



AsahiTennants

Quality Pigments



ANNUAL REPORT
2023-2024



Board of Directors



Mrs. Paru Mrugesh Jaykrishna
Chairperson

She holds a Bachelor's degree in Law and Philosophy & Sanskrit, and a Masters' degree in English Literature. A renowned Women Entrepreneur of India, she has the distinction of being the First Elected Lady as a President of Gujarat Chambers of Commerce and Industry in 72 years. She has been a Director in Tourism Corporation of Gujarat Ltd., Gujarat State Handloom House Corporation and Small Industries Development Bank of India (SIDBI). She is on the Board of Asahi Songwon Colors Limited and AksharChem India Limited.



Mr. Gokul Mrugesh Jaykrishna
Managing Director & CEO

A major in Finance with a minor in Economics, from Lehigh University, USA. He overlooks the Company's operations, finance, production, marketing and strategic development. Prior to his stint with the Company, he worked for Krieger Associates, New Jersey (USA), one of the most influential currency and option traders in USA. He is also on the Board of Asahi Songwon Colors Limited, The Anup Engineering Limited and AksharChem India Limited.



Dr. Pradeep Jha
Independent Director

Dr. Pradeep Jha is a renowned mathematician having over 47 years of teaching experience. He is actively involved and guides several universities in exploring different research areas in mathematics. He has written over 20 research articles which have been published by reputed international journals, authored several books on Mathematics and Operations Research and designed soft skills program for corporate. He is on the Board of Asahi Songwon Colors Limited and AksharChem (India) Limited.



Mr. Michael Gary Hughes
Director

Mr. Michael Gary Hughes is Chief Operating Officer of Tennants Consolidated Limited having been on the Board since 2012. He previously headed up (as Chairman) of all the Colour Companies within the Tennants Group. Prior to that he was Managing Director of James M Brown Limited (A Tennants Group Company) for 14 Years.



Mr. Timothy Sydney William Glenn
Director

Mr. Timothy Sydney William Glenn is a Chartered Accountant of over 23 years. He is also a Main Board Director on the Tennants Group Parent (Tennants Consolidated Limited) and Director of Tennants Tar Distillers and Engineering supplies Limited, Belgrave Contract Management Limited, Wall Ceilings International Limited and Clarles Tennants and Company (Northern Ireland) Limited. He is also Head of M&A for the Tennants Group. He has over 17 years experience at Board level in industry following his responsibilities as Associate Director with KPMG.



Mr. John Perrie
Director

Mr. John is an MBA qualified Colour Chemist by background, transitioning from the lab into technical sales and commercial to become Managing Director of James M Brown and BIP in 2018 & 2021 respectively. Starting January, 2023, as part of an enhanced strategy, John has taken on a Leadership role within the Colour Group of Companies for Tennants Consolidated and becomes Managing Director for Tennants Textile Colours (TTC Ltd) and MIFAR Srl (Italy) in addition to James M Brown & BIP. He is having over 20 years working in the colour industry and 15 years within the Tennants Group, John brings a wealth of knowledge, leadership and expertise to the role.



Mr. Arjun Gokul Jaykrishna
Director

A Bachelor of Science in Chemical Engineering with a Minor in Sustainable Energy, from the prestigious Northwestern University, USA. He has a high school degree in the International Baccalaureate Board from the renowned UWCSEA, Singapore. Prior to joining the Company, he has worked with Deloitte gaining exposure to the Indian business environment and knowledge of the brown field acquisition process. He also worked at DIC (Dainippon Ink and Chemicals) of Japan to better understand operations and management in the chemical industry. He is a Executive Director of Asahi Songwon Colors Limited.



Mr. Mitesh Patel
Executive Director

Mr. Miteshkumar N. Patel is Bachelor of Science (B.sc) & Master of Business Administration (MBA). He was Senior Vice President Techno Commercial and Strategy Execution of the Company. He is having over more than 18 years in Chemical Industry. He associated with the Asahi Songwon Colors Limited Since 2006. His core areas are commercial, new project and strategy execution. He is Executive Director of Asahi Songwon Colors Limited.



Notice

NOTICE is hereby given that the 5th Annual General Meeting of the Members of **Asahi Tennants Color Private Limited (CIN : U24290GJ2019PTC110526)** will be held on **Wednesday**, 23rd Day of July , 2024 at 3.00 p. m. at the Registered Office of the Company at “Asahi House”, 20, Times Corporate Park, Thaltej – Shilaj Road, Thaltej, Ahmedabad, Gujarat, India to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2024, including the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Michael Gary Hughes (DIN: 0008638920) who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint a Director in place of Mr. Timothy Sydney William Glenn (DIN: 0008638975) who retires by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESS:

4. To consider and if thought fit to pass with or without modifications the following resolution, as an Ordinary Resolution:
“RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions of the Companies Act, 2013 (“the Act”) and the Rules made thereunder and the Articles of Association of the Company, Mr. John Norman Perrie (DIN: 10405593), who was appointed as an Additional Director of the Company by the Board of Directors with effect from January 23, 2024 and who holds office until the date of the Annual General Meeting, in terms of Section 161 of the Act and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company.”
5. To consider and if thought fit to pass with or without modifications the following resolution, as an Ordinary Resolution:
“RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions of the Companies Act, 2013 (“the Act”) and the rules made thereunder and Articles of Association of the Company, Mr. Miteshkumar Nandubhai Patel (DIN: 10362008), who was appointed by the Board of Directors as an Additional Director of the Company effective January 23, 2024, pursuant to Section 161 of the Act and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.
6. To consider and if thought fit to pass with or without modifications the following resolution, as a Special Resolution:
“RESOLVED FURTHER THAT pursuant to the provisions of Sections 196, 197, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (“the Rules’), as amended from time to time and the Articles of Association of the Company and subject to such other approvals/permissions as may be required the consent of the members be and is hereby accorded for the appointment and terms of remuneration of Mr. Miteshkumar Nandubhai Patel (DIN: 10362008), as an Executive Director for a period of 3 (three) years commencing from January 23, 2024 up to January 22, 2027 and approved by the Board of Directors, upon the terms and conditions set out in the Explanatory Statement annexed to this Notice (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his appointment), with authority to the Board of Directors to alter and vary the terms and conditions of the said appointment and remuneration in such manner as may be agreed to between the Board of Directors and Mr. Miteshkumar Nandubhai Patel.





RESOLVED FURTHER THAT Mr. Miteshkumar Nandhubhai Patel, Executive Director of the Company shall be entitled to receive remuneration including salary and other allowances upto the limits approved by the members by way of this resolution, as minimum remuneration notwithstanding that such remuneration, along with the remuneration, if any, received by him from the Company's subsidiary(ies) exceed the limit specified under Section 197 of the Companies Act, 2013 read with Schedule V thereto in the event of inadequacy or absence of profits during his tenure calculated in accordance with applicable provisions of the Companies Act, 2013."

7. To consider and if thought fit to pass with or without modifications the following resolution, as an Ordinary Resolution:

"RESOLVED THAT pursuant to Section 188(1) of the Companies Act, 2013 and the Rules made thereunder, the consent of the members of the Company be and is hereby accorded to enter into the transactions with Related Parties as set out in the explanatory statement annexed to the Notice convening this meeting."

By the Order of Board of Directors

Place: Ahmedabad
Date: 23-07-2024

Paru M. Jaykrishna
Chairperson
DIN:00671721

Regd. Office:

Asahi House 20,
Times Corporate Park
Thaltej-Shilaj Road, Thaltej
Ahmedabad-380059, Gujarat.
[CIN: U24290GJ2019PTC110526]





NOTES:

1. Proxy

A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/ HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty (50) members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. The instrument of Proxy in order to be effective shall be deposited at the Registered Office of the Company, either in person or through post, duly completed and signed, not later than forty-eight hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.

2. Explanatory Statement

The relevant explanatory statement pursuant to provisions of Section 102 of the Companies Act, 2013 ("the Act") relating to the Special Business to be transacted at the Annual General Meeting ("Meeting") as set out under Item No. 4 to 7 of the Notice, is annexed hereto.

3. The Company's Statutory Auditors M/s. Trushit Chokshi & Associates, Chartered Accountants (Firm Registration No. 111072W) were appointed as Statutory Auditors of the Company at the Annual General Meeting of the Company held on September 29, 2020 for five consecutive years, until the conclusion of the Annual General Meeting to be held for the Financial Year ending on March 31, 2025, of the Company

(subject to ratification of such appointment at every Annual General Meeting, if so required under the Companies Act, 2013).

Pursuant to the Companies (Amendment) Act, 2017, effective from May 7, 2018, the requirement of seeking ratification of the Members for the appointment of the Statutory Auditors has been withdrawn from Section 139 of the Companies Act, 2013. In view of the above, no resolution is proposed for ratification of appointment of the Statutory Auditors.

Pursuant to Section 139 and 141 of the Companies Act, 2013 and relevant Rules prescribed there under, the Company has received certificate dated May 15, 2024 from the Auditors to the effect, inter-alia, that their appointment would be within the limits laid down by the Act, shall be as per the term provided under the Act, that they are not disqualified for such appointment under the provisions of applicable laws and also that there are no pending proceedings against them or any of their partners with respect to professional matters of conduct.

4. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the Meeting.
5. Relevant documents referred to in the accompanying notice are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting.
6. Any query relating to Accounts and/or Operations of the Company are requested to be sent to the Company's Registered Office at least ten (10) days before the date of the Meeting, so that the information can be made available at the meeting.





EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

Item No. 4:

The Board, at its meeting held on January 23, 2024 appointed Mr. John Norman Perrie, as an Additional Director of the Company with effect from January 23, 2024.

Mr. John is an MBA qualified Colour Chemist by background, transitioning from the lab into technical sales and commercial to become Managing Director of James M Brown and BIP in 2018 & 2021 respectively.

Starting January, 2023, as part of an enhanced strategy, John has taken on a Leadership role within the Colour Group of Companies for Tennants Consolidated and becomes Managing Director for Tennants Textile Colours (TTC Ltd) and MIFAR Srl (Italy) in addition to James M Brown & BIP.

He is having over 20 years working in the colour industry and 15 years within the Tennants Group, John brings a wealth of knowledge, leadership and expertise to the role.

The resolution seeks the approval of members for the appointment of Mr. John Norman Perrie as a Director of the Company.

None of the Directors except, Mr. John Norman Perrie, being the appointee, are concerned or interested financially or otherwise in the proposed Ordinary Resolution.

The Board recommends the ordinary resolution set forth in Item No. 4 for the approval of the members.

Item No. 5 and 6

Appointment of Mr. Miteshkumar Nandubhai Patel (DIN: 10362008) as an Executive Director of the Company

The Board of Directors have at its Meeting held on January 23, 2024 appointed Mr. Miteshkumar Nandubhai Patel (DIN: 10362008), as an Additional Director and also as an Executive Director of the Company with effect from January 23, 2024 up to January 22, 2027,

subject to approval of the Members.

Mr. Miteshkumar N. Patel is Bachelor of Science (B. Sc.) & Master of Business Administration.

He was Senior Vice President, Techno Commercial and Strategy Planning and Execution of the Company before assuming position as an additional director. He is having more than 18 years of relevant experience in Chemical Industry. He is associated with the Company since its inception and Asahi Songwon Colors Limited (Holding Compay) since 2006. His core areas are Commercial concurrence, strategic evaluation of new capital projects and its timely and efficient execution. He is also an Executive Director on the Board of Asahi Songwon Colors Limited.

Taking into consideration his qualifications, experience and knowledge, the Board is of the view that the appointment of Mr. Miteshkumar Nandubhai Patel (DIN: 10362008) as an Executive Director will be of immense benefit to the Company and the remuneration payable to him is commensurate with his abilities and experience.

The Company has received a notice under Section 160(1) of the Act proposing his candidature for the office of Director of the Company. The Company has received the consent to act as a Director and requisite declarations/disclosures from Mr. Miteshkumar Nandubhai Patel and a confirmation that he is not disqualified from being appointed as a Director under the provisions of Section 164 of the Act. Mr. Miteshkumar Nandubhai Patel satisfies all the conditions set out in Part I of Schedule V to the Act as also the conditions set out under Section 196(3) of the Act for being eligible for appointment.

The Brief particulars of this terms and conditions of remuneration are mentioned herein below:

1. Remuneration:	
A. Basic Salary	Rs. 1,25,000 (Rupees One Lakh Twenty Five Thousand Only) per month with effect from January 23, 2024 with such revisions as approved by the Board of Directors from time to time.
2. Overall Remuneration:	The aggregate of salary, in any one financial year shall not exceed the limits prescribed under Section 196, 197 and other applicable provisions read with Schedule V of the Companies Act, 2013 or any statutory modifications or re-enactments thereof.
3. Minimum Remuneration:	In the event of absence or inadequacy of profits in any financial year during the currency of tenure of the Executive Director, the payment of salary and all other payments shall be governed by the limits stipulated under Schedule V read with Section 196 and 197 of the Companies Act, 2013.

The additional detailed information as per Section-II of Schedule-V is as follows:

I. General Information:	
a) Nature of Industry	The Company is engaged in the business of manufacturing of Chemical Products.
b) Date or expected date of commencement of commercial production.	March 31, 2021
c) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	March 31, 2021
d) Financial performance based on given indicators.	Financial year 2023-2024: Gross Revenue: Rs 5,592.77 Lakhs





	<p>Profit/(Loss) after Tax: Rs. (976.89) Lakhs Dividend: Nil Earnings per Share: (1.35)</p> <p>Financial year 2022-2023: Gross Revenue: Rs. 4,171.19 Lakhs Profit/(Loss) after Tax: Rs.(1,420.23) Lakhs Dividend: nil Earnings per Share: (1.95)</p> <p>Financial year 2021-2022: Gross Revenue: Rs.9.73 Lakhs Profit/(Loss) after Tax: Rs.(0.96) Lakhs Dividend: Nil Earnings per Share: (1.32)</p>
e) Foreign investments or collaborators, if any	The Company has not made any foreign investments and neither entered into any foreign collaborations.
I. Information about the Appointee:	
a) Background details	Mr. Miteshkumar Nandubhai Patel was Senior Vice President Techno Commercial and Strategy Execution of the Company. He is having over more than 18 years in Chemical Industry. He associated with the Company since inception. His core areas are commercial, new project and strategy execution.
b) Expertise in specific functional area	Strategy and Planning, Risk and Compliance, critical and innovative thinking, commercial concurrence, strategic evaluation of new capital projects and its timely delivery.
c) Qualifications	Bachelor of Science (B. Sc.) & Master of Business Administration.
d) Past remuneration	Not applicable as fresh appointment as Director in the Company.
e) Recognition or awards	Not Applicable
f) Job profile and his suitability	He is an Executive Director of the Company and devotes whole time attention to the management of the affairs of the Company and exercises powers under the supervision and superintendence of the Board of the Company.
g) Remuneration proposed	It is proposed to pay consolidated remuneration to Mr. Miteshkumar Nandubhai Patel up to Rs. 1,25,000 (Rupees One Lakh Twenty Five Thousand Only) per month by way of salary.
h) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person	Considering the responsibility shouldered by him of the enhanced business activities of the Company, proposed remuneration is Commensurate with Industry standards and Board level positions held in similar sized and similarly positioned businesses.
a) Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any	Nil
I. Other Information:	
a) Reasons of loss or inadequate profits	Inadequate Profits is primarily due to the following factors : 1)Financial year 2023-2024 was marked by accumulated consumer demand, persistent supply interruptions and significant increases in commodity prices. 2)The business was particularly affected by consumers destocking in response to the uncertain economic environment in European market, leading to decrease demand and lower realisations.
b) Steps taken or proposed to be taken for improvement	The Company is confident that the situation will gradually improve and is well-poised to capitalize on upcoming opportunities through its operational excellence, maximized efficiency and elevated performance across the installed capacity.
c) Expected increase in productivity and profits in measurable terms	The management has taken concrete steps to improve overall business growth and profitability. However, the actual outcome shall depend upon the prevailing global and local economic and geo political situation.





