 2024	As at 31st March, 2023
I. ASSETS			
1 Non-Current Assets			
(a) Property, Plant and Equipment	2	**2,675.44**	12,061.61
(b) Capital Work-in-Progress	2	**-**	-
(c) Intangible Assets	3	**0.45**	-
(d) Right of Use Assets	4	**5.14**	26.52
(e) Financial Assets			
-Other Financial Assets	5	**26.32**	27.82
(f) Income Tax Assets (Net)	6	**0.42**	4.75
(g) Other Non-Current Assets	7	**7.49**	10.82
Total Non-Current Assets		**2,715.26**	12,131.52
2 Current Assets			
(a) Inventories	8	**641.44**	789.36
(b) Financial Assets			
(i) Trade Receivables	9	**176.60**	89.01
(ii) Cash and Cash Equivalents	10	**42.55**	43.76
(iii) Bank Balances Other Than (ii) above	11	**47.00**	-
(iv) Other Financial Assets	12	**46.34**	75.38
(c) Other Current Assets	13	**153.39**	351.31
Total Current Assets		**1,107.32**	1,348.82
3 Assets held for sale	39	**709.60**	-
Total Assets		**4,532.18**	13,480.34
II. EQUITY AND LIABILITIES			
1 Equity			
(a) Equity Share Capital	14	**1,073.98**	1,073.98
(b) Other Equity	15	**(23,262.05)**	(16,120.44)
Total Equity		**(22,188.07)**	**(15,046.46)**
2 Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	16	**13,404.63**	15,880.41
(ii) Lease Liabilities	4	**3.95**	16.68
(iii) Other Financial Liabilities	17	**3,275.11**	1,847.13
(b) Deferred Tax Liabilities (Net)	18	**-**	2,095.37
(c) Provisions	19	**7.81**	82.09
Total Non-Current Liabilities		**16,691.50**	**19,921.68**
3 Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	20	**8,110.00**	6,444.51
(ii) Lease Liabilities	4	**1.28**	11.92
(iii) Trade Payables	21		
(a) Total Outstanding dues of Micro Enterprises and Small Enterprises		**21.35**	6.87
(b) Total Outstanding dues of Creditors other than Micro Enterprises and Small Enterprises		**723.57**	1,604.83
(iv) Other Financial Liabilities	22	**815.66**	286.64
(b) Other Current Liabilities	23	**79.24**	182.22
(c) Provisions	24	**36.80**	68.13
Total Current Liabilities		**9,787.90**	8,605.12
3 Liabilities directly associated with assets held for sale	39	**240.85**	-
Total equity and liabilities		**4,532.18**	13,480.34

MATERIAL ACCOUNTING POLICIES AND NOTES TO THE ACCOUNTS 1 to 53

The Notes referred to above form an integral part of the Financial Statements.

As per our report of even date attached
For D S M R AND CO
Chartered Accountants
(Firm Reg. No.128085W)

For and on behalf of the Board of Directors

Dharmendra S. Songira
Partner
Membership No. 113275

Anurag P Poddar
Chairman & Managing Director
DIN:00599143

Manish O Malpani
Whole-time Director & CFO
DIN:00055430

Omprakash Singh
Company Secretary

Place : Mumbai,
Dated : 13th May, 2024

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2024

(₹ in Lakhs)

	Particulars	Note No.	Current Year	Previous Year
I	Revenue from Operations	25	**557.74**	10,930.17
II	Other income	26	**35.80**	14.58
III	**Total income (I+II)**		**593.54**	10,944.75
IV	**Expenses :**			
	Cost of Materials Consumed	27	**-**	6,466.92
	Purchase of Stock in Trade		**486.45**	186.72
	Changes in Inventories of Finished Goods and Work-in-Progress	28	**-**	837.19
	Employee Benefits Expense	29	**175.28**	967.26
	Finance Cost	30	**1,135.18**	1,031.22
	Depreciation and Other Amortisation Expense	31	**318.54**	612.49
	Other Expenses	32	**583.23**	6,046.62
	Total expenses (IV)		**2,698.68**	16,148.42
V	**Profit/(loss) before Exceptional Item and Tax (III-IV)**		**(2,105.14)**	(5,203.67)
VI	Exceptional Item - Gain/(loss)	52	**(7,114.51)**	-
VII	**Profit/(loss) before Tax (V-VI)**		**(9,219.65)**	(5,203.67)
VIII	**Tax expense:**			
	- Current Tax		**-**	-
	- Tax Adjustment For Earliar years		**(2.14)**	-
	- Deferred Tax	33	**(2,103.58)**	(15.99)
	Total Tax expense:		**(2105.72)**	(15.99)
IX	**Profit/(Loss) for the year (VII-VIII)**		**(7,113.93)**	(5,187.68)
X	**Other comprehensive income (OCI)**			
	Items that will not be reclassified to Profit and Loss		**(19.49)**	(10.06)
	Income Tax related to above	33	**(8.21)**	2.62
	items that will be reclassified to Profit and Loss (net of tax)		**-**	**-**
	Total Other comprehensive income (OCI)		**(27.70)**	(7.44)
	Total Comprehensive Income for the period (IX + X)		**(7,141.63)**	(5,195.12)
XI	Earnings per Equity Share of ₹ 10/- each :	36		
	Basic and Diluted Earning per share in (₹)		**(66.24)**	(48.30)

MATERIAL ACCOUNTING POLICIES AND NOTES TO THE ACCOUNTS 1 to 53

The Notes referred to above form an integral part of the Financial Statements.

As per our report of even date attached
For D S M R AND CO
Chartered Accountants
(Firm Reg. No.128085W)

Dharmendra S. Songira
Partner
Membership No. 113275

For and on behalf of the Board of Directors

Anurag P Poddar
Chairman & Managing Director
DIN:00599143

Manish O Malpani
Whole-time Director & CFO
DIN:00055430

Omprakash Singh
Company Secretary

Place : Mumbai,
Dated : 13th May, 2024

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2024

(₹ in Lakhs)

Particulars	As at 31st March, 2024		As at 31st March, 2023	
A. CASH FLOW FROM OPERATING ACTIVITIES :				
Loss before Tax		(9219.65)		(5,203.67)
Adjustment for :				
Depreciation and Amortisation	318.54		612.49	
Finance Cost	1,135.18		1,031.22	
Interest Income	(1.64)		(7.53)	
Profit on discontinued of Lease Assets	(1.13)		-	
Profit on Sale of Fixed Assets (Net)	(28.89)		(7.05)	
Exceptional Item - (gain) /loss	7,114.51		-	
Profit on Sale of Investments (Net)	(0.64)		-	
Unrealised Foreign Exchange differences (gain) /loss	(20.43)		38.72	
Retiring Gratuities	56.11		19.77	
Leave Encashment	(16.85)		(1.97)	
		8,554.76		1,685.65
Operating (loss) before Working Capital Changes		(664.89)		(3,518.02)
Adjustment for:				
Trade and Other Receivables	74.64		1,135.92	
Inventories	147.93		3,211.90	
Trade and Other Payables	(239.58)		(2,738.59)	
		(17.01)		1,609.23
Cash Generated from Operations		(681.90)		(1,908.79)
Direct Taxes Refund received/(paid)		6.48		23.96
Gratuity paid		(135.55)		(38.08)
Leave Encashment paid		(28.81)		(32.83)
Net cash used in Operating Activities		(839.78)		(1,955.74)
B. CASH FLOW FROM INVESTING ACTIVITIES :				
Purchase of Property, Plant and Equipements & Capital Work in Progress	(0.54)		(14.47)	
Sale of Property, Plant and Equipements	1,237.77		217.80	
Sale of Investment	295.64		-	
Purchase of Investment	(295.00)		-	
Fixed Deposit created	(47.00)		-	
Interest received	0.40		10.53	
Net cash from Investing Activities		1,191.27		213.86
C. CASH FLOW FROM FINANCING ACTIVITIES :				
Proceeds / (Repayment) of Short Term Borrowings (Net)	1,665.49		2,246.92	
(Repayment) of Long Term Borrowings	(1,512.48)		(1,283.13)	
Proceeds of Long Term Borrowings	-		1,500.00	
Lease Liabilities Paid	(6.89)		(12.35)	
Finance Cost Paid	(498.82)		(672.05)	
Net Cash from Financing Activities		(352.70)		1,779.39
Net Increase / (Decrease) in cash and cash equivalent		(1.21)		37.51
Cash and cash equivalent as at the beginning of the year		43.76		6.25
Cash and cash equivalent as at the end of the year		42.55		43.76

Notes: -

1) The cash flow statement has been prepared under the indirect method as set out in Indian Accountng Standard (Ind AS 7) statement of cash flow.

2) Direct Taxes paid on income are treated as arising from Operating Activities and are not bifurcated between Investing and Financing Activities

MATERIAL ACCOUNTING POLICIES AND NOTES TO THE ACCOUNTS 1 to 53

The Notes referred to above form an integral part of the Financial Statements.

As per our report of even date attached
For D S M R AND CO
Chartered Accountants
(Firm Reg. No.128085W)

For and on behalf of the Board of Directors

Dharmendra S. Songira
Partner
Membership No. 113275

Anurag P Poddar
Chairman & Managing Director
DIN:00599143

Manish O Malpani
Whole-time Director & CFO
DIN:00055430

Omprakash Singh
Company Secretary

Place : Mumbai,
Dated : 13th May, 2024

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH , 2024

(a) Equity share capital (₹ in Lakhs)

Particulars	No. of Shares	Amount
Balance as at 1st April 2022	1,07,39,844	1,073.98
Changes in equity share capital	-	-
Balance as at 31st March 2023	**1,07,39,844**	**1,073.98**
Changes in equity share capital	-	-
Balance as at 31st March 2024	**1,07,39,844**	**1,073.98**

(b) Other equity (₹ in Lakhs)

Particulars	Reserves and Surplus		Statement of other comprehensive Income	
	Capital reserve	Retained earnings	Remeasurements of the net defined benefit Plans	Total Other Equity
Balance as at 1st April 2022	5,092.25	(16,001.67)	(15.90)	(10,925.32)
Loss for the year	-	(5,187.68)	-	(5,187.68)
Other Comprehensive Income for the year	-	-	(7.44)	(7.44)
Balance as at 31st March 2023	**5,092.25**	**(21,189.35)**	**(23.34)**	**(16,120.44)**
Loss for the year	-	(7,113.93)	-	(7,113.93)
Other Comprehensive Income for the year	-	-	(27.70)	(27.70)
Balance as at 31st March 2024	**5,092.25**	**(28,303.28)**	**(51.04)**	**(23,262.05)**

MATERIAL ACCOUNTING POLICIES AND NOTES TO THE ACCOUNTS 1 to 53

The Notes referred to above form an integral part of the Financial Statements.