Information pursuant to 1.2.5 of the Secretarial Standard on General Meetings (SS- 2) regarding Director seeking appointment / re-appointment

Mr. Miteshkumar Nandubhai Patel	
DIN	10362008
Date of Birth	May 25, 1980
Age	43 Years
Qualifications	Bachelor of Science (B. Sc.) & Master of Business Administration.
Experience	18 Years
Terms and conditions of appointment or re-appointment	<ul style="list-style-type: none"> i. Tenure of this appointment shall be three years with effect from January 23, 2024. ii. The Executive Director would be employed on a whole-time basis. iii. The Executive Director shall be entitled to such other privileges, allowance, facilities and amenities in accordance with rules and regulations as may be applicable to other employees of the Company and as may be decided by the Board, within the overall remuneration and limits prescribed under the Act. iv. The appointment shall be governed by Section 196, 197, 203 read with Schedule V of the Companies Act, 2013 and rules made thereunder. v. Mr. Miteshkumar Nandubhai Patel is appointed as a Executive Director by virtue of his employment in the Company and his appointment is subject to the provisions of Section 167(1)(h) of the Act. Mr. Miteshkumar Nandubhai Patel is liable to retire by rotation.
Last drawn Remuneration	Rs. 1,25,000 per month
Date of first appointment on the Board	January 23, 2024
No. of share held	Nil
Relationship with Directors, Managers & KMP	None
Number of Board Meeting attended during Financial Year 2023-2024	1
Other Directorship	Asahi Songwon Colors Limited
Chairman/ Member of the Committees of Boards of other companies	None

The Board recommends the Resolution as set out at Item No. 5&6 of the accompanying Notice in relation to appointment of Mr. Miteshkumar Nandubhai Patel as an Executive Director for a period of three years with effect from January 23, 2024 for approval of the Members pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V of the Companies Act, 2013.

The above may be treated as a written memorandum setting out the terms of appointment of Mr. Miteshkumar Nandubhai Patel under Section 190 of the Companies Act, 2013.

Except Mr. Miteshkumar Nandubhai Patel and his relatives, none of the other Directors and Key Managerial Personnel of the Company and their respective relatives are concerned or interested, financially or otherwise, in the Resolution set out at Item No. 5&6 of the accompanying Notice.

Item No. 7:

Pursuant to the first proviso to Section 188 (1) of the Companies Act, 2013, read with the Rule 15(3) of the Companies (Meetings of Board and its Powers) Rules, 2014, no contract or arrangement can be entered in to with a related party for any item specified in sub section (1), if the value exceeds the specified limits for such transactions except with the prior approval of the general meeting by an Ordinary resolution.

The approval is sought for the arrangement of Purchase, Sales or Supply of goods/leasing of property/availing or rendering of services on order to order basis with related parties as per the details given in table placed herein below:





Name of the party	Nature of Interest/ Relationship	Nature of Transaction	Estimated Value of Transactions Per Annum
Asahi Songwon Colors Limited	Enterprises which are owned, or have significant influence of or are partners with Key management personnel and their relatives	Purchase/ Sales of Goods/ Rent/ Services	Rs. 50 Crores
Tennants Textile Colours Limited	Enterprises which are owned, or have significant influence of or are partners with Key management personnel and their relatives	Purchase/ Sales of Goods/ Rent/ Services	Rs. 50 Crores

The Board recommends the Ordinary resolution for your approval.

As stated in the above table, the Key Managerial Personnel, Directors and/or their relatives are concerned or interested, financially or otherwise, in the proposed resolution.

By the Order of Board of Directors

Place: Ahmedabad
Date: 23-07-2024

Gokul M. Jaykrishna
Managing Director & CEO
DIN: 00671652

Paru M. Jaykrishna
Director
DIN: 00671721

Regd. Office:

Asahi House 20,
Times Corporate Park
Thaltej-Shilaj Road, Thaltej
Ahmedabad-380059, Gujarat.
[CIN: U24290GJ2019PTC110526]





Board's Report

To the Members,
Asahi Tennants Color Private Limited

Your Directors are pleased to present their 5th Annual Report of the Asahi Tennants Color Private Limited together with the Audited Financial Statements of the Company for the Financial Year ended March 31, 2024.

FINANCIAL HIGHLIGHTS

The Company's financial performance of the Company for the year ended March 31, 2024 is summarised below: (Rupees in Lakhs)

Particulars	Amount as at 31.03.2024	Amount as at 31.03.2023
Total Revenue from Operations	5,592.77	4,171.19
Profit / (Loss) before Depreciation and Taxation	(806.47)	(1,747.56)
Less: Depreciation	373.30	368.95
Profit / (Loss) for the year before Taxation	(1,179.77)	(1,378.61)
Less: Provision for Taxation	-	-
Short / (Excess) Provision of Earlier Years	-	-
Deferred Tax Liability / (Asset)	(202.88)	41.61
Profit / (Loss) for the year after Taxation	(976.89)	(1,420.23)
Other Comprehensive Income (Net of Taxes)	(0.86)	0.63
Add: Balance of Profit / (Loss) carried forwarded from Last Year	(2,423.89)	(1,004.29)
Profit Available For Appropriation	(3,401.64)	(2,423.89)
Less: Proposed Dividend	-	-
Interim Dividend	-	-
Provision for Dividend Tax	-	-
Transferred to General Reserve	-	-
Closing Balance of Profit & Loss Account	(3,401.64)	(2,423.89)

BRIEF DESCRIPTION OF THE COMPANY'S WORKING DURING THE YEAR / STATE OF COMPANYS AFFAIRS

General

During the reporting period, the industry witnessed transient demand slump due to inventory destocking, rising interest rates, and lower product price realisations across the markets. The subdued demand continue to impact the profitability, thereby affecting the overall business performance of the Company.

Despite the challenging downturn that affected much of the pigment industry throughout majority of the last financial year, the operating climate within the AZO market is beginning to show signs of recovery, displaying encouraging potential. Your Company has managed to maintain optimal operation levels for yellow pigment production, bolstered by strong demand for the product.

The Company is a Joint Venture between Asahi Songwon Colors Limited, India (holding 51% of total Equity Share Capital of the Company) and Tennants Textile Colours Limited, England (holding 49% of total Equity Share Capital of the Company) to setup a manufacturing facility for AZO pigments in India at Dahej, Bharuch, Gujarat.

Asahi Songwon Colors Limited (ASCL) is engaged in the manufacture of Phthalo Pigments (one of the largest categories of pigments manufactured in India) comprising of CPC Blue Crude and a range of

Beta Blue Pigments. It is market leader in Blue Pigment business, supplying to top global MNC's.

Whereas, Tennants Textile Colours Limited (TTC), is the United Kingdom's top manufacturer of colour for various industries, based beside the River Lagan in Belfast, Northern Ireland with solvent production facility outside Birmingham, England. Incorporated in 1949, Tennants Group produce a wide range of colour dispersions (water & solvents base) tailored to optimize their suitability for a range of markets including Textile, Paper, Paints and Coating, Ink, Agriculture & Plastics. Today, they export to over 41 countries globally from their base in UK.

Performance Review

During the year under review, the revenue from operation stood at Rs. 5,592.77 Lakhs compared to Rs. 4,171.19 Lakhs in the previous year. The Company incurred a loss of Rs. 976.89 Lakhs compared to Loss of Rs. 1,420.23 Lakhs in the previous year.

Exports

During the year under review, the Company's exports stood at Rs. 755.75 Lakhs (Previous year Rs. 1131.51 Lakhs). Your Company continues to view focus export markets for its products and are confident to explore better overseas markets in the coming years.





Capital Expenditure

During the year under review, the Company has not incurred any capital expenditure (Previous Year Rs 0.32 Lakhs).

TRANSFER TO RESERVES

The Company has not transferred any amount to reserves during the period under review.

DIVIDEND

During the year under review, the Board of Directors of the Company has not recommended dividend on the equity shares of the Company.

UNCLAIMED DIVIDEND

The Company does not have any unclaimed dividend outstanding for payment to shareholders of the Company. Further the Company has no amount outstanding to be transferred to the Investor Education and Protection Fund ("IEPF").

SHARE CAPITAL

Issue of equity shares with differential rights

During the year under review, Company's issued, subscribed and paid-up equity share stood at Rs. 72,67,82,400 divided into 7,26,78,240 equity shares of Rs. 10/- each. During the year under review, no equity shares with differential rights as to dividend, voting or otherwise were issued.

Issue of sweat equity shares

The Company has not issued any sweat equity shares during the year under review.

Issue of employee stock option

The Company has not granted any Employee Stock Option within the meaning of Section 62(1)(b) of the Companies Act, 2013 read with its Rules framed there under.

Issue of Debentures

During the financial year under review, your Company has not issued any Debenture in terms of Section 42 of the Companies Act, 2013 read with Rule 14 of the Companies (Prospectus and Allotment) Rules, 2014 and no debentures were redeemed during the Financial Year 2023-2024.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company continues to be a subsidiary of Asahi Songwon Colors Limited. Whereas the Company does not have any subsidiary, associate or joint venture company.

DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to Section 134(3)(c) of the Companies Act, 2013, the Directors confirm that :

- in the preparation of the annual accounts for the financial year ended on March 31, 2024, the applicable accounting standards have been followed and there are no material departure from the same;
- the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at March 31, 2024 and of the Loss of the company for the year ended on that date;
- the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- the directors have prepared the annual accounts on going concern basis.
- the directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating effectively.
- the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

AUDITORS & AUDITORS' REPORT

M/s. Trushit Chokshi & Associates, Chartered Accountants (Firm Registration No. 111072W), Ahmedabad were appointed as Statutory Auditors of the Company at the Annual General Meeting of the Company held on September 29, 2020 for five consecutive years, until the conclusion of the Annual General Meeting to be held for the Financial Year ending on 31st March, 2025, of the Company.

M/s. Trushit Chokshi & Associates., Chartered Accountants, Ahmedabad has confirmed that they are not disqualified from continuing as Auditors of the Company.

The Auditor's Report for the financial year ended March 31, 2024 on the financial statements of the Company is a part of this Annual Report. The Auditors' Report for the financial year ended March 31, 2024 does not contain any qualifications, reservation or adverse remark.

There were no incidence of reporting of frauds by the Statutory Auditors of the Company under Section 143(12) of the Companies Act, 2013 read with Company (Accounts) Rules, 2014.

DETAILS OF DIRECTORS OR KEY MANAGERIAL PERSONNEL INCLUDING THOSE WHO ARE APPOINTED OR HAVE RESIGNED DURING THE YEAR

Directors liable to retirement by rotation

In accordance with the provisions of Section 152 read with





Companies (Appointment and Qualification of Directors) Rules, 2014 of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Michael Gary Hughes and Mr. Timothy Sydney William Glenn, Directors of the Company, retire by rotation at the ensuing Annual General Meeting and Meeting and being eligible, offers themselves for re-appointment. The Board recommends their reappointment.

Appointment/Reappointment of Directors

During the year review, Mr. Narendra Rathi resigned as Chief Financial Officer (CFO) of the Company on May 23, 2023 and the Board of Directors of the Company at its meeting held on October 17, 2023 appointed Mr. Alok Jhawar as Chief Financial Officer (CFO) of the Company.

The Board of Director at its meeting held on January 23, 2024 has appointed Mr. John Norman Perrie as Additional director and Mr. Miteshkumar Nandhubhai Patel as Additional Director and Whole Time Director – Executive Director of the Company.

Key Managerial Personnel

The following persons are the Key Managerial Personnel as on March 31, 2024:

1.	Mr. Gokul Mrugesh Jaykrishna	Managing Director & CEO
2.	Mr. Alok Jhawar	Chief Financial Officer
3.	Mr. Saji V. Joseph	Company Secretary

Women Director

The Composition of the Board of Directors of the Company includes a women director viz. Mrs. Paru Mrugesh Jaykrishna. Accordingly, the Company is in compliance with the requirement of Section 149(1) of the Companies Act, 2013 read with Rule 3 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Remuneration to Directors and Key Managerial Personnel

The details of remuneration, if any paid to Directors and Key Managerial Personnel of the Company are disclosed in the Annual Return of the Company under Section 92 of the Companies Act, 2013.

DECLARATION BY INDEPENDENT DIRECTORS

In terms of the Rule 4(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, the Company has received declaration from Independent Director. Dr. Pradeep Jha is the independent director of the Company.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY’S OPERATIONS IN FUTURE

The Company has neither received nor is aware of any significant

and material orders passed by the Regulators or Courts or Tribunals during the year under review which impact the going concern status and Company’s operations in future.

DEPOSITS

During the year under review, the Company has not accepted any deposit within the meaning of Section 73 and 74 of the Companies Act, 2013 (“the Act”) read together with the Companies (Acceptance of Deposit) Rules, 2014. Hence, the requirement for furnishing of details relating to deposits covered under Chapter V of the Act or the details of deposits which are not in compliance with Chapter V of the Act is not applicable.

CORPORATE SOCIAL RESPONSIBILITY POLICY

Although the provisions of section 135 of the Companies Act, 2013 are not applicable to the company, however, the management of the company shall strive to adhere the same.

AUDIT COMMITTEE

As stated hereinabove, the Company being a joint venture between Asahi Songwon Colors Limited, India and Tennants Textile Colours Limited, England, it is not required to appoint the independent directors in terms of the Rule 4(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, hence, no audit committee is required to be constituted under section 177 of the Companies Act, 2013 and relevant rules made there under.

VIGIL MECHANISM

The provisions of Section 177 of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014, relating to vigil mechanism is not applicable to the Company.

PARTICULARS OF LOANS GIVEN, INVESTMENT MADE, GUARANTEES GIVEN AND SECURITIES PROVIDED

There are no loans, guarantees or Investments to be reported under section 186 of Companies Act, 2013.

NOMINATION AND REMUNERATION COMMITTEE AND POLICY ON DIRECTORS APPOINTMENT AND REMUNERATION AND OTHER DETAILS

As stated hereinabove, the Company being a joint venture between Asahi Songwon Colors Limited, India and Tennants Textile Colours Limited, England, it is not required to appoint the independent directors in terms of the Rule 4(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, hence, no Nomination and Remuneration Committee is required to be constituted under section 178 of the Companies Act, 2013 and relevant rules made thereunder.





FINANCE AND INSURANCE

The Company has been financed by HDFC Bank Limited for both working capital and term loans.

All assets and insurable interests of your Company including building, plant and machinery, stocks, vehicles, stores and spares have been adequately insured against various risks and perils.

RISK MANAGEMENT

The Board has put in place appropriate framework and mechanism to review the risks for the Company including the operational and business risks. The Board review mitigation plans from time to time.

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

The Company has in place an adequate internal financial control system, which is commensurate with the size of the Company and the nature of its business. The internal financial control system of the Company is monitored and evaluated, periodically reviewed, discussed and corrective actions thereon are taken and reported.

CHANGES IN THE NATURE OF BUSINESS, IF ANY

There was no change in the nature of business of the Company during the financial year ended March 31, 2024.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

No material changes and commitments affecting the financial position of the Company have occurred between the end of the financial year to which the financial statements relate and the date of this report.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS OR TRANSACTIONS WITH RELATED PARTIES

All related party transaction that was entered into during the financial year under review were in ordinary course of business and were on arm's length basis. There are no materially significant related party transactions made by the Company which may have potential conflict of interest.

Particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act, 2013 read with rule 8 (2) of the Companies (Accounts) Rules, 2014, in the prescribed Form AOC-2, is Annexed as "Annexure A" to this Report.

PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO

The information on conservation of energy, technology absorption

and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule, 8 of The Companies (Accounts) Rules, 2014 is annexed herewith as "Annexure B".

MEETINGS OF BOARD

The Board duly met four times in the Financial Year 2023-24 i.e. on May 17, 2023, July 26, 2023, October 17, 2023 and January 23, 2024. The intervening gap between two meetings was within the period prescribed under Section 173 of the Companies Act 2013. The details of Board meeting attended by the directors are as under:

Sr. No.	Name of Director	Attendance at the Meeting	
		Board	AGM
1.	Mrs. Paru Mrugesh Jaykrishna-Chairperson	3	Yes
2.	Mr. Gokul Mrugesh Jaykrishna- MD & CEO	4	Yes
3.	Dr. Pradeep Jha - Independent Director	4	Yes
4.	Mr. Michael Gary Hughes-Director	4	Yes
5.	Mr. Timothy Sydney William Glenn-Director	4	Yes
6.	Mr. Arjun Gokul Jaykrishna - Director	4	Yes
7.	Mr. John Norman Perrie - Director	1	NA
8.	Mr. Mitesh Nandhubhai Patel - Ex. Director	1	NA

EXTRACT OF ANNUAL RETURN

Extract of annual return of the company is annexed as "Annexure C" to this report.

MAINTENANCE OF COST RECORDS

The Company is not required to maintain cost records as specified by the Central Government under Section 148(1) of the Companies Act, 2013.

SECRETARIAL AUDITORS

Pursuant to provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. Shyamsingh Tomar & Associates, a firm of Company Secretaries in Practice to undertake the Secretarial Audit of the Company for Financial Year 2023-2024. The Secretarial Audit Report is annexed as "Annexure D" to this Report.

DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT

During the year under review, neither the Statutory Auditors, Cost Auditors and the Secretarial Auditors have reported to the Audit Committee under section 143(12) of the Companies Act, 2013 any instances of fraud committed against your Company by its officers and employees, details of which would need to be mentioned in the Board's Report.





DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The company has in place a policy for prevention of Sexual Harassment, to ensure healthy working environment without fear of prejudice, gender bias and sexual harassment of women at workplace in accordance with the requirements of the Sexual Harassment of women at workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal Complaints committee has been set up to redress complaints received regarding sexual harassment. All employees (Permanent, Contractual, Temporary, Trainees) are covered under this policy. The company did not received any complain during the year.

INDUSTRIAL RELATIONS

The Company maintained healthy, cordial and harmonious industrial relations at all levels. The enthusiasm and unstinting efforts of employees have enabled the Company to remain at the leadership position in the industry. It has taken various steps to improve productivity across organization.

SECRETARIAL STANDARDS

The Company has complied with all applicable mandatory secretarial standards issued by the Institute of Company Secretaries of India.

OTHER DISCLOSURES

- i. No credit rating has been obtained by the Company with respect to its securities.
- ii. No application has been made under the Insolvency and Bankruptcy Code, hence the requirement to disclose 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 at the end of the financial year is not applicable.

- iii. The requirement to disclose the details of difference between amount of 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, is not applicable.

ACKNOWLEDGMENT

Your Directors would like to express sincere appreciation for the assistance and valuable co-operation extended by the banks, government authorities, customers, vendors and stakeholders during the financial year. Your director also wishes to place their deep sense of appreciation for the committed services by the company's employees and workers during the year under review.

The Company is thankful to the shareholders for reposing trust in the Company and their unflinching enthusiasm and patronage.

For and on behalf of Board of Directors

Gokul M. Jaykrishna
Managing Director & CEO
DIN: 00671652

Place: Ahmedabad
Date: 23-07-2024

Paru M. Jaykrishna
Chairperson
DIN: 00671721





ANNEXURE TO DIRECTORS REPORT

ANNEXURE “A”

Particulars of contract / arrangements made with related parties

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

This Form pertains to the disclosure of particulars of contracts / arrangements entered into by the Company with related parties referred to in Sub-section (1) of Section 188 of the Companies Act, 2013 including certain arm’s length transactions under third proviso thereto.

Details of contracts or arrangements or transactions not at arm’s length basis

There were no contracts or arrangements or transactions entered in to during the year ended March 31, 2024, which were not at arm’s length basis.

Details of material contracts or arrangement or transactions at arm’s length basis

The details of material contracts or arrangement or transactions at arm’s length basis for the year ended March 31, 2024 are as follows:

Name of Related Party	Name of Relationship	Nature of Contract/ Arrangement/ transaction	Duration of Contract Arrangement/ transaction	Salient term of Contract/ Arrangement/transactions including the value, if any Rupees in Lakhs	Date of Approval by Board, If any	Amount Paid as advance, if any
Asahi Songwon Colors Limited	Holding Company	Sales and Purchase	Repetitive	79.67	17.05.2023	None
		Loan & Interest	Up to repayment of Loan	533.76	23.01.2024	None
Tennants Textile Colors Limited	Joint Venture Partner / Major Investor	Sales and Purchase	Repetitive	336.38	17.05.2023	None
		External Commercial Borrowing & Interest	Up to repayment of Loan	46.09	23.01.2024	None





Annexure to Directors Report

ANNEXURE “B”

A. CONSERVATION OF ENERGY

- i. **The steps taken or impact on conservation of energy:** The manufacturing facilities continue their efforts to reduce the specific energy consumption. Continuous monitoring of high consumption areas/equipment and taking appropriate corrective measures as and when required resulted in energy saving and maintained marginal increment in power consumption as against production growth
- ii. The steps taken by the company for utilising alternate sources of energy;
Looking to the size and nature of the business, the Company has not opted for any other alternate source of energy.
- iii. The capital investment on energy conservation equipments: The Company has just started its operations.

B. TECHNOLOGY ABSORPTION

- i. **The efforts made towards technology absorption;**
Looking to the size and nature of the business, the management has not adopted any new technology during the year. However, continuous monitoring studies are conducted to reduce energy consumption.
- ii. **The benefits derived like product improvement, cost reduction, product development or import substitution;**

Not Applicable.

iii. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year :

- a) the details of technology imported; NIL
- a) the details of technology imported; NIL
- b) the year of import; NA
- c) whether the technology been fully absorbed; NA
- d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; NA

iv. The expenditure incurred on Research and Development. NIL

C. FOREIGN EXCHANGE EARNINGS & OUTGO:

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows:

(Rupees in Lakhs)

	2023-24	2022-23
Foreign Exchange Earned	740.31	10.96
Foreign Exchange Outgo	550.11	940.60





Annexure to Directors Report

ANNEXURE "C"

Form No. MGT – 9 EXTRACT OF ANNUAL RETURN As on the financial Year ended on 31st March, 2024

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

i) CIN	U24290GJ2019PTC110526
ii) Registration Date [DD/MM/YY]	25/10/2019
iii) Name of the Company	Asahi Tennants Color Private Limited
iv) Category / Sub category of the Company	Company Limited by Shares/ Non-Govt Company
v) Address of the Registered office and contact details	Asahi House, 20, Times Corporate Park, Thaltej – Shilaj Road, Thaltej, Ahmedabad-380059, Gujarat. Telephone: 079-68325000 Email: cs@atcolors.com
vi) Whether Listed Company	No
vii) Name, Address and Contact details of Registrar and Transfer Agent, if any	Not Applicable

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

(All the business activities contributing 10% or more of the total turnover of the company shall be stated)

Sr. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1.	Pigments	20114	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

(No. of Companies for which information is being filled)

Sr. No.	Name And Address of The Company	CIN/GLN	Holding/ Subsidiary/Associate	% of shares held	Applicable Section
1.	Asahi Songwon Colors Limited	L24222GJ1990PLC014789	Holding	51	2 (87)

IV. SHARE HOLDING PATTERN

(Equity Share Capital Breakup as percentage of Total Equity)

A. CATEGORY-WISE SHARE HOLDING

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2023]				No. of Shares held at the end of the year [As on 31-March-2024]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	-	-	-	-	-	-	-	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	3,70,65,482	-	3,70,65,482	51.00	3,70,65,482	-	3,70,65,482	51.00	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub-total (A) (1):-	3,70,65,482	-	3,70,65,482	51.00	3,70,65,482	-	3,70,65,482	51.00	-
(2) Foreign									
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	3,56,12,758	-	3,56,12,758	49.00	3,56,12,758	-	3,56,12,758	49.00	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other....	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):-	3,56,12,758	-	3,56,12,758	49.00	3,56,12,758	-	3,56,12,758	49.00	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	7,26,78,240	-	7,26,78,240	100.00	7,26,78,240	-	7,26,78,240	100.00	-



**B. SHAREHOLDING OF PROMOTER**

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% Change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged encumbered to total shares	
1	Asahi Songwon Colors Limited	3,70,65,482	51.00	-	3,70,65,482	51.00	-	-
2	Tennants Textile Colours Limited	3,56,12,758	49.00	-	3,56,12,758	49.00	-	-

C. CHANGE IN PROMOTERS' SHAREHOLDING

(Please specify, if there is no change)

Sr. No.	Equity Share	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
	At the beginning of the year	7,26,78,240	100	7,26,78,240	100
	Date wise Increase/Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/bonus/ sweat equity etc):	-	-	-	-
	At the end of the year	7,26,78,240	100	7,26,78,240	100

D. SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS

(Other than Directors, Promoters and Holders of GDRs and ADRs)

Sr. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
	At the beginning of the year	-	-	-	-
	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/ bonus/sweat equity etc):	-	-	-	-
	At the End of the year (or on the date of separation, if separated during the year)	-	-	-	-





Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2023]				No. of Shares held at the end of the year [As on 31-March-2024]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
(2) Non-Institutions									
a) Bodies Corp.									
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
Non Resident Indians	-	-	-	-	-	-	-	-	-
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	-	-	-	-	-	-	-	-	-
Trusts	-	-	-	-	-	-	-	-	-
Foreign Bodies - D R	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	-	-	-	-	-	-	-	-	-
Total Public Shareholding B) = (B)(1)+(B)(2)	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	7,26,78,240	-	7,26,78,240	100.00	7,26,78,240	-	7,26,78,240	100.00	-





E. SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Sr. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
A	Gokul Mrugesh Jaykrishna				
	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/ bonus/sweat equity etc):	-	-	-	-
	At the end of the year	-	-	-	-
B	Arjun Gokul Jaykrishna				
	At the beginning of the year	-	-	-	-
	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/ bonus/sweat equity etc):	-	-	-	-
	At the end of the year	-	-	-	-
C	Paru Mrugesh Jaykrishna				
	At the beginning of the year	-	-	-	-
	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/ bonus/sweat equity etc):	-	-	-	-
	At the end of the year	-	-	-	-
D	Michael Gary Hughes				
	At the beginning of the year	-	-	-	-
	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/ bonus/sweat equity etc):	-	-	-	-
	At the end of the year	-	-	-	-
E	Timothy Sydney William Glenn				
	At the beginning of the year	-	-	-	-
	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/ bonus/sweat equity etc):	-	-	-	-
	At the end of the year	-	-	-	-
F	Dr. Pradeep Jha				
	At the beginning of the year	-	-	-	-
	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/ bonus/sweat equity etc):	-	-	-	-
	At the end of the year	-	-	-	-
G	Mr. John Norman Perrie				
	At the beginning of the year	-	-	-	-
	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/ bonus/sweat equity etc):	-	-	-	-
	At the end of the year	-	-	-	-
H	Mr. Miteshkumar Nandubhai Patel				
	At the beginning of the year	-	-	-	-
	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/ bonus/sweat equity etc):	-	-	-	-
	At the end of the year	-	-	-	-





V. INDEBTEDNESS

(Indebtedness of the Company including interest outstanding/accrued but not due for payment)

(Rupees in Lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	5,536.79	-	-	5,536.79
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	5,536.79	-	-	5,536.79
Change in Indebtedness during the financial year				
• Addition	-	200.00	-	200.00
• Reduction	(227.77)	-	-	(227.77)
Net Change	(227.77)	200.00	-	(27.77)
Indebtedness at the end of the financial year				
i) Principal Amount	5,309.02	200.00	-	5,509.02
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	5,309.02	200.00	-	5,509.02

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER

(Rupees in Lakhs)

Sr. No.	Particulars of Remuneration	Name of MD/ WTD/ Manager								Total Amount in Rs
		Gokul Mrugesh Jaykrishna	Arjun Gokul Jaykrishna*	Paru Mrugesh Jaykrishna	Dr. Pradeep Jha	Michael Gary Hughes Glenn	Timothy Sydney William	John Norman Perrie	Mitesh Nadhubhai Patel	
1.	Gross salary									
	(a) Salary as per provisions contained in section 17 (1) of the Income-tax Act, 1961	84.00	-	-	-	-	-	-	3.65	87.65
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-	-	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	-	-	-	-	-	-	-	-	-
2.	Stock Option	-	-	-	-	-	-	-	-	-
3.	Sweat Equity	-	-	-	-	-	-	-	-	-
4.	Commission									
	- as % of profit									
	- others, specify...	-	-	-	-	-	-	-	-	-
5.	Others, please specify	-	-	-	-	-	-	-	-	-
	Total (A)	84.00	-	-	-	-	-	-	3.65	87.65
	Ceiling as per the Act	-	-	-	-	-	-	-	-	-

*The Board of Director at its meeting held on January 23, 2024 has appointed Mr. John Norman Perrie as Additional Director and Mr. Mitesh Nandubhai Patel as Executive Director of the Company.



**B. REMUNERATION TO OTHER DIRECTORS**

(Rupees in Lakhs)

Sr. No.	Particulars of Remuneration	Name of MD/ WTD/ Manager				Total Amount in Rs.
1.	Independent Directors	-	-	-	-	-
	Fee for attending board/ committee meetings	-	-	-	-	-
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (1)	-	-	-	-	-
2.	Other Non-Executive Directors	-	-	-	-	-
	Fee for attending board /committee meetings	-	-	-	-	-
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (2)	-	-	-	-	-
	Total (B)=(1+2)	-	-	-	-	-
	Total Managerial Remuneration	-	-	-	-	-
	Overall Ceiling as per the Act	-	-	-	-	-

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

(Rupees in Lakhs)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			
		Alok Jhawar CFO*	Saji Varghese Joseph Company Secretary	Narendra Rathi CFO*	Total
1.	Gross salary	-	-	-	-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	6.46	-	1.69	8.15
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission				
	- as % of profit				
	- others, specify...	-	-	-	-
5.	Others, please specify	-	-	-	-
	Total	6.46	-	1.69	8.15

* Mr. Narendra Rathi resigned as CFO w.e.f. May 23, 2023, * Mr. Alok Jhawar was appointed as CFO w.e.f. October 17, 2023

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES

(Rupees in Lakhs)

Type	Section of The Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD/ NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTORS					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

By the Order of Board of Directors

Place: Ahmedabad
Date: 23-07-2024**Gokul M. Jaykrishna**
Managing Director & CEO
DIN: 00671652**Paru M. Jaykrishna**
Chairperson
DIN:00671721

ANNEXURE “D”

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 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
ASAHI TENNANTS COLOR PRIVATE LIMITED
Asahi House, 20, Times Corporate Park,
Thaltej-Shilaj Road, Daskroi,
Ahmedabad-380059, Gujarat.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **ASAHI TENNANTS COLOR PRIVATE LIMITED** (hereinafter called “the Company”). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

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

I have examined the books, papers, minute books, forms and returns filed and other records maintained by 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 there under;
- ii. The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the Rules made there under- **not applicable to the Company during Audit period.**
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under.
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v. The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’) - **not applicable to the Company during Audit period.**

vi. Secretarial Standards issued by the Institute of Company Secretaries of India. Further, the Company is not listed on any stock exchange and therefore, provisions of listing agreement are not applicable to the Company.

vii. I further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test – check basis other than fiscal and labour laws which are generally applicable to all manufacturing/trading companies, the following laws/ acts are also, inter alia, applicable to the Company:

- (i) Indian Boilers Act, 1923 and rules made thereunder.
- (ii) The Explosives Act, 1884 and rules made thereunder.
- (iii) The Manufacture, storage and import of Hazardous Chemical Rules, 1989.

viii. During the Audit period under review and as per representations and clarifications provided by the management, I confirm that the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, etc. as mentioned hereinabove.