As per our report of even date attached
For D S M R AND CO
Chartered Accountants
(Firm Reg. No.128085W)

For and on behalf of the Board of Directors

Dharmendra S. Songira
Partner
Membership No. 113275

Anurag P Poddar
Chairman & Managing Director
DIN:00599143

Manish O Malpani
Whole-time Director & CFO
DIN:00055430

Omprakash Singh
Company Secretary

Place : Mumbai,
Dated : 13th May, 2024

Note No. 1

Material Accounting policies

A. General information

Balkrishna Paper Mills Limited ("the Company") is engaged in the business of manufacturing and selling of "Paper and Paper Boards" and Trading of plastic & packaging materials. Paper and Paper Boards are used mainly for packaging industry, catering to the needs of Pharmaceuticals, Cosmetics, Health Care products, readymade garments, Food Products, Match boxes and FMCG Segments.

The company is a public limited company incorporated and domiciled in India and has its registered office at A/7, Trade World, Kamala City, Senapati Bapat Marg,Lower Parel(West),Mumbai 400013, Maharashtra, India.

B. Basis of preparation

(i) Compliance with Ind AS

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

(ii) Historical cost convention

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

1. Certain financial assets and liabilities that are measured at fair value;
2. Assets held for sale – measured at lower of carrying amount or fair value less cost to sell;
3. Defined benefit plans – plan assets measured at fair value;

(iii) Current and non-current classification

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle (twelve months) and other criteria set out in the Schedule III to the Act.

(iv) Rounding of amounts

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

C. Foreign currency translation

(i) Functional and presentation currency

Items included in the financial statements of the Company 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 the company's functional and presentation currency.

(ii) Transactions and balances

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

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. 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.

D. Revenue recognition

The Company has adopted Ind AS 115, Revenue from Contract with Customers.

Revenue is measured at the transaction price of the consideration received or receivable. Revenue from sale of goods is recognized, when the significant risks and rewards in respect of ownership of products are transferred by the Company, the entity retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold and no significant uncertainty exist regarding the amount of consideration that will be derived from the sale of goods as well as regarding its ultimate collection. Amounts disclosed as revenue are net of variable consideration on account of various Discounts, Rebates, Incentives offered by the Company as a part of the contract.

The Company recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity.

Sale of goods

Revenue from sale of goods is recognized when control of the products being sold is transferred to our customers and when there are no longer any unfulfilled obligations.

The performance obligations in our contract are fulfilled at the time of dispatch, delivery or upon formal customer acceptance depending on customer terms.

Sales Return

The Company recognizes provision for sales return, based on the historical results, measured on net basis of the margin of the sale.

Revenue from services

Revenue from services is recognized in the accounting period in which the services are rendered.

Other operating revenue – Export incentives

Export Incentives under various schemes are accounted in the year of export.

Dividend :

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

E. Government grants and subsidies:

i. Grants from the Government are recognized at their fair value where there is reasonable assurance that the grant will be received and the Company will comply with all attached conditions.

ii. When the grant or subsidy relates to an expense item, it is recognized as income over the periods necessary to match them on a systematic basis to the costs, which it is intended to compensate.

iii. Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to Statement of Profit and Loss on a straight-line basis over the expected lives of related assets and presented within other income.

F. Property, Plant and Equipment (PPE)

Freehold land is carried at cost. All other items of property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Capital Work in Progress is stated at Cost net of accumulated impairment loss.

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 the Statement of Profit and Loss during the reporting period in which they are incurred.

Gain or losses arising from disposal of property plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the assets and are recognized in the statement of Profit and Loss where the asset is disposed.

Depreciation

Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value.

Depreciation on PPE (other than leasehold land) has been provided based on useful life of the assets in accordance with Schedule II to the Companies Act, 2013, on Straight Line Method except in respect of Plant and Equipment where the useful life is considered differently based on an independent technical evaluation as 9 to 30 years.

Leasehold land are amortised over the lease period.

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

Intangible assets

Intangible assets comprise application software purchased, which are not an integral part of the related hardware, and are amortized on a straight line basis over a period of 3 years, which in Management's estimate represents the period during which the economic benefits will be derived from their use.

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific to which it relates.

The Company has elected to continue with the carrying value of all its intangible assets as recognized in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as the deemed cost as at the transition date pursuant to the exemption under Ind AS 101.

Impairment of non-financial assets

Assets that have a definite useful life are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. Management periodically assesses using, external and internal sources, whether there is an indication that an asset may be impaired.

The recoverable amount is higher of the asset's net selling price or value in use, which means the present value of future cash flows expected to arise from the continuing use of the asset and its eventual disposal. An impairment loss for an asset is reversed if, and only if, the reversal can be related objectively to an event occurring after the impairment loss was recognized. The carrying amount of an asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

G. Borrowing cost

Borrowing costs directly attributable to the acquisition, construction 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. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

H. Leases

The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange from consideration. To assess whether a contact conveys the right to control the use of an identified assets, the Company assesses whether : (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the assets.

Company as a lessee

As a lessee, the Company recognizes a right-of-use-assets and a lease liability at the lease commencement date. The right-of-use-assets is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus and initial direct costs incurred and a estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less and lease incentives received. The right-of-use-assets is subsequently depreciated using the straight line method from the commencement date to the earlier of the end of the useful life of the right-of-use-assets or the end of the lease term. The estimated useful lives of right-of-use-assets are determined on the same basis as those of property and equipment. In addition, the right-of-use-asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurement of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate.

Lease payment included in the measurement of the lease liability comprise the fixed payment, including in-substance fixed payment. Lease liability is measured at amortised cost using the effective interest method.

The Company has used number of practical expedients when applying IND-AS 116:- short –term leases, leases of low-value assets and single discount rate.

The Company has elected not to recognize right-of-use-assets and lease liability for short term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognizes the lease payment associated with these leases as an expense on a straight line basis over the lease term. The Company applied a single discount rate to a portfolio of leases of similar end date.

The company's leases mainly comprise land and building for Shops, warehouse facilities.

As a Lessor

Leases for which the Company is a lessor classified as finance or operating lease.

Lease Income from operating leases where the Company is a lessor is recognized in income on a straight-line basis over the lease term unless the receipt are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature.

I. Segment Reporting:

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

J. Income Tax

Provision for current tax is made and retained in the accounts on the basis of estimated tax liability as per the applicable provisions of the Income Tax Act, 1961. Deferred tax is recognised for timing differences between the carrying amount of assets and liabilities based on tax rates that have been enacted or substantively enacted by the Balance Sheet date. Deferred tax assets, subject to the consideration of prudence, are recognised only if there is reasonable certainty that sufficient future taxable income will be available, against which they can be realised. At Balance Sheet date, the carrying amount of deferred tax assets is reviewed to reassure its realisation.

K. Inventories

Inventories are valued at lower of the cost and net realizable value. Cost of inventories is computed on first in first out (FIFO) basis. Cost comprises of all costs of purchases, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

L. Financial instruments

Financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial instruments also include derivative contracts such as foreign currency forward contracts, interest rate swaps and currency options; and embedded derivatives in the host contract.

i. Financial assets

Classification

The Company shall classify financial assets as subsequently measured at amortised cost, fair value through other comprehensive income (FVOCI) or fair value through profit and loss(FVTPL) on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

Initial recognition and measurement

All financial assets are recognised 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. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date i.e., the date that the Company commits to purchase or sell the asset. However, trade receivables that do not contain a significant financing component are measured at transaction price.

De-recognition

- A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:
- The rights to receive cash flows from the asset have expired, or
- 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 recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises 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.
- Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Impairment of financial assets

In accordance with Ind-AS 109, the Company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, and bank balance

b) Trade receivables - The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECL's at each reporting date, right from its initial recognition.

ii. Financial liabilities

Classification

The Company classifies all financial liabilities as subsequently measured at amortised cost, except for financial liabilities at fair value through profit and loss. Such liabilities, including derivatives that are liabilities, shall be subsequently measured at fair value.

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised 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, and derivative financial instruments.

Financial liabilities at fair value through Profit and Loss

Financial liabilities at fair value through profit and loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit and loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind-AS 109.

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

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost. Gains and losses are recognised in profit and loss when the liabilities are derecognized.

This category generally applies to interest-bearing loans and borrowings.

Derecognition

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

Offsetting of financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

Derivative financial instruments

The Company uses derivative financial instruments, such as foreign exchange forward contracts to manage its exposure to foreign exchange risks. For contracts where hedge accounting is not followed, such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value through profit and loss. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

M. Employee benefits

i. Short term employee benefits

Short term employee benefits consisting of wages, salaries, social security contributions, ex-gratia and accrued leave, are benefits payable and recognised in 12 months. Short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised undiscounted during the year as the related service are rendered by the employee.

ii. Defined contribution plans

Company's contribution for the year paid/payable to defined contribution retirement benefit schemes are charged to Statement of Profit and Loss.

The Company's contribution towards provident fund, superannuation fund and employee state insurance scheme for certain eligible employees are considered to be defined contribution plan for which the Company made contribution on monthly basis.

iii. Defined benefit plans

Company's liabilities towards defined benefit plans and other long term benefits viz. gratuity and compensated absences expected to occur after twelve months, are determined using the Projected Unit Credit Method. Actuarial valuations under the Projected Unit Credit Method are carried out at the balance sheet date. Actuarial gains and losses are recognised in the Statement of other comprehensive income in the period of occurrence of such gains and losses. The retirement benefit obligation recognised in the balance sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service cost, and as reduced by the fair value of scheme assets, if any.

N. Provisions, Contingent Liabilities and Contingent Assets

Provision is recognised if as a result of a past event, the Company has a present obligation (legal or constructive) that can be estimated reliably and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are recognised at the best estimate of the expenditure required to settle the present obligation at the balance sheet date. If the effect of 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.

Contingent liability exists when there is a possible but not probable obligation, or a present obligation that may, but probably will not, require an outflow of resources, or a present obligation whose amount cannot be estimated reliably. Contingent liabilities do not warrant provisions but are disclosed unless the possibility of outflow of resources is remote. Contingent assets are neither recognised nor disclosed in the financial statements. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and its recognition is appropriate.

O. Earnings per share (EPS)

Basic EPS is computed using the weighted average number of equity shares outstanding during the period. Diluted EPS is computed using the weighted average number of equity and dilutive equity equivalent shares outstanding during the period except where the results would be anti-dilutive.

P. Key estimates and assumptions

The preparation of financial statements in accordance with Ind AS requires use of estimates and assumptions for some items, which might have an effect on their recognition and measurement in the balance sheet and statement of profit and loss. The actual amounts realised may differ from these estimates.

Estimates and assumptions are required in particular for:

- Determination of the estimated useful lives of tangible assets and intangible assets and the assessment as to which components of the cost may be capitalized.

  Useful lives of tangible assets and intangible assets are based on the life prescribed in Schedule II of the Companies Act, 2013. In cases, where the useful lives are different from that prescribed in Schedule II, they are based on management estimate, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers' warranties and maintenance support. Assumptions also need to be made, when the Company assesses, whether an asset may be capitalized and which components of the cost of the asset may be capitalised.

- Recognition and measurement of defined benefit obligations

  The obligation arising from defined benefit plan is determined on the basis of actuarial assumptions. Key actuarial assumptions include discount rate, trends in salary escalation and vested future benefits and life expectancy. The discount rate is determined by reference to market yields at the end of the reporting period on government bonds. The period to maturity of the underlying bonds correspond to the probable maturity of the post-employment benefit obligations.