I further report that based on the information provided by the Company, its officers there exists adequate systems, process and control commensurate with the size and operation of the Company to monitor and ensure compliance of other laws. I have not reviewed the compliance by the company of applicable financial laws like direct and indirect tax laws as the same has been reviewed by the other designated professionals.

I further report that the Board of Directors of the Company is duly constituted. Further, the changes, if any, in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least



seven days in advance, 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.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

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

I further report that during the audit period, there were no instances of:-

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

Annexure 'A'

To,

The Members,

ASAHI TENNANTS COLOR PRIVATE LIMITED

Asahi House, 20, Times Corporate Park,
Thaltej-Shilaj Road, Daskroi,
Ahmedabad-380059, Gujarat.

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

1. Maintenance of secretarial records is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I 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. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the

1. Public / Rights / Preferential issue of Shares / Debentures / Sweat Equity.
2. Redemption/Buy Back of Securities.
3. Merger / Amalgamation / Reconstruction etc.
4. Foreign Technical Collaborations.

For, SHYAMSINGH TOMAR & ASSOCIATES
Company Secretaries

Shyamsingh R. Tomar

[Proprietor]

FCS No.: 12345

COP: 15973

PR No.: 1076/2021

UDIN: F012345E000695379

Date:

Place: Ahmedabad

responsibility of management. My 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, SHYAMSINGH TOMAR & ASSOCIATES
Company Secretaries

Shyamsingh R. Tomar

[Proprietor]

FCS No.: 12345

COP: 15973

PR No.: 1076/2021

UDIN: F012345E000695379

Date:

Place: Ahmedabad





Independent Auditor's Report

To the Members of
Asahi Tennants Color Private Limited

REPORT ON THE AUDIT OF THE STANDALONE IND AS FINANCIAL STATEMENTS

Opinion

We have audited the accompanying Standalone IND AS financial statements of Asahi Tennants Color Private Limited, (the "Company") which comprise the balance sheet as at 31st March 2024, the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information.

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

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Standalone financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our Opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significant in our audit of the Standalone Financial Statement of the current period. These

matters were addressed in the context of our audit of the Standalone financial statement as a whole and in forming out opinion thereon and we do not provide a separate opinion on these matters. In the audit of the current period, we have not observed any key audit matters required to be reported separately.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, and Shareholder's Information, but does not include the Standalone financial statements and our auditor's report thereon.

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

In connection with our audit of the Standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone financial statements or our knowledge obtained 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 Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these Standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the





provisions of 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 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 Standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone financial statements, the 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibility

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

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

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

2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the Standalone financial statements, including the disclosures, and whether the Standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate



with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of Sub-Section (11) of Section 143 of the Act, we give in the Annexure-A a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
 - (c) The Balance Sheet, Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid Standalone financial statements comply with the Accounting Standards

specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

- (e) On the basis of the written representations received from the directors as on March 31, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 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 over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in Annexure B
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - (I) The Company does not have any pending litigations, which would impact its financial position.
 - (II) The Company did not have any long-term contract including derivative contract for which there were any material foreseeable losses;
 - (III) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For, **Trushit Chokshi and Associates**
Chartered Accountants
Firm Registration No : 111072W

Trushit Chokshi
Partner

Date : May 15, 2024
Place : Ahmedabad

Membership No. : 040847
UDIN : 24040847BKCGWD99



Annexure A to the Independent Auditor's Report

REFERRED TO IN PARAGRAPH 7(F) UNDER 'REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS' SECTION OF OUR REPORT OF EVEN DATE.

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

1. We have audited the Internal Financial Controls over financial reporting of Asahi Tennants Color Private Limited (the Company) as of March 31, 2024 in conjunction with our audit of the Standalone Ind AS Financial Statements of the Company for the year ended on that date.

Management's responsibility for Internal Financial Controls

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

Auditor's responsibility

3. Our responsibility is to express an opinion on the Internal Financial Controls of the Company over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of Internal Financial Controls. These 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.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the Internal Financial Controls system over financial reporting and their operating effectiveness. Our audit of Internal Financial Controls over financial reporting included obtaining an understanding of

Internal Financial Controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the Auditor's judgement, including the assessment of the risks of material misstatement of the Financial Statements, whether due to fraud or error.

5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Internal Financial Controls system over financial reporting of the Company.

Meaning of Internal Financial Controls over financial reporting

6. The Internal Financial Control over financial reporting of a company 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. Internal Financial Control over financial reporting of a Company includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Financial Statements in accordance with Generally Accepted Accounting Principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of Management and Directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the assets of the Company that could have a material effect on the Financial Statements.

Inherent limitations of Internal Financial Controls over financial reporting

7. 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

8. 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 adequate Internal Financial Controls system over financial reporting and such Internal Financial Controls over financial reporting were operating effectively as at March 31, 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 issued by the Institute of Chartered Accountants of India.

For, **Trushit Chokshi and Associates**

Chartered Accountants

Firm Registration No : 111072W

Trushit Chokshi

Partner

Membership No. : 040847

UDIN : 23040847BGQWA15633

Date : May 15, 2024

Place : Ahmedabad



Annexure B to Independent Auditors' Report:

Annexure "B" to the Independent Auditors' Report of even date on the standalone financial statements of the company Referred to in Paragraph 1 under the heading "Report on Other Legal and Regulatory Requirements" of our Report of even date:

- i. (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment;
- (b) These Property, Plant and Equipment have been physically verified by the Management at reasonable intervals and 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 are held in the name of the Company..
- (d) The Company is maintaining proper records showing full particulars of Intangible Assts.
- (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 Transaction (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii. (a) According to the information and explanation given to us, the inventories have been physically verified by the management during the year. In our opinion, the procedures for the physical verification of inventory followed by management are reasonable and adequate in relation to the size of the Company and the nature of its business.
- (b) In our opinion and according to the information and explanation given to us, the Company has maintained proper records of inventory. No material discrepancies were noticed on physical verification of inventory.
- (c) The Company has been sanctioned working capital limit in excess of Rs. 5 Crore, in aggregate, during the year, from bank or financial institutions and the quarterly statement filed by the company with such banks or financial institutions are in agreement with the books of account of the company.
- iii. (a) The Company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the register maintained under section 189 of the Act. Accordingly, clause 3(iii)(a) and (iii)(b) of paragraph of the Order are not applicable to the Company for the current year.
- (b) In our opinion, the investments made and the terms and conditions of the grant of loan, during the year are, prime facie, not prejudicial to the Company's interest.
- (c) In respect of loans granted by the company, the schedule of repayment of principal and interest, if any, has been stipulated and the repayments of principal amounts and receipts of interest are generally been regular as per stipulation.
- (d) In respect of loan granted by the company, there is no overdue amount remaining outstanding as at the balance sheet date.
- (e) No loan granted by the company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the over dues of existing loan given to the same parties.
- (f) The company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year to Promoter, related parties as defined u/s 76(2) of the Companies Act, 2013. Hence, reporting under clause 3(iii)(f) is not applicable.
- (iv) In our opinion and according to the information and explanations given to us, the Company has not given any loans, guarantees or security or made any investments to which provisions of section 185 and 186 of the Act is applicable, and accordingly paragraph 3 (iv) of the Order is not applicable to the Company.
- (v) The Company has not accepted any deposits from the Public within the meaning of the provisions of section 73 to 76 or any other relevant provisions of the Act and the rules framed there under. Hence reporting under clause 3(v) of the order is not applicable.
- (vi) According to the information and explanation provided for the provisions of clause 3(vi) of the Order are not applicable to the Company as the Company is covered by the Company (Cost Records and Audit) Rules, 2014. The Company does maintain cost records in accounting system as per financial data, however the detailed examination has not been made to determine whether they are sufficient accurate or correct.
- (vii) According to the information and explanations given to us in respect of statutory dues:
 - (a) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has been regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Service tax, Custom duty, Excise duty, Value added Tax, Cess and Goods and Service Tax and any other material statutory dues during the year with the appropriate authorities. Moreover, as at March 31, 2024, there are no such undisputed dues payable for a period of more than six months from the date they became payable.
 - (viii) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not defaulted in repayment of loans or borrowings from any financial institution, banks, government or due to debenture holders during the year.
- (ix) (a) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments). The term loans raised during the year has been utilized by the Company for the purpose for which the same has been taken.
- (b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.





- (c) Accounting to the explanations provided by the company and overall examination of the financial statements of the company, the term loans were prime facie applied for the purpose for which they were obtained.
- (d) On the overall examination of the financial statement of the Company, the company fund raised on short term basis have, prime facie, not been used during the year for long-term purposes by the Company.
- (e) On the overall examination of the financial statement of the Company, the company has not taken any funds from any entity or person on account of or to meet the obligation of its subsidiaries.
- (f) The Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, JVs or associate Companies, and hence reporting on clause 3(ix)(f) of the order is not applicable.
- (x) (a) The Company did not raise any money by way of initial public offer or further public offer and term loan during the year. Accordingly paragraph 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 share or convertible debenture and hence reporting under 3(x)(b) of the order is not applicable.
- (xi) (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 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 and upto the date of audit report.
- (c) The Company has not received any whistle-blower complaints during the year.
- (xii) 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 to the Company.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with section 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- (xiv) (a) In our opinion the company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have consider, 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) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable to the Company.
- (xvi) (a) 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) and (b) of the Order is not applicable.
- (b) In our opinion, there is no Core Investment Companies (Reserve Bank) Directions, 2016 and accordingly reporting under clause 3(xvi)(c) and (d) of the Order is not applicable.
- (xvii) The company has incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditor of the company during the year.
- (xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on ours examination of the evidence supporting the assumption, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date the audit report indicating that Company is not capable of the meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) (a) There are not unspent amount towards Corporate Social Responsibility (CSR) on other than on-going projects requiring a transfer to a Fund Specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx) (a) of the Order is not applicable for the year.
- (b) There is no unspent amount under sub-section (5) of section 135 of the Companies Act, pursuant to any ongoing project, which is required to be transferred to special account in compliance with the provision of sub- Section (6) of section 135 of the said Act. Accordingly, reporting under Clause 3(xx)(b) of the Order is not applicable for the year.

For, **Trushit Chokshi and Associates**
Chartered Accountants
Firm Registration No : 111072W

Trushit Chokshi
Partner

Date : May 15, 2024
Place : Ahmedabad

Membership No. : 040847
UDIN : 23040847BGQWA15633



**Balance Sheet** as at March 31, 2024

(Rupees in Lakhs)

Particulars	Notes	As at March 31, 2024	March 31, 2023
I ASSETS			
1) Non-current Assets			
(a) Property, Plant and Equipment	3	5,967.62	6,191.23
(b) Right of Use of Assets	4	1,896.63	1,918.13
(c) Capital work-in-progress	5	-	16.52
(d) Other Intangible Assets	6	193.04	203.81
(e) Financial Assets			
(i) Others Non Current Financial Assets	7	143.45	151.95
(f) Deferred tax Assets (Net)	8	356.25	153.19
Total Non-current Assets		8,556.99	8,634.81
2) Current Assets			
(a) Inventories	9	2,230.70	2,809.07
(b) Financial Assets			
(i) Trade receivables	10	1,576.10	1,106.13
(ii) Cash and Cash equivalents	11	1.72	11.26
(iii) Bank balances other than cash and cash equivalents	12	61.24	448.35
(iv) Others	13	3.04	5.53
(c) Current Tax Assets (Net)	14	1.74	6.04
(d) Other Current Assets	15	1,263.65	1,419.25
Total Current Assets		5,138.19	5,805.63
TOTAL ASSETS		13,695.18	14,440.44
II EQUITY AND LIABILITIES			
1) Equity			
(a) Equity Share capital	16	7,267.82	7,267.82
(b) Other Equity	17	(1071.20)	(93.45)
Total Equity		6,196.62	7,174.37
2) Liabilities			
Non-current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	18	2,108.36	2,194.79
(b) Provisions	19	23.26	14.71
Total Non Current Liabilities		2,131.63	2,209.51
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	20	3,400.66	3,342.01
(ii) Trade payables			
Total outstanding dues of Micro and Small Enterprises		-	-
Total outstanding dues of other than Micro and Small Enterprises	21	1,636.92	1,512.83
(iii) Other Current Financial Liabilities	22	23.58	26.00
(b) Other Current Liabilities	23	305.63	175.63
(c) Provisions	24	0.15	0.10
Total Current Liabilities		5,366.93	5,056.57
TOTAL EQUITY AND LIABILITIES		13,695.18	14,440.44
Significant Accounting Policies	2		
The accompanying notes form an integral part of financial statements			

As per our report of even date attached.

For, Trushit Chokshi and Associates

Chartered Accountants

Firm Registration No. 111072W

Trushit Chokshi

Partner

Membership No. 040847

Place : Ahmedabad

Date: 15/05/2024

Alok Jhavar
Chief Financial Officer**Saji V. Joseph**
Company Secretary
Membership No. F 9596

For and on behalf of the Board of Directors

Asahi Tennants Color Private Limited**Gokul M. Jaykrishna**
Managing Director & CEO
DIN: 00671652**Arjun G. Jaykrishna**
Director
DIN: 0854867



Statement of Profit & Loss For the year ended March 31, 2024

(Rupees in Lakhs)

Sr. No	Particulars	Notes	Year Ended March 31, 2024	Year Ended March 31, 2023
I.	Income			
	Revenue from operations	25	5,583.40	4,148.65
	Other income	26	9.38	22.55
	Total Income (I)		5,592.77	4,171.19
II.	Expenses:			
	Cost of Materials consumed	27	4,085.65	3,624.36
	Changes in inventories of finished goods, stock-in-trade and work-in-progress	28	130.67	(237.36)
	Purchase of Stock in Trade		25.43	-
	Employee benefits expense	29	304.75	237.43
	Depreciation and amortization expense	30	373.30	368.95
	Finance cost	31	425.20	373.74
	Other Expenses	32	1,427.54	1,182.68
	Total expenses (II)		6,772.54	5,549.81
III.	Profit / (Loss) before Exceptional items and tax expenses (I - II)		(1,179.77)	(1,378.61)
IV.	Exceptional items		-	-
V.	Profit / (Loss) before tax expenses (III - IV)		(1,179.77)	(1,378.61)
VI.	Tax expense:			
	Current tax		-	-
	Deferred tax		(202.88)	41.61
VII.	Profit / (Loss) for the year (V - VI)		(976.89)	(1,420.23)
	Other Comprehensive Income (Net of Taxes)	33		
	(i) Items that will not be reclassified to profit or loss net of tax		(0.86)	0.63
	(ii) Items that will be reclassified to profit or loss		-	-
VIII.	Other Comprehensive Income for the year (net of tax)		(0.86)	0.63
IX.	Total Comprehensive Income for the year		(977.75)	(1,419.60)
X.	Earnings per equity share: (face value of Rs. 10/- each)	34		
	Basic		(1.35)	(1.95)
	Diluted		(1.35)	(1.95)

Significant Accounting Policies

2

The accompanying notes form an integral part of financial statements

As per our report of even date attached.