- Provisions and contingent liabilities

  The Company exercises judgment in measuring and recognising provisions and the exposures to contingent liabilities related to pending litigation or other outstanding claims subject to negotiated settlement, mediation, arbitration or government regulation, as well as other contingent liabilities. Judgment is necessary in assessing the likelihood that a pending claim will succeed, or a liability will arise, and to quantify the possible range of the financial settlement. Because of the inherent uncertainty in this evaluation process, actual losses may be different from the originally estimated provision.

- Measurement of fair values

  The Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Company has an established control framework with respect to the measurement of fair values.

  They regularly review significant unobservable inputs and valuation adjustments. If third party information is used to measure fair values then the finance team assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which such valuations should be classified.

  When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

  - Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
  - Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
  - Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

  If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

Q. Exceptional Items

When items of income and expense within profit or loss from ordinary activities are of such size, nature or incidence that their disclosure is relevant to explain the performance of the Company for the period, the nature and amount of such items is disclosed separately under the head exceptional item.

R. Non – Current Assets Held for sale

Non-current assets and disposal groups are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and its sale is highly probable. The sale is considered highly probable only when the asset or disposal groups is available for immediate sale in its present condition, it is unlikely that the sale will be withdrawn and the sale is expected to be completed within one year from the date of classification. Non-current assets (and disposal groups) classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell. These are not depreciated or amortised once classified as held for sale. Assets and liabilities classified as held for sale are presented separately in the Balance Sheet.

Non-current assets that ceases to be classified as held for sale are measured at lower of (i) its carrying amount before the asset was classified as held for sale, adjusted for depreciation that would have been recognised had that asset not been classified as held for sale, and (ii) its recoverable amount at the date when the disposal group ceases to be classified as held for sale.

S. Recent Accounting Pronouncements:

The Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) rules as issued from time to time. During the year ended March 31, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

NOTE NO.2
Property plant and equipments as on 31st March, 2024

(₹ in Lakhs)

Particulars	Gross Block (At Cost)				Depreciation (Including Amortisation)				Net Block
	Balance As at 01.04.2023	Additions During the year	Deductions During the year	Balance As at 31.03.2024	Balance As at 01.04.2023	For the Year	Deductions During the year	Total upto 31.03.2024	As At 31-03.2024
Tangible assets									
(a) Land									
-Free Hold	37.43	-	-	37.43	-	-	-	-	37.43
-Lease Hold	32.00	-	0.24	31.75	3.37	0.52	0.24	3.66	28.09
(b) Buildings	1,342.95	-	204.63	1,138.32	375.38	41.43	125.29	291.54	846.79
(c) Plant and Equipment	14,571.82	-	12,092.48	2,479.38	3,612.35	262.64	3,104.44	770.52	1,708.85
(d) Factory Equipment	108.74	-	22.51	86.22	61.63	5.11	19.36	47.38	38.84
(e) Furniture and Fixtures	23.94	-	4.89	19.04	20.23	1.13	4.89	16.45	2.59
(f) Vehicles	21.04	-	21.04	-	18.86	-	18.86	-	-
(g) Office Equipment	10.54	-	5.22	5.32	10.36	0.03	5.10	5.30	0.02
(h) Others									
-Electric Installations	68.28	-	12.21	56.08	54.68	1.56	12.33	43.92	12.16
-Air Conditioners	6.77	-	3.06	3.70	6.76	-	3.06	3.70	-
-Computer	41.73	-	7.64	34.10	40.02	0.60	7.19	33.43	0.66
Total Tangible assets	**16,265.25**	**-**	**12,373.91**	**3,891.34**	**4,203.64**	**313.03**	**3,300.76**	**1,215.90**	**2,675.44**
Capital work in progress									**-**

Property plant and equipments as on 31st March, 2023

(₹ in Lakhs)

Particulars	Gross Block (At Cost)				Depreciation (Including Amortisation)				Net Block
	Balance As at 01.04.2022	Additions During the year	Deductions During the year	Balance As at 31.03.2023	Balance As at 01.04.2022	For the Year	Deductions During the year	Total upto 31.03.2023	As At 31.03.2023
Tangible assets									
(a) Land									
-Free Hold	37.43	-	-	37.43	-	-	-	-	37.43
-Lease Hold	32.00	-	-	32.00	2.85	0.52	-	3.37	28.63
(b) Buildings	1,342.95	-	-	1,342.95	333.30	42.08	-	375.38	967.57
(c) Plant and Equipment	14,746.21	114.77	289.14	14,571.82	3,152.08	540.38	80.11	3,612.35	10,959.47
(d) Factory Equipment	108.74	-	-	108.74	56.41	5.22	-	61.63	47.11
(e) Furniture and Fixtures	30.59	-	6.65	23.94	22.30	2.86	4.93	20.23	3.71
(f) Vehicles	21.04	-	-	21.04	14.84	4.02	-	18.86	2.18
(g) Office Equipment	10.54	-	-	10.54	10.29	0.07	-	10.36	0.18
(h) Others									
-Electric Installations	68.28	-	-	68.28	48.24	6.44	-	54.68	13.60
-Air Conditioners	6.77	-	-	6.77	6.45	0.31	-	6.76	0.01
-Computer	41.51	1.56	1.34	41.73	40.46	0.90	1.34	40.02	1.71
Total Tangible assets	**16,446.05**	**116.33**	**297.13**	**16,265.25**	**3,687.22**	**602.80**	**86.38**	**4,203.64**	**12,061.61**
Capital work in progress									**-**

NOTE NO. 3

Intangible assets as on 31st March, 2024

(₹ in Lakhs)

Particulars	Gross Block (At Cost)				Depreciation (Including Amortisation)				Net Block
	Balance As at 01.04.2023	Additions During the year	Deductions During the year	Balance As at 31.03.2024	Balance As at 01.04.2023	For the Year	Deductions During the year	Total upto 31.03.2024	As At 31.03.2024
Computer software	30.66	0.54	-	31.20	30.66	0.09	-	30.75	0.45
Total Intangible assets	**30.66**	**0.54**	**-**	**31.20**	**30.66**	**0.09**	**-**	**30.75**	**0.45**

Intangible assets As on 31st March, 2023

(₹ in Lakhs)

Particulars	Gross Block (At Cost)				Depreciation (Including Amortisation)				Net Block
	Balance As at 01.04.2022	Additions During the year	Deductions During the year	Balance As at 31.03.2023	Balance As at 01.04.2022	For the Year	Deductions During the year	Total upto 31.03.2023	As At 31.03.2023
Computer software	30.66	-	-	30.66	30.66	-	-	30.66	-
Total Intangible assets	**30.66**	**-**	**-**	**30.66**	**30.66**	**-**	**-**	**30.66**	**-**

NOTE NO. 4 -

Right of use of Assets

The Company has lease contract of building in its operation. The said Lease period is for 5 years. The Companies obligation under it leases are secured by the lessor title to the lease assets. Generally the Company is restricted from assigning and sub leasing the lease assets. There are no major lease contracts that include extension and termination options and variable lease payments. The effective rate of interest for lease liabilities is 10%.

Set out below are the carrying amounts of rights-of-use assets recognised and the movement during the period:

(₹ in Lakhs)

Particulars	As at 31st March,2024	As at 31st March,2023
Opening Balance	**26.52**	14.32
Addition / (Deletion)	**(15.95)**	21.88
Less: Depreciation Expenses	**5.43**	9.68
Closing Balance	**5.14**	26.52

Set out below are the carrying amounts of lease liabilities (included under interest bearing loans and borrowings) and movements during the period :

(₹ in Lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
Opening Balance	**28.60**	16.43
Addition/ (Deletion)	**(17.09)**	21.88
Accretion of interest	**0.61**	2.64
Less: Payments	**6.89**	12.35
Closing Balance	**5.23**	28.60
Current	**3.95**	16.68
Non Current	**1.28**	11.92

The Following are the amounts recognised in profit and loss:

(₹ in Lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
Depreciation expenses of right of use assets	**5.43**	9.68
Interest expenses on lease liabilities	**0.61**	2.64
Expenses relating to short term lease and low value leased (included in other expenses)	**5.00**	31.76
Total amount recognised in profit and loss	**11.04**	44.08

The company had total cash outflow for lease of Rs 11.89 lakhs (previous year Rs. 44.11 lakhs)

(₹ in Lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
NOTE NO. 5		
Other Financial Assets		
- Security deposits	**26.32**	27.82
	26.32	27.82
NOTE NO. 6		
Income tax assets (Net)		
- Advance Payments of Taxes and Tax deducted at source (Net of Provisions)	**0.42**	4.75
	0.42	4.75
NOTE NO. 7		
Other non-current assets		
- Prepaid Expenses	**7.49**	10.82
	7.49	10.82
NOTE NO. 8		
Inventories		
(At lower of Cost and Net Realisable Value)		
- Raw Materials	**-**	93.09
- Stores and Spares	**641.44**	688.85
- Others - Packing Material & Fuel	**-**	7.42
	641.44	789.36
NOTE NO. 9		
Trade receivables		
- Trade Receivables Considerd Good -Secured	**-**	-
- Trade Receivables Considerd Good -Unsecured	**176.60**	89.01
- Trade Receivables which have significant increase in credit risk	**-**	-
- Trade Receivables -credit impaired	**-**	-
	176.60	89.01
NOTE NO. 10		
Cash and cash equivalents		
- Cash on hand	**-**	1.34
- Balances with banks	**42.55**	42.42
	42.55	43.76
NOTE NO. 11		
Other bank balance		
- Fixed deposit	**47.00**	-
(Held against bank guarantee)		
	47.00	-

(₹ in Lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
NOTE NO. 12		
Other financial assets		
- Security Deposits	**45.11**	-
- Interest Accrued on others	**1.23**	-
- Loans and advances to employees	**-**	4.58
- Receivables against sale of Property Plant & equipement	**-**	70.80
	46.34	75.38
NOTE NO. 13		
Other current assets		
- Export Incentive Receivables	**2.13**	45.92
- Advance payment to suppliers	**18.43**	15.81
- Prepaid Expenses	**25.88**	55.45
- Input tax credit and other receivables	**106.95**	234.13
	153.39	351.31
NOTE NO. 14		
Equity share capital		
Authorised :		
3,30,00,000 (Previous Year 1,10,00,000) Equity Shares of ₹10 each	**3,300.00**	1,100.00
(During the year, company has increased authorised equity share capital by ₹ 2,200.00 Lakhs)		
25,00,000 (Previous Year 25,00,000) 9% Cumulative redeemable preference shares of ₹ 100/- each	**2,500.00**	2,500.00
1,10,00,000 (Previous Year 1,10,00,000) 6.5% Non Cumulative redeemable preference shares of ₹ 100/- each	**11,000.00**	11,000.00
Issued subscribed and fully paid up:		
1,07,39,844 (Previous Year 1,07,39,844) Equity Shares of ₹10 each, fully paid up	**1,073.98**	1,073.98
	1,073.98	1,073.98

All the above shares are alloted as fully paid up pursuant to scheme of Arrangement, without payment being received in cash.

Terms/rights attached to equity shares:

All the Equity Shares have equal rights in respect of distribution of dividends and repayment of capital

Shareholder's holding more than 5% Shares in the Company

Name of Shareholders	As at 31st March, 2024		As at 31st March, 2023	
	No of Shares	% of Total Shares holding	No. of Shares	% of Total Shares holding
Rameshkumar Dharaprasad Poddar	**770,678**	**7.18**	770,678	7.18
Ashadevi Rameshkumar Poddar	**795,940**	**7.41**	795,940	7.41
Shrikishan Dhrapasad Poddar	**770,689**	**7.18**	770,689	7.18
Vibhadevi Shrikishan Poddar	**795,929**	**7.41**	795,929	7.41
Anurag Pawankumar Poddar	**606,389**	**5.65**	606,389	5.65

(₹ in Lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
NOTE NO. 15		
Other equity		
a. Capital Reserves		
Opening Balance	**5,092.25**	5,092.25
Closing Balance	**5,092.25**	5,092.25
b. Retained Earnings		
Opening Balance	**(21,189.35)**	(16,001.67)
Loss for the year	**(7,113.93)**	(5,187.68)
Closing Balance	**(28,303.28)**	(21,189.35)
c. OCI Acturial Gain/Loss		
Opening Balance	**(23.34)**	(15.90)
Add:OCI during the year	**(27.70)**	(7.44)
Closing Balance	**(51.04)**	(23.34)
	(23,262.05)	(16,120.44)
NOTE NO. 16		
Borrowings		
(a) Secured		
Term loans from bank (refer note no. 43)	**-**	2,483.94
-Working Capital Term Loan		
(b) Unsecured		
Preference shares		
25,00,000 (Previous Year 25,00,000) 9% Cumulative redeemable preference shares of ₹ 100/- each	**2,491.20**	2,488.57
-Tenure not exceeding 10 year from the date of issue or as may be determine by the board		
1,10,00,000 (Previous Year 1,10,00,000) 6.5% Non Cumulative redeemable preference shares of ₹ 100/- each	**10,913.43**	10,907.90
-Tenure not exceeding 20 year from the date of issue or as may be determine by the board		
	13,404.63	15,880.41

(₹ in Lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
NOTE NO. 17		
Other financial liabilities		
- Security Deposits (refer note No. 46)	**1,780.25**	31.42
- Distributors/Dealers Deposit	**-**	545.85
- Dividend accured but not due	**1,494.86**	1,269.86
	3,275.11	1,847.13
NOTE NO. 18		
Deferred tax liabilities (Net)		
Deferred tax liabilities on account of :		
- Property, plant and equipment	**2,139.94**	2,130.44
- Employee benefits	**4.26**	-
Deferred tax assets on account of :		
- Employee benefits	**-**	31.43
- Mark to market on derivative transaction	**-**	3.64
- Unabsorbed Carried Forward Loss	**2,144.20**	
Net Deferred Tax Liability	**-**	2,095.37
NOTE NO. 19		
Provisions		
-Provision for employee benefits - Leave	**-**	14.33
-Provision for employee benefits - Gratuity	**7.81**	67.76
	7.81	82.09
NOTE NO. 20		
Borrowings		
Secured		
Working Capital Loans from banks*		
- Loans repayable on demand	**-**	421.43
- Current Maturity of Long Term Debt	**-**	780.08
Unsecured		
Loans repayable on demand#		
- from Related Party	**6,810.00**	3,943.00
- from Others	**1,300.00**	1,300.00
	8,110.00	6,444.51

*During the year, company has fully paid the working capital loans and satisfied the charges created on its assets. (Previous year working capital loans from Banks are secured by hypothecation of stocks, Book debts and mortgage by way of First charge created over the movable fixed assets of the Company (excluding Vehicle) and Personally Guaranteed by the Promoter Directors.
Effective rate of interest is 9% to 11%

NOTE NO. 21		
Trade payables		
Sundry Creditors (including Acceptances) (refer note No. 38)		
(a) Total outstanding dues of micro enterprises and small enterprises	**21.35**	6.87
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	**723.57**	1,604.83
	744.92	1,611.70
# Includes Payables to related parties (Refer Note No. 37)	**0.34**	2.58

(₹ in Lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
As at 31st March,2024, the Company has certain dues to suppliers registered under Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act'). The disclosures pursuant to the said MSMED Act are as follows:		
a) The principal amount remaining unpaid to any supplier at the end of the year	**21.35**	6.87
b) Interest due remaining unpaid to any supplier at the end of the year	**-**	0.65
c) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during the year	**-**	-
d) 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 the MSMED Act, 2006	**-**	-
e) The amount of interest accrued and remaining unpaid at the end of each accounting year	**-**	-
f) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprises, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act,2006	**-**	-
NOTE NO. 22		
Other financial liabilities		
- Security Deposits	**121.20**	-
- Interest accrued but not due on borrowings	**-**	115.91
- Interest accrued and due	**545.76**	19.09
- Bank balance temporarily overdrawn (As per books)	**8.01**	-
- Derivative Liabilities	**-**	13.99
- Other Liabilities	**140.69**	137.65
	815.66	286.64
NOTE NO. 23		
Other current liabilities		
- Advance received from Customers	**12.26**	71.31
- Employees Dues	**18.54**	82.05
- Statutory dues towards TDS/VAT/GST etc.	**48.44**	28.86
	79.24	182.22
NOTE NO. 24		
Provisions		
Provision for employee benefits		
- Gratuity	**17.08**	19.87
- Leave encashment	**19.72**	48.26
	36.80	68.13

(₹ in Lakhs)

Particulars	Current Year	Previous year
NOTE NO. 25		
Revenue from operations		
- Sale of products	**501.79**	10,390.83
Other Operating Revenue:		
- Export Incentives	**-**	55.44
- Scrap Sales	**42.44**	318.20
- Others	**13.51**	165.70
	55.95	539.34
	557.74	10,930.17
Disaggregation of revenue		
Revenue based on Geography		
- Domestic #	**557.74**	5,102.80
- Export	**-**	5,827.37
	557.74	10,930.17
# (Including export incentives on account of MEIS Licence)		
Contract Price	**557.74**	11,411.52
Less:		
Sales Returns	**-**	1.15
Cash discount	**-**	40.83
Others	**-**	439.37
Total Revenue from operations	**557.74**	10,930.17
The amounts receivable from customers become due after expiry of credit period which on an average is less than 60 days. There is no significant financing component in any transaction with the customers.		
NOTE NO. 26		
Other Income		
Interest Income from:		
- Deposits, Customers and Income tax	**1.64**	7.53
Profit on sale of Current Investments	**0.64**	-
Profit on sale of Property, plant and equipment (Net)	**28.89**	7.05
Profit on discontinued of Lease Assets	**1.13**	-
Miscellenous Income	**3.50**	-
	35.80	14.58
NOTE NO. 27		
Cost of materials consumed		
- Raw Material Consumed	**-**	6,466.92
NOTE NO. 28		
Changes in inventories of Finished goods, Work-in-progress and Stock-in-trade		
Opening Stock :		
Work-in-Progress	**-**	124.89
Stock in Trade	**-**	**-**
Finished Goods	**-**	712.30
	-	837.19
Less : Closing stock		
Work-in-Progress	**-**	-
Stock in Trade	**-**	-
Finished goods	**-**	-
Net (Increase)/Decrease in inventories	**-**	837.19

(₹ in Lakhs)

Particulars	Current Year	Previous year
NOTE NO. 29		
Employee benefits expense		
-Salaries and wages	**161.97**	869.99
-Contribution to provident and other funds	**10.88**	77.55
- Staff welfare expenses	**2.43**	19.72
	175.28	967.26
NOTE NO. 30		
Finance cost		
- Interest expenses	**901.41**	787.92
- Other borrowing costs	**8.16**	15.66
- Interest on Lease Liabilities	**0.61**	2.64
- Dividend on Redeemable Preference share	**225.00**	225.00
	1,135.18	1,031.22
NOTE NO. 31		
Depreciation and other amortisation expense		
- Depreciation and amortisation	**313.11**	602.81
- Depreciation on Right of use assets	**5.43**	9.68
	318.54	612.49
NOTE NO. 32		
Other expenses		
- Consumption of stores and spare parts	**-**	508.00
- Packing expenses	**-**	141.79
- Power and fuel	**-**	2,025.20
- Freight and forwarding	**2.22**	741.49
- Labour/Job Charges	**159.39**	427.49
- Water charges	**48.93**	52.29
- Repairs and Maintenance to Buildings	**2.44**	51.82
- Repairs and Maintenance to Machinery	**4.85**	309.61
- Repairs and Maintenance to Others	**7.79**	69.34
- Insurance Charges	**29.51**	72.91
- Rates and Taxes excluding taxes on income	**18.18**	21.82
- Rent	**5.00**	31.76
- Legal and Professional charges	**96.99**	68.82
- Commission	**-**	141.27
- Travelling & Conveyance Expenses	**5.52**	29.89
- Directors Meeting Fees	**5.40**	3.35
- Net Foreign Exchange Loss	**1.99**	52.62
- Interest Others	**0.32**	68.25
- Electricity Charges	**40.56**	-
- Security Service Charges	**90.83**	-
- Bank Charges	**29.39**	-
- Share Issue Expenses	**20.90**	-
- Miscellaneous expenses	**13.02**	1,228.90
	583.23	6,046.62

NOTE NO.33

i) Tax Reconciliation

(a) The Income tax expense consists of the following: (₹ in Lakhs)

Particulars	Year ended 31st March, 2024	Year ended 31st March, 2023
Deferred tax expense	**(2,103.58)**	(15.99)
Tax expense for the year	**(2,103.58)**	(15.99)

(b) Amounts recognised in other comprehensive income (₹ in Lakhs)

Particulars	Year ended 31st March, 2024			Year ended 31st March, 2023		
	Before tax	Tax (expense)/ benefit	Net of tax	Before tax	Tax (expense)/ benefit	Net of tax
Items that will not be reclassified to profit or loss						
- Remeasurement of post employment benefit obligations	**(19.49)**	**(8.21)**	(27.70)	(10.06)	**2.62**	**(7.44)**
	(19.49)	**(8.21)**	(27.70)	(10.06)	**2.62**	**(7.44)**

ii) Deferred Tax Disclosure

(a) Movement in deferred tax balances (₹ in Lakhs)

Particulars	Net balance As at 31st March, 2023	Recognised in profit or loss	Recognised in OCI	Net balance As at 31st March, 2024
Deferred tax assets/ (liabilites)				
Property, plant and equipment	(2,130.44)	(9.50)		(2,139.94)
Derivatives	3.64	(3.64)		-
Employee benefits	31.43	(27.48)	(8.21)	(4.26)
Other items	-	2,144.20		2,144.20
Tax assets/ (liabilities)	(2,095.37)	2,103.58	(8.21)	-

(b) Movement in deferred tax balances (₹ in Lakhs)

Particulars	Net balance As at 31st March, 2022	Recognised in profit or loss	Recognised in OCI	Net balance As at 31st March, 2023
Deferred tax assets/ (liabilites)				
Property, plant and equipment	(2,140.47)	10.03	-	(2,130.44)
Derivatives	(16.13)	19.77	-	3.64
Employee benefits	42.62	(13.81)	2.62	31.43
Other items	-	-	-	-
Tax assets/ (liabilities)	(2,113.98)	15.99	2.62	(2,095.37)

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

Significant management judgement is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income in which the relevant entity operates and the period over which deferred income tax assets will be recovered.