For and on behalf of the Board of Directors
Asahi Tennants Color Private Limited

For, Trushit Chokshi and Associates

Chartered Accountants
Firm Registration No. 111072W

Alok Jhavar
Chief Financial Officer

Gokul M. Jaykrishna
Managing Director & CEO
DIN: 00671652

Trushit Chokshi
Partner
Membership No. 040847

Saji V. Joseph
Company Secretary
Membership No. F. 9596

Arjun G. Jaykrishna
Director
DIN: 0854867

Place : Ahmedabad
Date: 15/05/2024



**Statement of Changes in Equity** For the year ended March 31, 2024**A. Equity Share Capital**

	(Rupees in Lakhs)
As at April 01, 2022	7,267.824
Issued during the year	-
As at March 31, 2023	7,267.824
Issued during the year	-
As at March 31, 2024	7,267.824

B. Other Equity

(Rupees in Lakhs)

Particulars	Reserves and Surplus			Total
	Securities Premium	General Reserve	Retained Earning	
Balance as at April 01, 2022	2,330.44	-	(1,004.29)	1,326.15
Profit / (Loss) for the year	-	-	(1,419.60)	(1,419.60)
Securities Premium	-	-	-	-
Other Comprehensive Income	-	-	-	-
Total comprehensive income for the year	2,330.44	-	(2,423.89)	(93.45)
Transfer from Retained Earning to General reserve	-	-	-	-
Balance as at March 31, 2023	2,330.44	-	(2,423.89)	(93.45)
Balance as at April 01, 2023	2,330.44	-	(2,423.89)	(93.45)
Current Year Securities Premium	-	-	-	-
Profit / (Loss) for the year	-	-	(976.89)	(976.89)
Other Comprehensive Income	-	-	(0.86)	(0.86)
Total comprehensive income for the year	-	-	(977.75)	(977.75)
Transfer from Retained Earning to General reserve	-	-	-	-
Balance as at March 31, 2024	2,330.44	-	(3,401.64)	(1,071.20)

As per our report of even date attached.

For, Trushit Chokshi and Associates
Chartered Accountants
Firm Registration No. 111072W

Trushit Chokshi
Partner
Membership No. 040847
Place : Ahmedabad
Date: 15/05/2024

Alok Jhawar
Chief Financial Officer

Saji V. Joseph
Company Secretary
Membership No. F 9596

For and on behalf of the Board of Directors
Asahi Tennants Color Private Limited

Gokul M. Jaykrishna
Managing Director & CEO
DIN: 00671652

Arjun G. Jaykrishna
Director
DIN: 0854867





Cash Flow Statement for The Year Ended March 31, 2024

(Rupees in Lakhs)

Particulars	Year ended March 31, 2024		Year ended March 31, 2023	
A. Cash Flow from Operating Activities				
Profit Before Tax		(1,179.77)		(1,378.61)
Adjustments for :				
Depreciation and Amortisation Expense	373.30		368.95	
Finance Cost	425.20		373.74	
(Gain)/Loss on sale of Property, Plant and Equipment (Net)	-		(0.63)	
Interest Income	6.29	804.79	4.90	746.95
Operating Profit Before Working Capital Changes		(374.98)		(631.66)
Working Capital Changes				
Adjustments for				
(Increase)/Decrease Trade receivables	(469.97)		(696.10)	
(Increase)/Decrease Inventories	578.37		(246.32)	
Increase/ (Decrease) Trade payables (including other current liabilities & Provisions)	262.42		391.31	
Changes in Loans and other current and non current financial assets	545.21	916.03	(421.44)	(972.55)
Net Cash Flow Generated from Operating Activities		541.06		(1,604.21)
Direct taxes paid (Net)	1.09		(2.10)	
		1.09		(2.10)
Net Cash Flow from Operating Activities		542.15		(1,606.30)
B. Cash Flow from Investing Activities				
Purchase of Property, Plant & Equipment (including capital advances)	(100.92)		(37.27)	
Purchase of Current Investments	-		-	
Proceed from Sale of Property, Plant & Equipment	-		-	
Margin Money Deposite (placed) / matured	8.50		-	--
Interest and Other Income	(6.29)		(4.90)	
Net Cash Flow from (used in) Investing Activities		(98.71)		(42.17)
C. Cash Flow from Financing Activities				
Availment of non-current borrowings	580.24		1,528.13	
Repayment of non-current borrowings	(666.67)		(666.67)	
Availment/(Repayment) current borrowings	58.65		1,168.53	
Anonce Costs.	(425.20)		(373.74)	
Net Cash Flow from (used in) Financing Activities		(452.98)		1,656.25
Net increase / (decrease) in cash and cash equivalents		(9.54)		7.78
Cash and cash equivalent at the beginning of the year		11.26		3.48
Cash and cash equivalent at the end of the year		1.72		11.26

1. Previous year figures have been regrouped wherever necessary, to confirm to this year's classification.
2. The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in Ind AS 7 prescribed under the Companies (Indian Accounting Standard) Rules, 2015 under the Companies Act, 2013.

As per our report of even date attached.

For, Trushit Chokshi and Associates
Chartered Accountants
Firm Registration No. 111072W

Trushit Chokshi
Partner
Membership No. 040847
Place : Ahmedabad
Date: 15/05/2024

Alok Jhavar
Chief Financial Officer

Saji V. Joseph
Company Secretary
Membership No. F 9596

For and on behalf of the Board of Directors
Asahi Tennants Color Private Limited

Gokul M. Jaykrishna
Managing Director & CEO
DIN: 00671652

Arjun G. Jaykrishna
Director
DIN: 0854867





1. Company Information

Asahi Tennants Color Private Limited ('the Company') is a Private Limited Company domiciled in India and incorporated under the provisions of Companies Act applicable in India having CIN: U24290GJ2019PTC110526. The Company is principally engaged in the business of manufacturing & export of AZO pigments. The Company's manufacturing facility is located at Dahej, Bharuch, Gujarat. The registered office of the Company is situated at "Asahi House", 20, Times Corporate Park, Thaltej – Shilaj Road, Thaltej, Ahmedabad – 380 059, Gujarat, India.

Asahi Songwon Colors Limited holds 51% of the Company's equity capital as at March 31, 2024.

The financial statements for the year ended March 31, 2024 were approved by the Board of Directors and authorized for issue on May 15, 2024.

2. Significant Accounting Policies

2.1 Compliance with Ind-AS

These financial statements have been prepared and presented in accordance with the Indian Accounting Standards ('Ind AS') as notified under the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time as notified under Section 133 of the Companies Act, 2013 and other relevant provisions of the Companies Act, 2013 ("Act"). The accounting policies have been consistently applied for all the periods presented in the financial statements.

2.2 Basis of Preparation of Standalone Financial Statements

The standalone financial statements have been prepared and presented on the going concern basis and at historical cost basis considering the applicable provisions of Companies Act 2013, except for the following items that have been measured at fair value as required by relevant INDAS.

(i) Functional and Presentation Currency

The standalone financial statements are presented in Indian Rupees, which are the functional currency of the Company and the currency of the primary economic environment in which the Company operates.

(ii) Rounding of amounts

The standalone financial statements are presented in INR and all values are rounded to the nearest Lakh (INR 00,000) as per the requirement of Schedule III, unless otherwise stated.

2.3 Critical accounting estimates, judgements, and assumptions

The preparation of financial statements requires management to make judgments, estimates and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these

estimates. Continuous evaluation is done on the estimation and judgments based on historical experience and other factors, including expectations of future events that are believed to be reasonable.

a. Depreciation/amortisation and useful lives of property plant and equipment

Useful lives and residual values of Property, plant and equipment represent a material portion of the Company's asset base. The periodic charge of depreciation is derived after estimating useful life of an asset and expected residual value at the end of its useful life. The useful lives and residual values of assets are estimated by the management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on various external and internal factors including historical experience, relative efficiency and operating costs and change in technology.

b. Taxes

The Company's tax jurisdiction is India. Significant judgments are involved in determining the provision for income taxes including amounts to be recovered or paid for uncertain tax positions. Management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits.

c. Defined benefit obligations

Defined benefit obligations are measured at fair value for financial reporting purposes. Fair value determined by actuary is based on actuarial assumptions. Management judgement is required to determine such actuarial assumptions. Such assumptions are reviewed annually using the best information available with the Management.

d. Contingencies

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Company. Potential liabilities that are possible but not probable of crystallising or are very difficult to quantify reliably are treated as contingent liabilities. Such liabilities are disclosed in the notes but are not recognised.

e. Classification of Assets and Liabilities as Current and Non-Current

All assets and liabilities are classified as current or non-current as per the Company's normal operating cycle, and other criteria set out in Schedule III of the Companies Act, 2013. Based on the nature of products and the time lag between the acquisition of assets for processing and their realisation in cash and cash equivalents, 12 months period has been considered by the Company as its normal operating cycle.





f. Impairment of financial assets

The impairment provisions for Financial Assets are based on assumptions about risk of default and expected cash loss. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company’s past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

2.4 Property, Plant and Equipment (PPE) (IND AS 16)

These tangible assets are held for use in production, supply of goods or services or for administrative purposes. Property, Plant and Equipment are stated at cost less accumulated depreciation and accumulated impairment losses except for freehold land which is not depreciated. Cost includes purchase price after deducting trade discount/rebate, import duties, non-refundable taxes, Net of Cenvat and VAT credit/GST input credit wherever applicable, cost of replacing the component parts, borrowing costs and other directly attributable cost of bringing the asset to its working condition in the manner intended by the management.

If significant parts of an item of PPE have different useful lives, then they are accounted for as separate items (major components) of PPE.

The cost of an item of PPE is recognised as an asset if, and only if, it is probable that the economic benefits associated with the item will flow to the Company in future periods and the cost of the item can be measured reliably. Expenditure incurred after the PPE have been put into operations, such as repairs and maintenance expenses are charged to the Statement of Profit and Loss during the period in which they are incurred.

Items such as spare parts, standby equipment and servicing equipment are recognised as PPE when it is held for use in the production or supply of goods or services, or for administrative purpose, and are expected to be used for more than one year. Otherwise such items are classified as inventory.

Expenditure on acquisition of PPE for Research and Development (R&D) is included in PPE and depreciation thereon is provided as applicable.

The Company adjusts exchange differences arising on translation difference/settlement of long-term foreign currency monetary items outstanding and pertaining to the acquisition of a depreciable asset to the cost of asset and depreciates the same over the remaining life of the asset. The depreciation on such foreign exchange difference is recognised from first day of its financial year.

De-recognised upon disposal

An item of PPE is derecognised on disposal or when no future economic benefits are expected from use or disposal. Any gain or loss arising on derecognition of an item of property, plant and equipment is determined as the difference between the net disposal proceeds and the carrying amount of the asset and

is recognized in Statement of Profit and Loss when asset is derecognised.

Treatment of Expenditure during Construction Period

Expenditure, net of income earned, during construction (including financing cost related to borrowed funds for construction or acquisition of qualifying PPE) period is included under capital work-in-progress, and the same is allocated to the respective PPE on the completion of construction. Advances given towards acquisition or construction of PPE outstanding at each reporting date are disclosed as Capital Advances under “Other Non-Current Assets”.

Depreciation

The depreciable amount of an asset is determined after deducting its residual value. Where the residual value of an asset increases to an amount equal to or greater than the asset’s carrying amount, no depreciation charge is recognized till the asset’s residual value decreases below the asset’s carrying amount. Depreciation of an asset begins when it is available for use, i.e., when it is in the location and condition necessary for it to be capable of operating in the intended manner. Depreciation of an asset ceases at the earlier of the date that the asset is classified as held for sale in accordance with IND AS 105 and the date that the asset is derecognised.

The Company depreciates its property, plant and equipment (PPE) over the useful life in the manner prescribed in Schedule II to the Act. Management believes that useful life of assets are same as those prescribed in Schedule II to the Act, except for plant and equipment wherein based on technical evaluation, useful life has been estimated to be different from that prescribed in Schedule II of the Act. Useful life considered for calculation of depreciation for various assets class are as follows:-

Asset Class	Useful Life
Factory Building	30 years
Non-Factory Building	60 years
Road, Fencing, Borewell, etc.	5/10 years
Plant & Equipment	15/20 years
Lab Equipment	10 years
Electric Installation	10 years
Furniture & Fixtures	10 years
Office Equipment	5 years
Vehicles	8 years
Computers	3 years

The identified component of fixed assets is depreciated over the useful lives and the remaining components are depreciated over the life of the principal assets.

Depreciation on fixed assets added/disposed off during the period is provided on pro-rata basis with reference to the date of addition/disposal.





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

Leasehold Land is amortised over the primary period of the lease.

2.5 Intangible assets (IND AS 38)

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses, if any. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

Computer Software

Computer software are amortized over period of 3 years.

Internally Generated Intangible Assets - Research and Development Expenditure:

Expenditure incurred on development is capitalised if such expenditure leads to creation of any intangible asset, otherwise, such expenditure is charged to the Statement of Profit and Loss. PPE procured for research and development activities are capitalised.

2.6 Leases (IND AS 17)

At the inception of a lease, the lease arrangements is classified as either a finance lease or an operating lease, based on the substance of the lease arrangement.

As a Lessee:

Leases of property, plant and equipment where the Company, as lessee, has substantially all the risks and rewards of ownership, is classified as finance leases. Finance leases are capitalised at the lease's inception at the fair value of the leased property or, if lower, the present value of minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowing or other financial liabilities as appropriate.

Each lease payment is allocated between the liability and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the Company as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from lessor) are charged to profit or loss on straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

As a Lessor:

Lease income from operating leases where the Company is a lessor is recognised in other income on straight-line basis over the lease term unless the receipts 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.

Deposits provided to Lessor:

The Company is generally required to pay refundable security deposits in order to obtain property leases from various lessors. Such security deposits are financial assets and are recorded at fair value on initial recognition. The difference between the initial fair value and the refundable amount of deposit is recognised as lease prepayments. The initial fair value is estimated as the present value of the refundable amount of security deposit, discounted using the market interest rates for similar instruments.

Subsequent to initial recognition, the security deposit is measured at amortised cost using the effective interest method with carrying amount increased over the lease period up to the refundable amount. The amount of increase in the carrying amount of deposit is recognised as interest income. The lease repayment is amortised on straight-line basis over the lease term as lease rentals expense.

2.7 Inventories (IND AS 2)

Inventories consisting of stores and spares, raw materials, work in progress, stock in trade, goods in transit and finished goods are valued at lower of cost and net realisable value. However, materials held for use in production of inventories are not written down below cost, if the finished products are expected to be sold at or above cost.

The cost is computed on FIFO basis and is net of credits under GST.

Goods and materials in transit include materials, duties and taxes (other than those subsequently recoverable from tax authorities) labour cost and other related overheads incurred in bringing the inventories to their present location and condition.

Traded goods include cost of purchase and other costs incurred in bringing the inventories to their present location and condition.