During the year, The company has reassessed the deferred tax, there is deferred tax assets (Net) on account of unabsorbed depreciation and accumulated losses. However, on prudence basis the Company has recognised the deferred tax assets to the extent of deferred tax liabilities as provided in earlier years.

NOTE NO. 34

Financial instruments – Fair values and risk management

A. Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

(₹ in Lakhs)

Particulars	As at 31 March 2024							
	Carrying amount				Fair value			
	Fair value through profit and loss	Fair value through other comprehensive income	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial assets								
Cash and cash equivalents (Including other bank balances)	-	-	**89.55**	**89.55**	-	-	-	-
Trade receivables	-	-	**176.60**	**176.60**	-	-	-	-
Other financial assets	-	-	**1.23**	**1.23**	-	-	-	-
Security deposit	-	-	**71.43**	**71.43**	-	-	-	-
Total	**-**	**-**	**338.81**	**338.81**	**-**	**-**	**-**	**-**
Financial liabilities								
Long term borrowings (Including current maturity of Long term borrowings)	-	-	**13,404.63**	**13,404.63**	-	-	-	-
Other financial liabilities	-	-	**2,194.55**	**2,194.55**	-	-	-	-
Short term borrowings	-	-	**8,110.00**	**8,110.00**	-	-	-	-
Trade payables	-	-	**744.92**	**744.92**	-	-	-	-
Security deposit	-	-	**1,901.45**	**1,901.45**	-	-	-	-
Total	**-**	**-**	**26,355.55**	**26,355.55**	**-**	**-**	**-**	**-**

(₹ in Lakhs)

Particulars	As at 31 March 2023							
	Carrying amount				Fair value			
	Fair value through profit and loss	Fair value through other comprehensive income	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial assets								
Cash and cash equivalents(Including other bank balances)	-	-	43.76	43.76	-	-	-	-
Trade receivables	-	-	89.01	89.01	-	-	-	-
Other financial assets	-	-	75.38	75.38	-	-	-	-
Security deposit	-	-	27.82	27.82	-	-	-	-
Total	-	-	235.97	235.97	-	-	-	-

(₹ in Lakhs)

Particulars	As at 31 March 2023							
	Carrying amount				Fair value			
	Fair value through profit and loss	Fair value through other comprehensive income	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial liabilities								
Long term borrowings (Including current maturity of Long term borrowings)	-	-	16,660.49	16,660.49	-	-	-	-
Other financial liabilities	-	-	2,116.96	2,116.96	-	-	-	-
Derivative Liabilities	13.99	-	-	13.99	-	13.99	-	13.99
Short term borrowings	-	-	5,664.43	5,664.43	-	-	-	-
Trade payables	-	-	1,611.70	1,611.70	-	-	-	-
Security deposit	-	-	31.42	31.42	-	-	-	-
Total	13.99	-	26,084.98	26,098.97	-	13.99	-	13.99

Fair values for financial instruments carried at amortised cost approximates the carrying amount, accordingly the fair values of such financial assets and financial liabilities have not been disclosed separately.

B. Measurement of fair values

Ind AS 107, 'Financial Instrument - Disclosure' requires classification of the valuation method of financial instruments measured at fair value in the Balance Sheet, using a three level fair-value-hierarchy (which reflects the significance of inputs used in the measurements). The hierarchy gives the highest priority to un-adjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and lowest priority to un-observable inputs (Level 3 measurements). Fair value of derivative financial assets and liabilities are estimated by discounting expected future contractual cash flows using prevailing market interest rate curves. The three levels of the fair-value-hierarchy under Ind AS 107 are described below:

Level 1: Level 1 Hierarchy includes financial instruments measured using quoted prices.
Level 2: The fair value of financial instruments that are not traded in an active market are determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs are not based on observable market data, the instrument is included in level 3.

Transfers between Levels

There have been no transfers between Levels during the reporting periods

The following tables show the valuation techniques used in measuring Level 2 fair values, as well as the significant unobservable inputs used.

Financial instruments measured at fair value

Type	Valuation technique	Significant unobservable inputs	Inter-relationship between significant unobservable inputs and fair value measurement
Level 2: Forward contracts	Market valuation techniques The Company has used mark to market of forward contracts using current forward rates for remaining tenure of the forward contract as provided by respective banks.	Not applicable	Not applicable

There are no transfers between the levels

C. Financial risk management

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

- Credit risk ;
- Liquidity risk ; and
- Market risk

i. Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the Company risk management framework. The board of directors is responsible for developing and monitoring the Company risk management policies.

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

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

ii. Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers, cash and cash equivalents etc.

The carrying amount of financial assets represents the maximum credit exposure.

Trade receivables

All of the sales are domestic sales. For major part of the sales, customer credit risk is managed by requiring domestic and export customers to pay advances before transfer of ownership, therefore substantially eliminating the Company's credit risk in this respect.

Impairment

Management believes that the unimpaired amounts that are past due by more than 6 monhs are still collectible in full, based on historical payment behaviour.

The Company has no other financial assets that are past due but not impaired.

Concentration of credit risk

At 31 March 2024, the carrying amount of the Company's most significant customer is ₹165.94 lakhs (31st March, 2023 : ₹3.80 lakhs)

Derivatives

The derivatives are entered into with banks with good credit ratings.

Cash and cash equivalents

Credit risk from balances with banks is managed by the Company's treasury department in accordance with the company's policy.

iii. Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation.

The Company has obtained fund and non-fund based working capital lines from various banks. The Company also constantly monitors funding options available in the debt and capital markets with a view to maintaining financial flexibility.

As at 31st March, 2024, the Company had working capital of ₹ (8680.58) lakhs, including cash and cash equivalents of ₹42.55 lakhs. As at 31st March, 2023, the Company had working capital of ₹(7256.30) lakhs, including cash and cash equivalents of ₹43.76 lakhs

Exposure to liquidity risk

The table below analyses the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for:

* all non derivative financial liabilities

* net and gross settled derivative financial instruments for which the contractual maturites are essential for the understanding of the timing of the cash flows.

Contractual cash flows As at 31st March 2024 (₹ in Lakhs)

Particulars	Carrying amount	1 year or less	1-2 years	2-5 years	More than 5 years
Non-derivative financial liabilities					
Non current					
Secured Long term loans and borrowings	-	-	-	-	-
Unsecured Long term loans and borrowings	**13,404.63**	**2,491.20**	-	-	**10,913.43**
Other financial liabilities	**3,279.06**	**1,525.11**	**1.10**	**2.85**	**1,750.00**
Current					
Secured Short term loans and borrowings	-	-	-	-	-
Unsecured Short term loans and borrowings	**8,110.00**	**8,110.00**	-	-	-
Trade payables	**744.92**	**744.92**	-	-	-
Other financial liabilities	**271.18**	**271.18**	-	-	-
Interest accrued but not due	-	-	-	-	-
Interest accrued and due	**545.76**	**545.76**	-	-	-
Derivative financial liabilities					
Current					
Foreign currency forward contract	-	-	-	-	-

Contractual cash flows As at 31st March 2023 (₹ in Lakhs)

Particulars	Carrying amount	1 year or less	1-2 years	2-5 years	More than 5 years
Non-derivative financial liabilities					
Non current					
Secured Long term loans and borrowings	3264.02	780.08	780.08	1703.86	-
Unsecured Long term loans and borrowings	13396.47	-	-	-	13396.47
Other financial liabilities	1,863.81	-	-	-	1863.81
Current					
Secured Short term loans and borrowings	421.43	421.43	-	-	-
Unsecured Short term loans and borrowings	5243.00	5243.00	-	-	-
Trade payables	1611.70	1611.70	-	-	-
Other financial liabilities	149.57	149.57	-	-	-
Interest accrued but not due	115.91	115.91	-	-	-
Interest accrued and due	19.09	19.09	-	-	-
Derivative financial liabilities					
Current					
Foreign currency forward contract	13.99	13.99	-	-	-

iv. Market risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from adverse changes in market rates and prices (such as interest rates, foreign currency exchange rates) or in the price of market risk-sensitive instruments as a result of such adverse changes in market rates and prices. Market risk is attributable to all market risk-sensitive financial instruments, all foreign currency receivables and payables and all short term and long-term debt. The Company is exposed to market risk primarily related to foreign exchange rate risk, interest rate risk and the market value of its investments. Thus, the Company's exposure to market risk is a function of investing and borrowing activities and revenue generating and operating activities in foreign currencies.

a) Currency risk

The company is exposed to currency risk to the extent that there is a mismatch between the currencies in which sales, purchase, other expenses and borrowings are denominated and the functional currency of the company. The functional currency of the company is Indian Rupees (INR). The currencies in which these transactions are primarily denominated is USD.

The Company generally hedges its estimated foreign currency exposure in respect of its forecast sales over the following 12 months and borrowings (ECB). The Company uses forward exchange contracts to hedge its currency risk. Such contracts are generally designated as cash flow hedges.

Further the company hedge its interest rate on External Commercial Borrowings by way of interest rate swap.

The Company, as per its risk management policy, uses foreign currency forward contract primarily to hedge foreign exchange. The Company does not use derivative financial instruments for trading or speculative purposes.

Following is the derivative financial instruments to hedge the foreign exchange rate risk as at 31st March, 2024

Category	Instrument	Currency	Cross Currency	Amounts	Buy/ Sell
Hedges of highly probable forecasted sales transactions	Forward contract	USD	INR	**NIL**	Sell

Following is the derivative financial instruments to hedge the foreign exchange rate risk as at 31st March, 2023

Category	Instrument	Currency	Cross Currency	Amounts	Buy/ Sell
Hedges of highly probable forecasted sales transactions	Forward contract	USD	INR	USD 0.60 Mio	Sell

Exposure to currency risk

The summary quantitative data about the Company's exposure to currency risk as reported to the management of the Company is as follows:

(₹ in Lakhs)

Particulars	**As at 31st March 2024**	As at 31st March 2023
	USD	USD
Financial assets (A)		
Trade receivables	**-**	-
Cash and cash equivalents	-	-
	-	-
Financial liabilities(B)		
Secured loans	**-**	55.65
Trade payables	**199.58**	198.00
	199.58	253.65
Net statement of financial position exposure (A-B)	**(199.58)**	(253.65)

Sensitivity analysis

The strenghtening / weakening of the respective foreign currencies with respect to functional currency of Company would result in increase or decrease in profit or loss and equity as shown in table below. This analysis assumes that all other variables, in particular interest rates, remain constant. The following analysis has been worked out based on the exposures as of the date of statements of financial position.

(₹ in Lakhs)

Particulars	Profit / (loss)		
	Strengthening / Weakening %	Strengthening	Weakening
As at 31st March, 2024			
USD	**3%**	(5.99)	5.99

(₹ in Lakhs)

Particulars	Profit / (loss)		
	Strengthening / Weakening %	Strengthening	Weakening
As at 31st March, 2023			
USD	**3%**	(7.61)	7.61

(Note: The impact is indicated on the profit/(loss) before tax basis)

b) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in interest rates.

For details of the Company's short-term and long term loans and borrowings, including interest rate profiles, refer to Note 43 of these financial statements.

(₹ in Lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
Fixed-rate instruments		
Financial assets	**-**	-
Financial liabilities	**(21514.63)**	(19185.32)
	(21514.63)	(19185.32)
Variable-rate instruments		
Financial assets	**-**	-
Financial liabilities	**-**	3,685.45
	-	3685.45

Interest rate sensitivity - fixed rate instruments

The company's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in IND AS 107, since neither the carrying amount nor the future cash flow will fluctuate because of a change in market interest rates.

Interest rate sensitivity - variable rate instruments

A reasonably possible change of 100 basis points in interest rates at the reporting date would have increased / decreased equity and profit or loss by amounts shown below. This analysis assumes that all other variables, in particular, foreign currency exchange rates, remain constant. This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date. The period end balances are not necessarily representative of the average debt outstanding during the period.

(₹ in Lakhs)

Particulars	Profit / (loss)	
	100 bps increase	100 bps decrease
As at 31st March 2024		
Variable-rate instruments	-	-
sensitivity (net)	-	-
As at 31st March 2023		
Variable-rate instruments	**(36.85)**	**36.85**
sensitivity (net)	**(36.85)**	**36.85**

(Note: The impact is indicated on the profit/loss before tax basis)

Offsetting financial assets and financial liabilities

The following table presents the recognised financial instruments that are offset, or subject to enforceable master netting arrangements and other similar agreements but not offset, as at 31 March 2024 and 31 March 2023. The column 'net amount' shows the impact on the company's balance sheet if all set-off rights were exercised.

(₹ in Lakhs)

Particulars	Effects of offsetting on the balance sheet			Related amounts and offset		
	Gross Amounts	Gross amounts set off in the balance sheet	Net amounts presented in the balance sheet	Amounts subject to master netting arrangements	Financial instrument collateral	Net amount
As at 31 March, 2024						
Financial assets						
Derivative financial instruments	-	-	-	-	-	-
Total	-	-	-	-	-	-
Financial liabilities						
Derivative financial instruments	-	-	-	-	-	-
Total	-	-	-	-	-	-
As at 31st March, 2023						
Financial assets						
Derivative financial instruments	-	-	-	-	-	-
Total	-	-	-	-	-	-
Financial liabilities						
Derivative financial instruments	13.99	-	13.99	13.99	-	13.99
Total	13.99	-	13.99	13.99	-	13.99

NOTE NO. 35

Capital Management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business.

The Company monitors capital using a ratio of 'net debt' to 'equity'. For this purpose, net debt is defined as total debt, comprising loans and borrowings less cash and cash equivalents and current investments.

The Company's net debt to equity ratio was as follows.

(₹ in Lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
Non-current borrowings	**13,404.63**	15,880.41
Current borrowings	**8,110.00**	6,444.51
Gross Debt	**21,514.63**	22,324.92
Less - Cash and cash equivalents	**42.55**	43.76
Less - Current investments	**-**	-
Net debt	**21,472.08**	22,281.16
Total equity	**(22,188.07)**	(15,046.46)
Net debt to equity ratio	**(0.97)**	(1.48)

NOTE NO. 36

Earning Per Share (EPS):

Basic EPS and Diluted EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the company by the weighted average number of Equity shares outstanding during the year.

Particulars	Year ended 31st March, 2024	Year ended 31st March, 2023
Profit attributable to equity holders (₹ in lakhs)	**(7,113.93)**	(5,187.68)
Weighted average number of shares oustanding during the year	**10739844**	10739844
Nominal Value of Equity Shares (in ₹)	**10**	10
Earning Per Share Basic and Diluted (in ₹)	**(66.24)**	(48.30)

NOTE NO.37

Related Party Disclosures *

(Where transactions have taken place)

I Related Party Relationships

a)	Key Management Personnel (KMP)	Mr. Anurag P. Poddar- Chairman & Managing Director , Mr. Ankit P. Poddar - Executive Director upto 31st May 2023, Mr. Shrutisheel Jhanwar - Whole-time Director & CFO upto 9th December 2023, Mr. Manish O Malpani - Whole-time Director & CFO from 9th December 2023, Mr. Omprakash Singh -Company Secretary.
b)	Relatives of Key Management Personnel (KMP)	Ms. Ashadevi R Poddar, Ms. Madhudevi P Poddar, Ms. Sangeeta P Poddar, Ms. Vibhadevi S Poddar
c)	Other Related Parties -(Enterprises - KMP having significant influence/ owned by major shareholders)	Siyaram Silk Mills Ltd., S P Finance & Trading Ltd., Sanchana Trading & Finance Ltd., SPG Power Ltd. , SPG Infrastructure LLP., Vishal Furnishing Ltd., Wavelink Commercial P Ltd.,DPP Enterprises LLP, Santigo Textile Mills Ltd, Beetee Textile Industries Ltd, Poddar Bio Diesel P. Ltd., Oxemberg Fashions Ltd.

II Related Party Transactions *

(₹ in Lakhs)

Transactions	Year ended 31st March, 2024		Year ended 31st March, 2023	
	Relative of KMP	Other related Party	Relative of KMP	Other related Party
Purchase of Goods/ Materials	-	-	-	1.40
Rent/Lease Rent Paid	-	6.89	-	14.58
Sale of Packing /Store Material		-		1.64
Intercorporate Loan Received	-	5,620.00	-	3,593.00
Intercorporate Loan Repayment	-	2,753.00	-	350.00
Interest paid on Intercorporate Loan	-	577.25	-	167.49
Outstanding Balances	**As at 31st March, 2024**		**As at 31st March, 2023**	
	Relative of KMP	Other related Party	Relative of KMP	Other related Party
Trade Payables	-	0.34	-	2.58
9% cummulative redeemable Preference share of ₹100 each	600.00	1900.00	600.00	1900.00
6.5% Non Cummulative redeemable Preference share of ₹100 each	1,600.00	9,400.00	1,600.00	9,400.00
Dividend accrued on 9% Cummlative Preference Shares	358.76	1136.10	304.76	965.10
Incorporate Loan Payables	-	6,810.00	-	3,943.00
Interest Payables on Intercorporate Loan	-	514.03	-	109.90

(₹ in Lakhs)

	Transactions	Year ended 31st March, 2024		Year ended 31st March, 2023	
		Relative of KMP	Other related Party	Relative of KMP	Other related Party
1	**Purchase of Goods/Materials**				
	Siyaram Silk Mills Ltd	-	-	-	1.40
2	**Rent/Lease Rent Paid**				
	Siyaram Silk Mills Ltd	-	6.89	-	12.35
3	**Sale of Packing /Store Material**				
	Siyaram Silk Mills Ltd	-	-	-	1.64
4	**Inter Corporate Loan Received**				
	S.P. Finance & Trading Ltd.	-	560.00	-	1,643.00
	Sanchana Trading & Finance Ltd.	-	350.00	-	-
	Vishal Furnishing Ltd	-	700.00	-	-
	Santigo Textile Mills Ltd	-	400.00	-	200.00
	Beetee Textile Industries Ltd	-	1110.00	-	600.00
	Poddar Bio Diesel P. Ltd	-	2500.00		1,025.00
	Oxemberg Fashions Ltd	-	-		125.00

(₹ in Lakhs)

Transactions		Year ended 31st March, 2024		Year ended 31st March, 2023	
		Relative of KMP	Other related Party	Relative of KMP	Other related Party
5	**Inter Corporate Loan Repayment**				
	S.P. Finance & Trading Ltd.	-	1,828.00	-	-
	Sanchana Trading & Finance Ltd.	-	50.00	-	-
	Vishal Furnishing Ltd	-	50.00	-	-
	Santigo Textile Mills Ltd	-	100.00	-	-
	Beetee Textile Industries Ltd	-	50.00	-	-
	Poddar Bio Diesel P. Ltd	-	675.00	-	350.00
6	**Interest paid on Intercorporate Loan**				
	S.P. Finance & Trading Ltd.	-	56.04	-	23.82
	Sanchana Trading & Finance Ltd.	-	24.71	-	-
	Vishal Furnishing Ltd	-	81.24	-	19.50
	Santigo Textile Mills Ltd	-	72.55	-	24.57
	Beetee Textile Industries Ltd	-	195.84	-	63.50
	Poddar Bio Diesel P. Ltd	-	135.62	-	32.05
	Oxemberg Fashions Ltd	-	11.25	-	4.05
Outstanding Balances		As at 31st March, 2024		As at 31st March, 2023	
		Relative of KMP	Other related Party	Relative of KMP	Other related Party
	Payables				
7	**Trade Payables**				
	Siyaram Silk Mills Ltd	-	0.34	-	2.58
8	**9% cummulative redeemable Preference share of ₹100 each**				
	Siyaram Silk Mills Ltd	-	1700.00	-	1700.00
	Ashadevi R Poddar	150.00	-	150.00	-
	Madhudevi P Poddar	150.00	-	150.00	-
	Sangeeta P Poddar	150.00	-	150.00	-
	Vibhadevi S Poddar	150.00	-	150.00	-
	SPG Power Ltd	-	200.00	-	200.00
9	**6.5% Non Cumulative redeemable preference shares of ₹100/- each**				
	Beetee Textile Industries Ltd	-	2450.00	-	2450.00
	S.P. Finance & Trading Ltd.	-	1925.00	-	1925.00
	Sanchana Trading & Finance Ltd.	-	550.00	-	550.00
	Vishal Furnishing Ltd	-	2400.00	-	2400.00
	Wavelink Commercial P Ltd	-	250.00	-	250.00
	SPG Infrastructure LLP	-	50.00	-	50.00
	SPG Power Ltd	-	25.00	-	25.00
	Santigo Textile Mills Ltd	-	650.00		650.00
	DPP Enterprises LLP	-	1100.00		1100.00
	Ashadevi R Poddar	400.00	-	400.00	-
	Madhudevi P Poddar	400.00	-	400.00	-
	Sangeeta P Poddar	400.00	-	400.00	-
	Vibhadevi S Poddar	400.00	-	400.00	-