2.8 Borrowing Cost (IND AS 23)

Borrowing cost includes interest expense, amortisation of discounts, ancillary costs incurred in connection with borrowing of funds and exchange difference, arising from foreign currency borrowings, to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs that are attributable to the acquisition or construction or production of a qualifying asset are capitalised





as part of the cost of such asset till such time the asset is ready for its intended use. A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use. All other borrowing costs are recognised as an expense in the period in which they are incurred.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. All other borrowing cost are recognised in the Statement of Profit and Loss in the period in which they are incurred.

2.9 Impairment of Assets (IND AS 36)

At the end of each reporting period, the Company reviews the carrying amounts of its PPE and other intangible assets to determine whether there is any indication that these assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss. Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit (CGU) to which the asset belongs. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. The resulting impairment loss is recognised in the Statement of Profit and Loss. Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

Where an impairment loss subsequently reverses, the carrying amount of the asset or CGU is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset or CGU in prior years. A reversal of an impairment loss is recognised in the Statement of Profit and Loss.

2.10 Government Grants (IND AS 20)

Government grants are recognized when there is reasonable assurance that the Company will comply with the conditions attached to them and that the grants will be received. When the grant relates to an expense item, it is recognised in the Statement of Profit and Loss by way of a deduction to the related expense on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognized as income on a systematic basis over the expected useful life of the related asset.

2.11 Taxes (IND AS 12)

Income tax expense represents the sum of tax currently payable and deferred tax. Tax is recognized in the Statement of Profit and Loss, except to the extent that it relates to items recognized directly in equity or in other comprehensive income.

a) Current Tax

Current tax includes provision for Income Tax computed under Special provision (i.e., Minimum alternate tax) or normal provision of Income Tax Act. Tax on Income for the current period is determined on the basis on estimated taxable income and tax credits computed in accordance with the provisions of the relevant tax laws and based on the expected outcome of assessments/appeals.

b) Deferred Tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the balance sheet and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences.

Deferred tax assets are generally recognised for all deductible temporary differences, unabsorbed losses and unabsorbed depreciation to the extent that it is probable that future taxable profits will be available against which those deductible temporary differences, unabsorbed losses and unabsorbed depreciation can be utilised.

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

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the balance sheet date. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

c) Minimum Alternate Tax (MAT)

MAT is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay





normal income tax during the specified period. In the year in which the MAT credit becomes eligible to be recognised, it is credited to the Statement of Profit and Loss and is considered as (MAT Credit Entitlement). The Company reviews the same at each Balance Sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay normal Income Tax during the specified period. Minimum Alternate Tax (MAT) Credit are in the form of unused tax credits that are carried forward by the Company for a specified period of time, hence, it is presented as Deferred Tax Asset.

2.12 Employees Benefits (IND AS 19)

a) Employee Benefits

All employee benefits payable wholly within twelve months of rendering services are classified as short-term employee benefits. Benefits such as salaries, wages, short-term compensated absences, performance incentives etc., are recognized during the period in which the employee renders related services and are measured at undiscounted amount expected to be paid when the liabilities are settled.

b) Post-employment obligations

The Company operates the following post-employment schemes:

- (i) Defined benefit plans such as gratuity and;
- (ii) Defined contribution plans such as provident fund.
- (i) Defined benefit plans-Gratuity obligations

The liability or assets recognized in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligations at the end of the reporting period less the fair value of plan assets.

The defined benefit obligation is calculated annually by actuaries using the projected unit credit method. The present value of the defined benefit obligation denominated in INR is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. The benefits which are denominated in currency other than INR, the cash flows are discounted using market yields determined by reference to high quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms approximating to the terms of the related obligation.

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

Remeasurement gains and losses arising from experience adjustments and change in actuarial assumptions are recognized in the period in which they occur, directly in other

comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in profit or loss as past service cost.

(ii) Defined contribution plans

The Company pays provident fund contributions to publicly administered funds as per local regulations. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognized as employee benefit expense when they are due.

2.13 Provisions, Contingent Liability and Contingent Assets (IND AS 37)

Disputed liabilities and claims against the company including claims raised by fiscal authorities (e.g., Sales Tax, Income Tax, Excise, GST etc.) pending in appeal / court for which no reliable estimate can be made and or involves uncertainty of the outcome of the amount of the obligation or which are remotely poised for crystallization are not provided for in accounts but disclosed in notes to accounts. However, present obligation as a result of past event with possibility of outflow of resources, when reliable estimation can be made of the amount of obligation, is recognized in accounts in terms of discounted value, if the time value of money is material using a current pre-tax rate that reflects the risk specific to the liability. No contingent asset is recognized but disclosed by way of notes to accounts.

2.14 Trade and Other Payables

These amounts represent liabilities for goods and services provided to the company prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognized initially at their fair value and subsequently measured at amortized cost using the effective interest method.

2.15 Revenue Recognition (IND AS 18)

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the Government such as Goods and Services Tax, etc.

Sale of Goods

Revenue from sale of goods is recognised when control of the





products being sold is transferred to our customers and there are no longer any unfulfilled obligations. The performance obligations in our contracts are fulfilled at the time of dispatch, delivery or upon formal customer acceptance depending on customer terms.

Revenue from sales excludes GST. It is measured at fair value of consideration received or receivable, net of returns and allowances, trade discounts and volume rebates.

Rendering of Services

Revenue from rendering of services is recognized as per the terms of the contract with customers when related services are performed and when the outcome of the transactions involving rendering of services can be estimated reliably.

Dividend Income

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

Interest Income

Interest Income on financial assets measured at amortised cost is recognised on a time-proportion basis using the effective interest method.

Other Income

Other income is recognised when no significant uncertainty as to its determination or realisation exists.

2.16 Cash Flows and Cash and Cash Equivalents (IND AS 7)

Statement of cash flows is prepared in accordance with the indirect method prescribed in the IND AS 7. For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, cheques and drafts on hand, deposits held with Banks, other short term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and book overdrafts. However, Book overdrafts are shown within borrowings in current liabilities in the balance sheet for the purpose of presentation

2.17 Earnings per share (IND AS 33)

(i) Basic earnings per share

Basic earnings per share is calculated by dividing:

- The profit attributable to owners of the Company
- By the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year.

(ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the

determination of basic earnings per share to take into account:

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

2.18 Segment Reporting (IND AS 108)

Based on "Management Approach" as defined in IND AS 108 – Operating Segments, the Management evaluates the Company's performance and allocates the resources based on an analysis of various performance indicators by business segments.

The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company as a whole.

2.19 Foreign Currency Transactions (IND AS 21)

In preparing the financial statements of the Company, transactions in foreign currencies, other than the Company's functional currency are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary assets and liabilities denominated in foreign currencies are translated at the rate prevailing at that date. Non-monetary items that are measured in terms of historical cost in a foreign currency, are not retranslated.

Exchange differences on monetary items are recognised in the Statement of Profit and Loss in the period in which these arise except for:

- exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings; and
- exchange differences on transactions entered into in order to hedge certain foreign currency risks.

2.20 Fair Value Measurement (IND AS 113)

The Company measures financial instruments, such as investments (other than equity investments in Subsidiaries, Joint Ventures and Associates) and derivatives at fair values at each Balance Sheet date.

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

In the principal market for the asset or liability, or In the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the





assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

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

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

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

Level 2- Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3- Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

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

2.21 Recognition of dividend income, interest income or expense

Dividend income is recognized in profit or loss on the date on which the company's right to receive payment is established.

Interest income or expense is recognized using the effective interest method. The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or
- the amortized cost of the financial liability.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortized cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortized cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

2.22 Events occurring after the balance sheet date (IND AS 10)

Assets and liabilities are adjusted for events occurring after the reporting period that provides additional evidence to assist the estimation of amounts relating to conditions existing at the end of the reporting period.

Dividends declared by the Company after the reporting period are not recognized as liability at the end of the reporting period. Dividends declared after the reporting period but before the issue of financial statements are not recognized as liability since no obligation exists at that time. Such dividends are disclosed in the notes to the financial statements.

2.23 Financial Instruments (IND AS 109)

i. Recognition and initial measurement

All financial assets and financial liabilities are initially recognized when the Company becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

ii. Classification and subsequent measurement

Financial assets

On initial recognition, a financial asset is classified as measured at

- amortized cost;
- Fair Value through Other Comprehensive Income (FVOCI) – equity investment; or
- Fair Value Through Profit and Loss (FVTPL)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVTPL:

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

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI. (designated as FVOCI – equity investment). This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortized cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortized cost or at FVOCI or at FVTPL if





doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial liabilities

Financial liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in profit or loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on de-recognition is also recognized in profit or loss

De-recognition

Financial assets

The company de-recognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the company enters into transactions whereby it transfers assets recognized on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognized.

Financial liabilities

The company de-recognizes a financial liability when its contractual obligations are discharged or cancelled, or expire. The company also de-recognizes a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognized at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognized in profit or loss.

Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

2.24 Cash Dividend to Equity Holders of the Company

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

2.25 Research and Development

Expenditure on research is recognized as an expense when it is incurred. Expenditure on development which does not meet the criteria for recognition as an intangible asset is recognized as an expense when it is incurred.

Items of property, plant and equipment and acquired intangible assets utilized for research and development are capitalized and depreciated / amortized in accordance with the policies stated for Property, Plant and Equipment and Intangible Assets.

2.26 Goods and Service Tax / Service Tax input Credit

Goods and Service tax / Service tax input credit is accounted for in the books in the period in which the underlying service received is accounted and when there is reasonable certainty in availing / utilising the credits.

2.27 Recent accounting pronouncements

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





Notes Forming Part of the Financial Statements

3. PROPERTY, PLANT AND EQUIPMENTS

(Rupees in Lakhs)

Particular	Building	Plant and Machinery	Furniture and Fixtures	Vehicles	Office Equipment	Total
Gross Amount as on April 1, 2022	2,608.93	4,152.49	17.67	29.96	10.68	6,819.73
Additions	4.63	26.85	-	-	0.74	32.22
Deduction & Adjustment	-	11.47	-	-	-	11.47
Balance as at March 31, 2023	2,613.55	4,167.87	17.67	29.96	11.42	6,840.48
Additions	7.98	102.54	-	6.92	-	117.44
Deduction & Adjustment	-	-	-	-	-	-
Balance as at March 31, 2024	2,621.53	4,270.42	17.67	36.88	11.42	6,957.92
Accumulated Depreciation						
Balance as at April 1, 2022	105.01	201.76	1.67	2.07	2.65	313.16
Deduction & Adjustment	-	-	-	-	-	-
Depreciation for the period	98.20	229.86	1.68	3.56	2.80	336.09
Balance as at March 31, 2023	203.21	431.62	3.35	5.62	5.45	649.25
Deduction & Adjustment	-	-	-	-	-	-
Depreciation for the period	98.52	234.18	1.68	3.83	2.83	341.05
Balance as at March 31, 2024	301.73	665.80	5.03	9.45	8.29	990.30
Net carrying amount						
Balance as at March 31, 2023	2,410.34	3,736.25	14.32	24.34	5.97	6,191.23
Balance as at March 31, 2024	2,319.80	3,604.61	12.64	27.43	3.14	5,967.62

Note:- The Company has pledged certain Property, Plant and Equipments against borrowings, details of which have been given in Note 20. The Company has not done revaluation of PPE / Intangible assets during financial year ended March 31, 2024 and March 31, 2023. There are no assets which are lying with third parties.

4. RIGHT OF USE ASSETS

(Rupees in Lakhs)

Particulars	As at March 31, 2024 Rs.	As at March 31, 2023 Rs.
Gross Carrying Amount	1,962.82	1,962.82
Additions	-	-
Disposals	-	-
Balance at the End of the Year	1,962.82	1,962.82
Accumulated Amortisation		
Balance at the beginning of the year	44.69	23.20
Amortisation for the period	21.49	21.49
Disposal	-	-
Balance at the End of the Year	66.18	44.69
Net carrying amount	1,896.63	1,918.13

Note:- Right of Use assets pertains to Leasehold Land situated at D-2/CH-39, GIDC Estate, Dahej II Village: Vadadla Tal: Vagra Dist: Bharuch Gujarat leased out by Gujarat Industrial Development Corporation (GIDC) for a period of 99 years

5. CAPITAL WORK IN PROGRESS

(Rupees in Lakhs)

Particulars	As at March 31, 2024 Rs.	As at March 31, 2023 Rs.
Capital Work in Progress	-	16.52
Total	-	16.52

Ageing Schedule

As at March 31, 2024

(Rupees in Lakhs)

Particulars	Less than 1 year	1-2 Years	2-3 Years	More Than 3 Years	Total
Tangible Assets	-	-	-	-	-
Total	-	-	-	-	-





Notes Forming Part of the Financial Statements

Ageing Schedule

As at March 31, 2023

(Rupees in Lakhs)

Particulars	Less than 1 year	1-2 Years	2-3 Years	More Than 3 Years	Total
Tangible Assets	16.52	-	-	-	16.52
Total	16.52	-	-	-	16.52

6. OTHER INTANGIBLE ASSETS

(Rupees in Lakhs)

Particulars	As at March 31, 2024 Rs.	As at March 31, 2023 Rs.
Gross Carrying Amount	226.13	226.13
Additions	-	-
Disposals	-	-
Balance at the End of the Year	226.13	226.13
Accumulated Amortisation		
Balance at the beginning of the year	22.32	11.58
Amortisation for the period	10.76	10.74
Disposal	-	-
Balance at the End of the Year	33.08	22.32
Total	193.04	203.81

7. OTHER NON CURRENT FINANCIAL ASSETS

Unsecured, Considered good

(Rupees in Lakhs)

Particulars	As at March 31, 2024 Rs.	As at March 31, 2023 Rs.
a. Security Deposits	143.45	151.95
Total	143.45	151.95

8. DEFERRED TAX ASSETS (NET)

(Rupees in Lakhs)

Particulars	As at March 31, 2024 Rs.	As at March 31, 2023 Rs.
a. Deferred Tax Assets		
Opening Balance	427.83	368.79
Accumulated depreciation	274.52	59.04
Other comprehensive income from investments	-	-
	702.35	427.83
b. Deferred Tax Liabilities		
Opening Balance	274.64	173.86
Defined benefit plan for employees	71.46	100.79
	346.10	274.64
Assets (Net)	356.25	153.19





Notes Forming Part of the Financial Statements

9. INVENTORIES (At lower of cost or net realisable value)

(Rupees in Lakhs)

Particulars	As at March 31, 2024 Rs.	As at March 31, 2023 Rs.
a. Raw materials	966.04	1,415.43
b. Work in progress	73.38	1,069.74
c. Finished goods	1,120.04	254.35
d. Finished Goods in Transit	-	-
e. Stores and spares	61.44	59.82
f. Fuel & Oil	9.80	9.73
Total	2,230.70	2,809.07

Note:- For details of inventory pledged as security refer Note 24.

10. TRADE RECEIVABLES

(Rupees in Lakhs)

Particulars	As at March 31, 2024 Rs.	As at March 31, 2023 Rs.
Unsecured, Considered good	1,576.10	1,106.13
Total	1,576.10	1,106.13

Trade Receivables Ageing Schedule

As at March 31, 2024

(Rupees in Lakhs)

Particulars	Outstanding for following period from due date of payment						Total
	Not Due	Less than 6 months	6 months- 1 Year	1-2 Years	2-3 Years	More than 3 Years	
i. Undisputed Trade Receivables - Considered Good	1,516.38	52.25	7.46	-	-	-	1,576.10
ii. Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
ii. Undisputed Trade Receivables - Credit Impaired	-	-	-	-	-	-	-
iv. Disputed Trade Receivables- Considered Good	-	-	-	-	-	-	-
v. Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
vi. Disputed Trade Receivables - Credit Impaired	-	-	-	-	-	-	-
Total	1,516.38	52.25	7.46	-	-	-	1,576.10

- Refer Note 24 for details of pledges and securities

- No Trade Receivable are due from Directors or other officers of the Company either severally or jointly with any other person.