Outstanding Balances		As at 31st March, 2024		As at 31st March, 2023	
		Relative of KMP	**Other related Party**	Relative of KMP	Other related Party
10	**Dividend accrued on 9% cummulative redeemable preference shares**				
	Siyaram Silk Mills Ltd	**-**	**1016.51**	-	863.51
	Ashadevi R Poddar	**89.69**	**-**	76.19	-
	Madhudevi P Poddar	**89.69**	**-**	76.19	-
	Sangeeta P Poddar	**89.69**	**-**	76.19	-
	Vibhadevi S Poddar	**89.69**	**-**	76.19	-
	SPG Power Ltd	**-**	**119.59**	-	101.59
11	**Incorporate Loan Payables**				
	S.P. Finance & Trading Ltd.	**-**	**375.00**	-	1,643.00
	Vishal Furnishing Ltd	**-**	**850.00**	-	200.00
	Beetee Textile Industries Ltd	**-**	**1,960.00**	-	900.00
	Santigo Textile Mills Ltd	**-**	**700.00**	-	400.00
	Poddar Bio Diesel P. Ltd	**-**	**2,500.00**	-	675.00
	Oxemberg Fashions Ltd	**-**	**125.00**	-	125.00
	Sanchana Trading & Finance Ltd.	**-**	**300.00**	-	-
12	**Interest Payables on Intercorporate Loan**				
	S.P. Finance & Trading Ltd.	**-**	**50.43**	-	21.44
	Vishal Furnishing Ltd	**-**	**73.11**	-	8.98
	Beetee Textile Industries Ltd	**-**	**176.25**	-	36.81
	Santigo Textile Mills Ltd	**-**	**65.30**	-	13.53
	Poddar Bio Diesel P. Ltd	**-**	**116.57**	-	25.49
	Oxemberg Fashions Ltd	**-**	**10.13**	-	3.65
	Sanchana Trading & Finance Ltd.	**-**	**22.24**	-	-

III Key Management Personnel Compensation

Key management personnel compensation comprised the following:

(₹ in Lakhs)

Particulars	**Year ended 31st march, 2024**	Year ended 31st march, 2023
Remunerations	**47.28**	63.06
Outstanding balance:-		
Outstanding Personal Guarantee against Working Capital Term Loan	**-**	3264.02

Transactions with KMP *

(₹ in Lakhs)

Particulars		**Year ended 31st march, 2024**	Year ended 31st march, 2023
1	**Remunerations paid**		
	Mr Shrutisheel Jhanwar	**29.49**	41.25
	Mr. Manish O Malpani	**9.93**	-
	Mr Omprakash Singh	**7.86**	21.81
2	**Outstanding personal guarantee against working capital term loan**		
	Mr Anurag P Podar / Mr Ankit P Poddar	**-**	3264.02

* Excluding provision for Gratuity and Leave Encashment.

NOTE NO.38

Trade Payable ageing Schedule As at 31st March, 2024

Outstanding for following periods from due date of payment (₹ in Lakhs)

Particulars	Less then one year	1-2 Years	2-3 Years	More Then 3 Years	Total
(i) Micro enterprises and small enterprises	21.35	-	-	-	21.35
(ii) Others	350.98	282.18	6.24	84.17	723.57

Trade Payable ageing Schedule As at 31st March, 2023

Outstanding for following periods from due date of payment (₹ in Lakhs)

Particulars	Less then one year	1-2 Years	2-3 Years	More Then 3 Years	Total
(i) Micro enterprises and small enterprises	6.87	-	-	-	6.87
(ii) Others	1309.41	93.46	39.89	162.08	1604.83

NOTE NO.39

During the year, the Company has initiated the process of sale of certain non-core assets and has received advance of ₹ 240.85 Lakhs. Accordingly, the Company has reclassified such assets from PPE assets to Assets held for sale (AHFS). As the carrying value of the assets are higher than the expected fair value less cost of sell, the Company has adjusted carrying value of AHFS to ₹709.60 Lakhs and recognised re-measurement loss of ₹3,492.00 Lakhs under Exceptional Items. The transactions are expected to be completed in financial year 2024-2025.

NOTE NO.40

Employee Benefit obligations

(A) Defined Contribution Plan

The Company has various schemes for long-term benefits such as provident fund and superannuation. In case of funded schemes, the funds are recognised by the Income tax authorities and administered through trustees / appropriate authorities. The Company's defined contribution plans are superannuation and employees' pension scheme (under the provisions of the Employees' Provident Funds and Miscellaneous Provisions Act, 1952) since the Company has no further obligation beyond making the contributions. The liabilities of the Company on the exempt Provident Fund managed by the trustees is restricted to the interest shortfall if any.

(₹ in Lakhs)

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Charge to the Statement of Profit and Loss based on contributions:		
Employees' Provident fund	9.86	48.17

(B) Defined Benefit Plan

In accordance with the provisions of the Payment of Gratuity Act, 1972, the Company has a defined benefit plan which provides for gratuity payments. The plan provides a lump sum gratuity payment to eligible employees at retirement or termination of their employment. The amounts are based on the respective employee's last drawn salary and the years of employment with the Company.

Liabilities in respect of the gratuity plan are determined by an actuarial valuation, based upon which the Company makes annual contributions to the Group Gratuity cum Life Assurance Schemes administered by the LIC of India, a funded defined benefit plan for qualifying employees. Trustees adminster the contributions made by the Company to the gratuity scheme.

The most recent actuarial valuation of the defined benefit obligation along with the fair valuation of the plan assets in relation to the gratuity scheme was carried out as at 31st March, 2024. The present value of the defined benefit obligations and the related current service cost and past service cost, were measured using the Projected Unit Credit Method.

Based on the actuarial valuation obtained in this respect, the following table sets out the details of the employee benefit obligation and the plan assets as at balance sheet date:

(₹ in Lakhs)

	Particulars	As at 31 March 2024	As at 31 March 2023
		Gratuity (Funded plan)	Gratuity (Funded plan)
(i)	**Change in Defined Benefit Obligation**		
	Opening defined benefit obligation	**107.60**	168.47
	Amount recognised in profit and loss :		
	Interest cost	**8.03**	11.73
	Current service cost	**7.13**	13.10
	Past Service Cost	**42.44**	
	Amount recognised in other comprehensive income		
	Actuarial loss / (gain) arising from:		
	Demographic assumptions	**-**	-
	Financial assumptions	**0.18**	(5.68)
	Experience adjustment	**19.30**	14.32
	Other		
	Benefits paid directly by the Employer	**(138.34)**	(28.62)
	Benefits paid from the fund	**-**	**(65.71)**
	Closing defined benefit obligation	**46.34**	107.60
(ii)	**Change in Fair Value of Assets**		
	Opening fair value of plan assets	**19.97**	72.59
	Amount recognised in profit and loss		
	Interest income	**1.49**	5.05
	Amount recognised in other comprehensive income		
	Actuarial gain / (loss)	**-**	-
	Return on Plan Assets, Excluding Interest Income	**(0.01)**	(1.42)
	Other		
	Contributions by employer		9.46
	Benefits paid		(65.71)
	Closing fair value of plan assets	**21.45**	19.97
	Actual return on Plan Assets		
(iii)	**Plan assets comprise the following**		
		Unqouted	Unqouted
	Insurance fund (100%)	**21.45**	19.97
(iv)	**Principal actuarial assumptions used**	**%**	%
	Discount rate	**7.20**	7.46
	Rate of employee turnover	**For service 4 years and below 15.00% p.a. For service 5 years and above 5.00% p.a.**	For service 4 years and below 15.00% p.a. For service 5 years and above 5.00% p.a.
	Future Salary growth rate	**4.00**	4.00

(₹ in Lakhs)

	Particulars	As at 31 March 2024	As at 31 March 2023
		Gratuity (Funded plan)	Gratuity (Funded plan)
(v)	**Amount recognised in the Balance Sheet**		
	Present value of obligations as at year end	**46.34**	107.60
	Fair value of plan assets as at year end	**21.45**	19.97
	Net (asset) / liabilities recognised as at year end	**24.89**	87.63
	Recognised under :		
	Long term provisions	**24.89**	87.63
		24.89	87.63

(vi) Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

(₹ in Lakhs)

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	Increase	**Decrease**	Increase	Decrease
Discount rate (1% movement) - Gratuity	**(0.67)**	**0.77**	(5.25)	5.93
Employee turnover (1% movement) - Gratuity	**0.30**	**(0.33)**	1.83	(2.05)
Future salary growth (1% movement) - Gratuity	**0.23**	**(0.30)**	5.44	(5.17)

The above sensitivity analyses have been calculated to show the movement in defined benefit obligation in isolation and assuming there are no other changes in market conditions at the reporting date. In practice, generally it does not occur. When we change one variable, it affects to others. In calculating the sensitivity, project unit credit method at the end of the reporting period has been applied.

(vii) Expected future cash flows

(₹ in Lakhs)

Particulars	Less than a year	Between 1-2 years	Between 2-5 years	Over 5 years	Total
As at 31st March, 2024					
Defined benefit obligations (Gratuity)	**38.53**	**0.63**	**1.84**	**14.37**	**55.37**
Total	**38.53**	**0.63**	**1.84**	**14.37**	**55.37**
As at 31st March, 2023					
Defined benefit obligations (Gratuity)	33.48	5.40	32.05	108.98	179.91
Total	**33.48**	**5.40**	**32.05**	**108.98**	**179.91**

Other long-term employee benefits:

Compensated absences are payable to employees at the rate of daily basic salary for each day of accumulated leave partially at the year end and partially on death or on resignation or upon retirement. The charge towards compensated absences for the year ended 31st March, 2024 based on actuarial valuation using the projected accrued benefit method is ₹ NIL (31st March 2023 : ₹14.33 lakhs).

NOTE NO.41

Contingent Liabilities and Commitments

(₹ in Lakhs)

Particulars	As at 31st March 2024	As at 31st March 2023
(i) **Contingent Liabilities**		
a) Claims against the Company not acknowledge as debts		
- Disputed claims for excise, sales tax and GST	**231.76**	264.25
- other	**891.42**	891.42
b) Guarantees given by the Company's bankers on behalf of the Company against the Company's Indemnity	**47.00**	85.00
(ii) **Commitments**		
Estimated amount of contracts remaining to be executed on capital account and not provided for	**-**	-

NOTE NO.42

Legal and professional charges includes payment to auditors:

(₹ in Lakhs)

Particulars	As at 31st March 2024	As at 31st March 2023
Statutory Auditors		
- Audit Fees	**5.75**	5.75
- For Limited Review	**0.90**	1.20
- Tax Audit Fees	**-**	1.50
- For Taxation Matters	**0.40**	1.65
- For Company Law matters	**-**	0.50
- For Other services - Certification, etc.	**0.53**	0.50
	7.58	11.10
Cost Auditors		
- Audit Fees	**0.40**	0.40
	0.40	0.40
Total	**7.98**	11.50

NOTE NO.43

Nature of Security in respect of secured Loan (Long Term/Short Term):

(₹ in Lakhs)

	Particulars	As at 31st March 2024	As at 31st March 2023
	Term Loan from Banks:		
a)	**Working Capital Term Loan 4500 Lakhs**	-	1,781.08
	During the year, company has fully paid the Working Capital Term Loan and satisfied the charges created on its assets. (Previous year Working Capital Term Loan secured by way of mortgage of immovable assets & hypothecation of movable fixed assets, rate of interest 10.50% to 11.75%. and Personally Guaranteed by the Promoter Directors)		
b)	**Working Capital Term Loan 1500 Lakhs**	-	1,482.94
	During the year, company has fully paid the Working Capital Term Loan and satisfied the charges created on its assets. (Previous year Working Capital Term Loan secured by way of mortgage of immovable assets & hypothecation of movable fixed assets, rate of interest 9.15% to 10.15% and Personally Guaranteed by the Promoter Directors)		

NOTE NO.44

The Company has identified Paper & Paper Board Business and Trading of plastic & packaging materials as its reportable segment in accordance with the requirements of Ind AS- 108, 'Operating Segments'. Accordingly, segment information has been provided.

(₹ in Lakhs)

Sr. No.	Particulars	As at 31st March 2024	As at 31st March 2023
1	**Segment Value of Sales and Services (Revenue)**		
	- Paper and Paper Board	214.70	10,930.17
	- Trading of plastic & packaging materials	343.04	-
	- Unallocated	-	-
	Gross Value of Sales and Services	557.74	10,930.17
	Less: Inter Segment Transfers	-	-
	Revenue from Operations	557.74	10,930.17
2	**Segment Results (EBITDA)**		
	- Paper and Paper Board	(655.23)	(3,559.96)
	- Trading of plastic & packaging materials	3.81	-
	- Unallocated	-	-
	Total Segment Profit before Interest, Tax, Exceptional Item and Depreciation,	(651.42)	(3,559.96)
3	**Segment Results (EBIT)**		
	- Paper and Paper Board	(973.77)	(4,172.45)
	- Trading of plastic & packaging materials	3.81	-
	- Unallocated	-	-
	Total Segment Profit before Interest and Tax and Exceptional Item	(969.96)	(4,172.45)
	(i) Finance Costs	1,135.18	1,031.22
	(ii) Other Un-allocable Income (Net of Expenditure)	-	-
	Profit Before Exceptional Item and Tax	(2,105.14)	(5,203.67)
	Exceptional Items (Net of Taxes)	(7,114.51)	-
	Profit Before Tax	(9,219.65)	(5,203.67)
	a) Current tax	-	-
	b) Tax Adjustment for earlier years	(2.14)	-
	c) Deferred tax	(2,103.58)	(15.99)
	Profit After Tax	(7,113.93)	(5,187.68)
4	**Segment Assets**		
	- Paper and Paper Board	4,366.24	13,480.34
	- Trading of plastic & packaging materials	165.94	-
	- Unallocated	-	-
	Total Assets	4,532.18	13,480.34
5	**Segment Liabilities**		
	- Paper and Paper Board	4,457.35	13,480.34
	- Trading of plastic & packaging materials	74.83	-
	- Unallocated	-	-
	Total Liabilities	4,532.18	13,480.34

NOTE NO.45

Trade Receivables ageing Schedule As at 31st March, 2024

Outstanding for following periods from due date of payment (₹ in Lakhs)

Particulars	Less then 6 Months	6 months - 1 Year	1-2 Years	2-3 Years	More Then 3 Years	Total
Undisputed Trade Receivables - Consider Good	**165.94**	**2.55**	**6.62**	**1.49**	**-**	**176.60**
Total	**165.94**	**2.55**	**6.62**	**1.49**	**-**	**176.60**

Trade Receivables ageing Schedule As at 31st March, 2023

Outstanding for following periods from due date of payment (₹ in Lakhs)

Particulars	Less then 6 Months	6 months - 1 Year	1-2 Years	2-3 Years	More Then 3 Years	Total
Undisputed Trade Receivables - Consider Good	67.09	4.90	3.71	6.79	6.51	89.01
Total	67.09	4.90	3.71	6.79	6.51	89.01

NOTE NO.46

(a) The Company has incurred loss after Tax of ₹7113.93 lakhs for the year ended 31st March, 2024 (₹5187.68 lakhs for the year ended 31st March, 2023) and other equity of the company as on 31st March, 2024 amounting to ₹(-) 23262.05 lakhs ₹(-) 16120.44 Lakhs as on 31st March, 2023). The net worth of the company eroded completely due to continuous losses over the period of time.

(b) (A). (i) During the year under review, Company continued to keep production activity of paper and paper board business in abeyance and started the business of trading in Plastics & Packaging Materials

(ii) The Company is continuing its efforts for revamping its existing business by doing structural changes, reducing its high cost borrowings etc. Company has also appointed a consultant to evaluate the existing business and explore the possibility of entering into new areas of business to put to use the existing resources of the company to the optimum level.

(B) (i) Company has received security deposit of ₹17.50 crores by leasing its unused land at Ambivali and utilised the said proceeds for repayment of debts

(ii) The Board of Directors had approved a proposal to raise the additional funds of ₹4510.73 Lacs through "Right Issue of Equity Shares" aggregating of 2,14,79,688 equity share of ₹10 Each at a price of ₹21/- per Share (including premium of ₹11/- per share) to the eligible Shareholders in the ratio of 2 (Two) Rights Shares for every 1 (One) Equity Shares held. Accordingly, the record date set for rights issue was March 15, 2024 and kept opened for subscription from April 02, 2024 to April 15, 2024, it was fully subscribed and shares were allotted on April 19, 2024. Proceeds of the Right issue was received on May 07, 2024 and the company utilised / utilising the funds for the purpose for which Right shares were issued.,

(iii) in addition to above, the company also raised / raising the funds through sale of Non-core fixed assets & other Plant and Equipments as approved by the shareholders through postal ballot on September 10, 2023.

Looking into all these facts, the Company has prepared the financial results as a "going concern basis".

NOTE NO.47

OTHER STATUTORY INFORMATIONS:

i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.

ii) The Company does not have any transactions with struck off companies.

iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

iv) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

v) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority

vi) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (intermediaries) with the understanding that the intermediary shall:

a) 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

b) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

vii) All the title deeds of immovable properties are in the name of Company.

viii) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Group 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,

ix) The Company has not any such 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)

NOTE NO.48

Due to substantial losses, the company has not incurred any expenditure under Corporate Social Responsibility (CSR) of the company.

NOTE NO.49

RATIOS

Sr No.	Particulars	Numerator	Denominator	Year Ended		% Variance	Remarks for variance more than 25%
				Mar-24	Mar-23		
1	**Current Ratio (In times)**	Total Current Assets	Total Current Liabilities	0.11	0.16	-27.83%	Current Assets has reduced due to realisation in the current year However, current liabilities has not reduced in same proportion.
2	**Debt-Equity Ratio (In times)**	Total Debt	Shareholder's Equity	(0.97)	(1.52)	36.21%	The variation in ratio is due to continous losses in business resulting in erosion in networth
3	**Debt Service Coverage Ratio (In times)**	Earnings available for debt service	Debt Service	(6.47)	(2.38)	-172.14%	The variation in ratio is due to increase in loss in current financial year.
4	**Return on Equity (ROE) (%)**	Net Profits after taxes	Average Shareholder's Equity	(45.81)	(43.48)	-5.37%	
5	**Inventory Turnover (In times)**	Cost of goods sold	Average Inventories	1.74	5.69	-69.45%	This variation is due to company has kept production activity of paper business in abeyance
6	**Trade receivables Turnover (In times)**	Net Sales	Average Trade Receivables	4.20	31.68	-86.74%	This variation is due to company has kept production activity of paper business in abeyance
7	**Trade Payables Turnover Ratio (In times)**	Total Purchase	Avg Trade Payables	1.06	5.08	-79.21%	This variation is due to company has kept production activity of paper business in abeyance
8	**Net capital Turnover Ratio (In times)**	Net Sales	Working Capital	(0.06)	(1.51)	95.73%	This variation is due to company has kept production activity of paper business in abeyance
9	**Net profit ratio (%)**	Net Profit	Net Sales	(1,275.50)	(47.46)	-2587.41%	This variation is due to company has kept production activity of paper business in abeyance
10	**Return on capital employed (ROCE) (%)**	Earning before interest and taxes	Capital Employed	143.94	(44.51)	423.37%	This variation is due to company has kept production activity of paper business in abeyance
11	**Return on investment (%)**	Income generated from investments	Average Investments	-	-	-	

NOTE NO.50
Shares held by the promoters and promoters group

Sr. No.	Promoter's Name	As at 31st March, 2024		As at 31st March, 2023		@ % changes in share holding during the year
		No of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the company	
1	Rameshkumar Dharaprasad Poddar	7,70,678	7.18	7,70,678	7.18	0
2	Ashadevi Rameshkumar Poddar	7,95,940	7.41	7,95,940	7.41	0
3	Pawankumar Dharaprasad Poddar	1,64,312	1.53	1,64,312	1.53	0
4	Madhudevi Pawankumar Poddar	2,65,314	2.47	2,65,314	2.47	0
5	Avnish Pawankumar Poddar	5,30,626	4.94	5,30,626	4.94	0
6	Anurag Pawankumar Poddar	6,06,389	5.65	6,06,389	5.65	0
7	Sangeeta Pramodkumar Poddar	5,05,366	4.71	5,05,366	4.71	0
8	Gaurav Pramod Poddar	5,30,626	4.94	5,30,626	4.94	0
9	Ankit Poddar	5,30,626	4.94	5,30,626	4.94	0
10	Shrikishan Dharaprasad Poddar	7,70,689	7.18	7,70,689	7.18	0
11	Vibhadevi Shrikishan Poddar	7,95,929	7.41	7,95,929	7.41	0
12	Harshit Shrikishan Poddar	11	0	11	0	0
13	Abhishek S Poddar	11	0	11	0	0
14	Gitadevi Dharaprasad Poddar	1,168	0.01	1,168	0.01	0
15	GPP Enterprises LLP	37,011	0.34	37,011	0.34	0
16	PKP Enterprises LLP	13	0	13	0	0
17	HSP Enterprises LLP	13	0	13	0	0
18	DPP Enterprises LLP	13	0	13	0	0
19	S P Finance And Trading Ltd	5	0	5	0	0
20	Vishal Furnishings Ltd	5	0	5	0	0
21	Sanchna Trading & Fin. Ltd.	3	0	3	0	0

NOTE NO.51

The code of Social Security, 2020 (code) relating to employee benefits during employment and post-employment received Presidential asset in September 2020 and its effective date is yet to be notified. The Company will assess and record the impact of the Code, once it is effective.

NOTE NO.52

Exceptional Item represents net of loss on sale of Non-core fixed assets & other Plant and Equipments, loss on assets held for sale and sundry credit balance written back.

Particulars	Current Year	Prevous Year
Loss on sale/discarded of Fixed Assets	3,974.32	-
Impairment Loss on asset held for disposal	3,492.00	-
Sundry Credit Balance written Back	(351.81)	-
Total	**7,114.51**	**-**

NOTE NO.53

Previous year's figures have been regrouped/reclassified wherever necessary to correspond with the current year's classification/disclosure.

As per our report of even date attached
For D S M R AND CO
Chartered Accountants
(Firm Reg. No.128085W)

For and on behalf of the Board of Directors

Dharmendra S. Songira
Partner
Membership No. 113275

Anurag P Poddar
Chairman & Managing Director
DIN:00599143

Manish O Malpani
Whole-time Director & CFO
DIN:00055430

Omprakash Singh
Company Secretary

Place : Mumbai,
Dated : 13th May, 2024

NOTE

NOTE

Printed by DJ Mediaprint & Logistics Limited **Email :-** sales. sales.djcorp.in

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