Trade Receivables Ageing Schedule

As at March 31, 2024

(Rupees in Lakhs)

Particulars	Outstanding for following period from due date of payment						Total
	Not Due	Less than 6 months	6 months- 1 Year	1-2 Years	2-3 Years	More than 3 Years	
i. Undisputed Trade Receivables - Considered Good	1,104.33	1.79	-	-	-	-	1,106.13
ii. Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
ii. Undisputed Trade Receivables - Credit Impaired	-	-	-	-	-	-	-
iv. Disputed Trade Receivables- Considered Good	-	-	-	-	-	-	-
v. Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
vi. Disputed Trade Receivables - Credit Impaired	-	-	-	-	-	-	-
Total	1,104.33	1.79	-	-	-	-	1,106.13





Notes Forming Part of the Financial Statements

11. CASH & CASH EQUIVALENTS

(Rupees in Lakhs)

Particulars	As at March 31, 2024 Rs.	As at March 31, 2023 Rs.
Balance with Banks in Current accounts	0.86	10.07
Cash on hand	0.86	1.19
Total	1.72	11.26

12. BANK BALANCES OTHER THAN CASH & CASH EQUIVALENTS

(Rupees in Lakhs)

Particulars	As at March 31, 2024 Rs.	As at March 31, 2023 Rs.
Term Deposits with Bank as Margin Money against Letters of Credit, Bank Guarantees and Collateral Security	61.24	448.35
Total	61.24	448.35

13. OTHERS CURRENT FINANCIALS ASSETS

(Rupees in Lakhs)

Particulars	As at March 31, 2024 Rs.	As at March 31, 2023 Rs.
Interest accrued on deposits	3.04	5.53
Total	3.04	5.53

14. CURRENT TAX ASSETS (NET)

(Rupees in Lakhs)

Particulars	As at March 31, 2024 Rs.	As at March 31, 2023 Rs.
Advance payment of tax (Net)	1.74	6.04
Total	1.74	6.04

15. OTHERS CURRENT ASSETS (Unsecured, considered good)

(Rupees in Lakhs)

Particulars	As at March 31, 2023 Rs.	As at March 31, 2022 Rs.
Balance with government authorities	1,234.71	1,381.09
Prepaid expenses	13.12	18.63
Advances other than Capital Goods Suppliers	13.06	4.65
Loans to Employees	2.75	14.88
Total	1,263.65	1,419.25

16. SHARE CAPITAL

(Rupees in Lakhs)

Particulars	As at March 31, 2024		As at March 31, 2023	
	No. of Shares	Rs.	No. of Shares	Rs.
Authorised Share Capital:				
Equity Shares of Rs. 10 each	8,00,00,000	8,000.00	8,00,00,000	8,000.00
Issued & Subscribed and Fully Paid Up				
Equity Shares of Rs. 10 each	7,26,78,240	7,267.82	7,26,78,240	7,267.82
Total	7,26,78,240	7,267.82	7,26,78,240	7,267.82

Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period

(Rupees in Lakhs)

Particulars	As at March 31, 2024		As at March 31, 2023	
	No. of Shares	Rs.	No. of Shares	Rs.
Equity Share Capital				
At the beginning of the period	7,26,78,240	7,267.82	7,26,78,240	7,267.82
Add : Issued during the period	-	-	-	-
Outstanding at the end of the period	7,26,78,240	7,267.82	7,26,78,240	7,267.82





Notes Forming Part of the Financial Statements

Terms / rights attached to Equity Shares

The Company has issued only one class of equity shares having a par value of Rs. 10 per share. Each holder of Equity Shares are entitled to one vote per share. The Company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders at the Annual General Meeting, except in case of interim dividend. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the realised value of the assets of the Company, remaining after the payment of all preferential dues. The distribution will be in proportion to the number of equity shares held by the shareholders.

Shares held by holding / ultimate holding company / or their subsidiaries / associates: Asahi Songwon Colors Limited holding company is holding 51% of the Equity

Details of shares in the Company held by each shareholder holding in the company more than 5 percent shares.

Particulars	As at March 31, 2024		As at March 31, 2023	
	No. of Shares	% of Holding	No. of Shares	% of Holding
Asahi Songwon Colors Limited	3,70,65,482	51.00	3,70,65,482	51.00
Tennants Textile Colours Limited	3,56,12,758	49.00	3,56,12,758	49.00
	7,26,78,240	100.00	7,26,78,240	100.00

Details of shares in the Company held by Promoters.

Particulars	As at March 31, 2024		As at March 31, 2023		% Change
	No. of Shares	% of Holding	No. of Shares	% of Holding	
Asahi Songwon Colors Limited	3,70,65,482	51.00	3,70,65,482	51.00	-
Tennants Textile Colours Limited	3,56,12,758	49.00	3,56,12,758	49.00	-
	7,26,78,240	100.00	7,26,78,240	100.00	-

1. Aggregate number and class of shares allotted as fully paid up pursuant to contracts without payment being received in cash: **NIL**
2. Aggregate number and class of shares allotted as fully paid by way of Bonus Shares : **NIL**
3. Aggregate number and class of shares bought back : **NIL**
4. Securities which are convertible into Equity Shares : **NIL**
5. Aggregate Value of Calls unpaid by directors and officers : **NIL**

17. OTHER EQUITY

(Rupees in Lakhs)

Particulars	As at March 31, 2024 Rs.	As at March 31, 2023 Rs.
Securities Premium		
Balance as per last year	2,330.44	2,330.44
Add: Current year	-	-
Balance at the end of the Year	2,330.44	2,330.44
General Reserve		
Balance as per last year	-	-
Add: Appropriations From Current year's Profit	-	-
Balance at the end of the Year	-	-
Surplus in Statement of Profit & Loss		
Bbalance at the beginning of the year	(2,423.89)	(1,004.29)
Add: Profit / (Loss) after tax for the Year	(977.75)	(1,419.60)
Profit on Investments - Fair Value through OCI	-	-
Amount available for Appropriation	(3,401.64)	(2,423.89)
Less:Appropriations		
Dividend	-	-
Dividend Distribution Tax	-	-
Total Appropriation	-	-
Balance at the end of the Year	(3,401.64)	(2,423.89)
Total	(1,071.20)	(93.45)





Notes Forming Part of the Financial Statements

Description of nature and purpose of each reserves :

General Reserve: General reserve is created from time to time by way of transfer profits from retained earnings for appropriation purposes. General reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income. General Reserve is a free reserve available to the company. As per Companies Act 2013, transfer of profits to general reserve is not mandatory.

Securities Premium: The amount received in excess of face value of the equity shares is recognised in Securities Premium Reserve. The reserve is utilised in accordance with the specific provision of the Companies Act, 2013.

Capital Redemption Reserve: In accordance with Section 69 of the companies Act. 2013, the company has created capital redemption reserve equal to the nominal value of the shares bought back as an appropriation from general reserve.

Retained Earnings: Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained Earnings is a free reserve available to the Company.

Equity instruments through other comprehensive income - This represents the cumulative gains and losses arising on the revaluation of equity instruments measured at fair value through other comprehensive income, under an irrevocable option, net of amounts reclassified to retained earnings when such assets are disposed off.

Other Comprehensive Income: Other Comprehensive Income includes re-measurement loss on defined benefit plans, net of taxes that will not be reclassified to profit and loss.

18. NON CURRENT BORROWING

(Rupees in Lakhs)

Particulars	As at March 31, 2024 Rs.	As at March 31, 2023 Rs.
Term Loan from HDFC Bank Ltd	-	666.67
Loan from Promoters	2,108.36	1,528.13
Total	2,108.36	2,194.79

I.a The Term Loans from HDFC Bank are secured by:

Primary Security:

Movable Assets:- Fixed and exclusive charge by way of hypothecation on entire Movable Fixed Assets (Plant & Machinery and other movable fixed assets) of the company, both present and future, situated at D-2/CH-39, GIDC Estate Dahej-II, Village Vadadla, Taluka Vagra , Dist Bharuch-392110 Gujarat.

Immovable Assets:- Fixed and exclusive charge by way of Equitable Mortgage on entire Fixed Assets (Land & Building) of the company, situated at D-2/CH-39, GIDC Estate Dahej-II, Village Vadadla, Taluka Vagra , Dist Bharuch-392110 Gujarat.

I.b Term of Repayment

Term Loan from HDFC Bank Ltd. Rs. Nil/- (Previous year Rs. 666.67 Lakhs), Repayable in 8 equal Quarterly Instalments of Rs. 166.67 Lakhs will end on March-2025.

I.c Loan from Promoters

An unsecured Rupee term loan has been availed from Asahi Songwon Colors Limited at an interest rate of 6.50% p.a. On similar terms and conditions, an unsecured external commercial borrowing has also been availed from Textile Colours Limited. Interest is payable annually within 30 days from the date of its accrual. The break-up of principal and interest as on 31st March, 2024 is as follows:

Asahi Songwon Colors Limited - Tranche I INR 825.63 (Principal INR 780 Lakhs and Interest INR 45.63 Lakhs, principal amount repayable in 3 equal installments after completion of 5 years.

Asahi Songwon Colors Limited - Tranche II INR 488.12 Lakhs (Principal INR 470 Lakhs and Interest INR 18.52 , principal amount repayable in 4 installments after completion of 3 years.

Tennants Textile Colours Limited- Tranche I INR 794.61 Lakhs (Principal INR 748.12 Lakhs (Eq. GBP 7,50,000) and Interest INR 46.48 Lakhs, principal amount repayable in 3 equal installments after completion of 5 years.

19. NON CURRENT PROVISIONS

(Rupees in Lakhs)

Particulars	As at March 31, 2024 Rs.	As at March 31, 2023 Rs.
Provisions for employees benefits		
Provision for Gratuity	23.26	14.71
Total	23.26	14.71





Notes Forming Part of the Financial Statements

20. CURRENT BORROWING

(Rupees in Lakhs)

Particulars	As at March 31, 2024 Rs.	As at March 31, 2023 Rs.
Secured Loans *		
Loans repayable on demand from bank		
From HDFC Bank Limited		
Working Capital Loans	2,533.99	2,375.46
Term Loan Current Maturities	666.67	666.67
From Federal Bank Ltd		
Working Capital Loans	-	299.89
Unsecured Loans		
From Director	200.00	-
	-	-
Total	3,400.66	3,342.01

The working capital limits from HDFC Bank are secured by:

Primary Security:

First charge in favour of HDFC Bank Ltd by way of hypothecation over entire present and future current assets of Asahi Tennants Color Private Limited.

Collateral Security:

Movable Assets:- Fixed and exclusive charge by way of hypothecation on entire Movable Fixed Assets (Plant & Machinery and other movable fixed assets) of the company, both present and future, situated at D-2/CH-39, GIDC Estate Dahej-II, Village Vadadla, Taluka Vagra , Dist Bharuch-392110 Gujarat.

Immovable Assets:- Fixed and exclusive charge by way of Equitable Mortgage on entire Fixed Assets (Land & Building) of the company, situated at D-2/CH-39, GIDC Estate Dahej-II, Village Vadadla, Taluka Vagra , Dist Bharuch-392110 Gujarat.

Interest on Working Capital Loan ranges from 8.00% to 8.50% p.a. linked to various benchmarks like T-Bill, MCLR etc.

An unsecured interest free loan of INR 2 crores was availed from Mr. Gokul M. Jaykrishna (Director) for a period not exceeding 3 months.

21. TRADE PAYABLES

(Rupees in Lakhs)

Particulars	As at March 31, 2024 Rs.	As at March 31, 2023 Rs.
Trade payable		
Dues to Micro and Small Enterprises	-	-
Dues to other than Micro and Small Enterprises	1,636.92	1,512.83
Total	1,636.92	1,512.83

Trade Payables Ageing Schedule

As at March 31, 2024

(Rupees in Lakhs)

Particulars	Outstanding for following period from due date of payment						Total
	Not Due	Less than 6 months	6 months- 1 Year	1-2 Years	2-3 Years	More than 3 Years	
(i) Undisputed Trade Payables							
a) MSME	-	-	-	-	-	-	-
b) Others	1,129.48	244.54	262.90	-	-	-	1,636.92
(ii) Disputed Trade Payables							
a) MSME	-	-	-	-	-	-	-
b) Others	-	-	-	-	-	-	-
Total (i + ii)	1,129.48	244.54	262.90	-	-	-	1,636.92





Notes Forming Part of the Financial Statements

25. REVENUE FROM OPERATIONS

(Rupees in Lakhs)

Particulars	Year ended March 31, 2024 Rs.	Year ended March 31, 2023 Rs.
Revenue from Sale of Products		
a. Export Sales	755.75	1,131.51
b. Domestic Sales	4,812.57	2,984.05
Total Sale of Products	5,568.32	4,115.56
c. Other operating revenues		
Export incentives	3.17	-
Interest Income on FDR	6.29	4.90
Other Operating Income	5.62	28.19
Total - Other Operating revenues	15.08	33.08
Total	5,583.40	4,148.65

26. OTHER INCOME

(Rupees in Lakhs)

Particulars	Year ended March 31, 2024 Rs.	Year ended March 31, 2023 Rs.
Profit from Sales of Assets	-	0.63
Other Income	9.38	21.92
Total Sale of Products	9.38	22.55

27. COST OF MATERIALS CONSUMED

(Rupees in Lakhs)

Particulars	Year ended March 31, 2024 Rs.	Year ended March 31, 2023 Rs.
a. Raw Materials		
Opening Stock	1,415.43	1,433.94
Add : Purchases	3,591.49	3,562.62
	5,006.92	4,996.56
Less : Closing Stock	966.04	1,415.43
Cost of Raw Material Consumed	4,040.88	3,581.12
b. Packing Material		
Opening Stock	20.11	18.61
Add : Purchases	44.17	44.73
	64.29	63.35
Less : Closing Stock	19.51	20.11
Cost of Packing Material Consumed	44.77	43.23
Cost of Total material consumed	4,085.65	3,624.36





Notes Forming Part of the Financial Statements

Trade Payables Ageing Schedule As at March 31, 2023

(Rupees in Lakhs)

Particulars	Outstanding for following period from due date of payment						Total
	Not Due	Less than 6 months	6 months- 1 Year	1-2 Years	2-3 Years	More than 3 Years	
(i) Undisputed Trade Payables							
a) MSME	-	-	-	-	-	-	-
b) Others	933.45	267.44	311.94	-	-	-	1,512.83
(ii) Disputed Trade Payables							
a) MSME	-	-	-	-	-	-	-
b) Others	-	-	-	-	-	-	-
Total (i + ii)	933.45	267.44	311.94	-	-	-	1,512.83

21.1 Disclosures as required under the Micro, Small and Medium Enterprises Development Act, 2006

(Rupees in Lakhs)

Particulars	As at March 31, 2024 Rs.	As at March 31, 2023 Rs.
a. Principal amount remaining unpaid to any supplier as at the end of accounting year	-	-
b. Interest due and remaining unpaid to any supplier as at the end of accounting year	-	-
c. Amount of interest paid by the Company 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 accounting year	-	-
d. Amount of interest due and payable for the reporting 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. Amount of interest accrued and remaining unpaid at the end of the accounting year.	-	-
f. Amount of further interest remaining due and payable even in succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23 of MSMED Act, 2006	-	-
Total	-	-

22. OTHER CURRENT FINANCIAL LIABILITIES

(Rupees in Lakhs)

Particulars	As at March 31, 2024 Rs.	As at March 31, 2023 Rs.
Interest accrued but not paid	23.58	26.00
Total	23.58	26.00

23. OTHER CURRENT LIABILITIES

(Rupees in Lakhs)

Particulars	As at March 31, 2024 Rs.	As at March 31, 2023 Rs.
a. Other payables		
Statutory liabilities	160.04	17.89
Payable for fixed assets	35.78	32.39
Other Current liabilities and payables	109.81	125.36
Total	305.63	175.63

24. CURRENT PROVISIONS

(Rupees in Lakhs)

Particulars	As at March 31, 2024 Rs.	As at March 31, 2023 Rs.
Provision for Gratuity	0.15	0.10
Total	0.15	0.10





Notes Forming Part of the Financial Statements

28. CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN-TRADE AND WORK-IN-PROGRESS

(Rupees in Lakhs)

Particulars	Year ended March 31, 2024 Rs.	Year ended March 31, 2023 Rs.
a. Inventories at the end of the year		
Finished goods	172.97	254.35
Work-in-progress	1,020.45	1,069.74
Total	1,193.42	1,324.09
b. Inventories at the beginning of the year		
Finished goods	254.35	139.88
Work-in-progress	1,069.74	946.85
Total	1,324.09	1,086.73
Net (Increase) / decrease	130.67	(-237.36)

29. EMPLOYEE BENEFITS EXPENSE

(Rupees in Lakhs)

Particulars	Year ended March 31, 2024 Rs.	Year ended March 31, 2023 Rs.
a. Salaries, Wages & Bonus	208.13	182.83
b. Contribution to Provident and other funds	7.86	4.82
c. Staff welfare expenses	1.11	2.04
d. Directors Remuneration including perquisites and commission	87.65	47.74
Total	304.75	237.43

30. DEPRECIATION AND AMORTIZATION EXPENSE

(Rupees in Lakhs)

Particulars	Year ended March 31, 2024 Rs.	Year ended March 31, 2023 Rs.
Depreciation and amortization for the year	373.30	368.95
Total	373.30	368.95

31. FINANCE COSTS

(Rupees in Lakhs)

Particulars	Year ended March 31, 2024 Rs.	Year ended March 31, 2023 Rs.
a. Interest		
Term Loans	211.60	133.45
Working Capitals	209.11	227.13
b. Other Financial Costs		
Bank and other charges	4.49	13.16
Total	425.20	373.74





Notes Forming Part of the Financial Statements

35. CONTINGENT LIABILITIES

(Rupees in Lakhs)

Particulars	March 31, 2024 Rs.	March 31, 2023 Rs.
Letter of Credit and Bank Guarantees issued by bankers and outstanding at the end of the year	176.66	116.66

36. EMPLOYEES BENEFITS

In compliance with the Accounting Standard on "Employee Benefits" (AS 19) notified by Companies (Accounting Standards) Rules, 2006, the following disclosures have been made:

(Rupees in Lakhs)

1. Defined Contribution Plan: The Company has recognized the following amount as an expense:	(Rupees in Lakhs)	(Rupees in Lakhs)
	March 31, 2024	March 31, 2023
Contribution to Provident and other Funds	4.51	4.82

(Rupees in Lakhs)

2 Defined Benefit Plan Table Showing Change in the Present Value of Projected Benefit Obligation	(Rupees in Lakhs)	(Rupees in Lakhs)
	March 31, 2024	March 31, 2023
Present Value of Benefit Obligation at the Beginning of the Period	14.81	8.96
Interest Cost	1.11	0.66
Current Service Cost	6.45	5.95
Past Service Cost	-	-
Liability Transferred In/ Acquisitions	-	-
(Liability Transferred Out/ Divestments)	-	-
(Gains)/ Losses on Curtailment	-	-
(Liabilities Extinguished on Settlement)	-	-
(Benefit Paid Directly by the Employer)	-	-
(Benefit Paid From the Fund)	-	-
The Effect Of Changes in Foreign Exchange Rates	-	-
Actuarial (Gains)/Losses on Obligations - Due to Change in Demographic Assumptions	-	-
Actuarial (Gains)/Losses on Obligations - Due to Change in Financial Assumptions	0.78	(0.27)
Actuarial (Gains)/Losses on Obligations - Due to Experience	0.26	(0.48)
Present Value of Benefit Obligation at the End of the Period	23.41	14.81
Amount Recognized in the Balance Sheet		
(Present Value of Benefit Obligation at the end of the Period)	(23.41)	(14.81)
Fair Value of Plan Assets at the end of the Period	-	-
Funded Status (Surplus/ (Deficit))	(23.41)	(14.81)
Net (Liability)/Asset Recognized in the Balance Sheet	(23.41)	(14.81)
Net Interest Cost for Current Period		
Present Value of Benefit Obligation at the Beginning of the Period	14.81	8.96
(Fair Value of Plan Assets at the Beginning of the Period)	-	-
Net Liability/(Asset) at the Beginning	14.81	8.96
Interest Cost	1.11	0.66
(Interest Income)	-	-
Net Interest Cost for Current Period	1.11	0.66
Expenses Recognized in the Statement of Profit or Loss for Current Period		
Current Service Cost	6.45	5.95
Net Interest Cost	1.11	0.66
Past Service Cost	-	-





Notes Forming Part of the Financial Statements

32. OTHER EXPENSES

(Rupees in Lakhs)

Particulars	Year ended March 31, 2024 Rs.	Year ended March 31, 2023 Rs.
Power and Fuel	533.64	460.35
Consumption of Stores and Spare parts	71.15	83.04
Pollution Treatment Expenses	12.67	22.08
Repairs to Machinery	43.65	34.34
Repairs to Building	-	-
Repairs to Other Assets	3.24	1.63
Manufacturing & Labour Charges	495.55	374.45
Freight and forwarding Expenses	41.78	67.79
Other Selling and Distribution Expenses	91.40	0.51
Rent	-	0.22
Rates & Taxes	2.96	0.88
Resource Sharing Expenses	79.08	79.08
Research & Development Expenses	0.20	0.29
Insurance	19.94	15.05
Travelling, Conveyance & Vehicle Expenses	8.00	8.27
Directors Travelling Expenses	0.11	0.07
Auditors Remuneration	1.25	2.50
Legal & Professional Expenses	15.10	23.58
General Charges	7.80	8.54
Premilmnery Expenditure Written Off	-	-
Total	1,427.54	1,182.68

33. OTHER COMPREHENSIVE INCOME

(Rupees in Lakhs)

Particulars	Year ended March 31, 2024 Rs.	Year ended March 31, 2023 Rs.
Items that will not be reclassified to Profit and Loss		
Other comprehensive Income / (Expense) FVOCI	-	-
Re-measurement of Defined Benefit Plan	1.04	0.76
Mark to Market Forex gain (Loss)	-	-
Income Tax that will not be reclassified to Profit and Loss	-	0.13
	1.04	0.63

34. EARNING PER SHARE

Basic and diluted earnings per share

Earning Per share is calculated by dividing the Profit / (Loss) attributable to the Equity Shareholders by the weighted average number of Equity Shares outstanding during the year. The numbers used in calculating basic and diluted earning per Equity Share as stated below:

Particulars	March 31, 2024	March 31, 2023
Profit/(Loss) for the year	(977.75)	(1,420.23)
Net Profit / (Loss) attributable to Equity Shareholders	(977.75)	(1,420.23)
Profit / (Loss) after taxation before Extra Ordinary Items	(977.75)	(1,420.23)
Number of Equity Shares for Basic EPS	7,26,78,240	7,26,78,240
Number of Equity Shares for Diluted EPS		
Nominal Value Per Share	10	10
Basic Earning Per Share	(1.35)	(1.95)
Diluted Earning Per Share	(1.35)	(1.95)





Notes Forming Part of the Financial Statements

(Rupees in Lakhs)

	March 31, 2024	March 31, 2023
(Expected Contributions by the Employees)	-	-
(Gains)/Losses on Curtailments And Settlements	-	-
Net Effect of Changes in Foreign Exchange Rates	-	-
Expenses Recognized	-	-
Expenses Recognized in the Other Comprehensive Income (OCI) for Current Period		
Actuarial (Gains)/Losses on Obligation For the Period	1.04	(0.76)
Return on Plan Assets, Excluding Interest Income	-	-
Change in Asset Ceiling	-	-
Net (Income)/Expense For the Period Recognized in OCI	-	-
Balance Sheet Reconciliation		
Opening Net Liability	14.81	8.96
Expenses Recognized in Statement of Profit or Loss	7.56	6.61
Expenses Recognized in OCI	1.04	(0.76)
Net Liability/(Asset) Transfer In	-	-
Net (Liability)/Asset Transfer Out	-	-
(Benefit Paid Directly by the Employer)	-	-
(Employer's Contribution)	-	-
Net Liability/(Asset) Recognized in the Balance Sheet	23.41	14.81
Other Details		
No of Active Members	21	25
Per Month Salary For Active Members	14.95	14.62
Weighted Average Duration of the Projected Benefit Obligation	14	15
Average Expected Future Service	17	18
Projected Benefit Obligation	23.41	14.81
Prescribed Contribution For Next Year (12 Months)-	-	-
Net Interest Cost for Next Year		
Present Value of Benefit Obligation at the End of the Period	23.41	14.81
(Fair Value of Plan Assets at the End of the Period)	-	-
Net Liability/(Asset) at the End of the Period	23.41	14.81
Interest Cost	1.69	1.11
Interest (Income)	-	-
Net Interest Cost for Next Year	1.69	1.11
Expenses Recognized in the Statement of Profit or Loss for Next Year		
Current Service Cost	7.10	6.45
Net Interest Cost	1.69	1.11
(Expected Contributions by the Employees)	-	-
Expenses Recognized	8.79	7.56
Maturity Analysis of the Benefit Payments		
1st Following Year	0.15	0.10
2nd Following Year	0.59	0.11
3rd Following Year	0.70	0.44
4th Following Year	0.81	0.51
5th Following Year	0.86	0.58
Sum of Years 6 To 10	9.71	5.59
Sum of Years 11 and above	52.49	39.02





Notes Forming Part of the Financial Statements

(Rupees in Lakhs)

	March 31, 2024	March 31, 2023
Sensitivity Analysis		
Impact of change in discount rate when base assumption is decreased/increased by 100 basis point		
Present Value of Obligation for Discount Rate @ 5.90%	(2.62)	(1.77)
Present Value of Obligation for Discount Rate @ 7.90%	3.10	2.11
Impact of change in salary increase rate when base assumption is decreased/increased by 100 basis point		
Present Value of Obligation for Salary Increment Rate @ 5.00%	3.10	2.12
Present Value of Obligation for Salary Increment Rate @ 7.00%	(2.67)	(1.81)
Impact of change in discount rate when base assumption is decreased/increased by 100 basis point		
Present Value of Obligation for Withdrawal Rate @ 1.00%	(0.07)	(0.13)
Present Value of Obligation for Withdrawal Rate @ 3.00%	0.03	0.10

37. SEGMENT REPORTING

The Company operates in a single segment and in line with Ind AS - 108 - "Operating Segments", the operation of the Company fall under Chemical Business which is considered to be the only reportable business segment.

38. RELATED PARTY DISCLOSURES AND THEIR RELATIVES

Related Party Disclosures as required by Accounting Standard Ind AS 24 issued by Institute of Chartered Accountants of India are given below:

1 Related Parties and Nature of Relationship

a) Holding Company:

Asahi Songwon Colors Limited

b) Enterprises where control exist:

Asahi Songwon Colors Limited
Tennants Textile Colours Limited

c) Key Managerial Personnel:

Mr. Gokul M. Jaykrishna - Managing Director & CEO
Mr. Arjun M. Jaykrishna - Director
Mr. Mitesh N Patel - Executive Director
Mr. Alok Jhavar - CFO (w.e.f 17.10.2023)
Mr. Saji V Joseph - Company Secretary
Mr. Narendra Rathi - CFO (upto 29.05.2023)

2. Details of Transactions during the year

(Rupees in Lakhs)

	March 31, 2024	March 31, 2023
A Enterprises where control exist		
1. Asahi Songwon Colors Limited		
Sales of Goods/Services	0.59	2.81
Purchase of Goods/Services	79.08	124.29
Received Unsecured Loan	533.76	780.00
2. Tennants Textile Colours Ltd		
Sales of Goods/Services	336.38	736.13
Purchase of Goods/ Services	-	-
External Commercial Borrowings (including interest)	46.48	748.13
Reimbursement of Expenditure	-	-



**Notes Forming Part of the Financial Statements**

(Rupees in Lakhs)

	March 31, 2024	March 31, 2023
B Key Managerial Personnel and their relatives		
1 Mr. Gokul M. Jaykrishna		
Remuneration	84.00	44.45
2 Mr. Arjun G. Jaykrishna		
Remuneration	-	3.29
3 Mr. Alok Jhawar (w.e.f 17.10.2023)		
Salary and allowances	6.46	-
4 Mr. Mitesh Patel (w.e.f 23.01.2024)		
Remuneration	3.65	-
5 Mr. Narendra Rathi (upto 29.05.2023)		
Salary and allowances	1.69	2.78
C Outstanding payables / (receivables) to / from Related parties and key Managerial persons		
1 Asahi Songwon Colors Limited	212.42	49.83
2 Mr. Gokul M. Jaykrishna	37.46	9.64
3 Mr. Arjun G. Jaykrishna	10.55	8.40
4 Mr. Alok Jhawar (w.e.f 17.10.2023)	0.89	-
5 Mr. Mitesh Patel (w.e.f 23.01.2024)	1.01	-
6 Mr. Narendra Rathi - (upto 29.05.2023)	-	0.72

39. CAPITAL COMMITMENT

For the purpose of the Company capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and cash equivalents.

(Rupees in Lakhs)

Particulars	March 31, 2024 Rs.	March 31, 2023 Rs.
Borrowings (Note No: 18 & 20)	5,509.02	5,536.80
Less : cash and cash equivalents (Note No: 11)	1.72	11.26
Net Debt	5,507.30	5,525.54
Total Equity	6,196.62	7,174.37
Total Equity and net debt	11,703.92	12,699.91
Gearing Ratio	0.47	0.44

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest bearing loans and borrowing in the current period.

As at March 31, 2024, the Company has only one class of equity shares. No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2024 and March 31, 2023.

40. FINANCIAL RISK MANAGEMENT - OBJECTIVES AND POLICIES

The Company's financial liabilities comprise other than derivatives mainly of borrowings, trade payables and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets, other than derivatives, include trade and other receivables, other balances with banks, loans, investments and cash and cash equivalents that arise directly from its operations.





Notes Forming Part of the Financial Statements

The Company's activities are exposed to Credit risk, Market risk and Liquidity risk.

The Board of directors of the Company are overall responsible for the establishment and oversight of the company's risk management framework. The Company's risk management policies are established to identify and analyze 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's 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 adhoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

40.1 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 and loans. The carrying amounts of financial assets represent the maximum credit risk exposure.

TRADE RECEIVABLES AND LOANS

The company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base. The company has established a credit policy under which each new customer is analyzed individually for creditworthiness before the company's standard payment and delivery terms and conditions are offered. Sale limits are established for each customer and reviewed quarterly. Any sales exceeding those limits require approval from the management of the company.

The company limits its exposure to credit risk from trade receivables by establishing a maximum payment period of 120 days for customers. More than 85% of the company's customers have been transacting with the company for over three years, and none of these customers' balances are credit-impaired at the reporting date.

Confirmation of balances from Debtors & Loans and Advances have been received and the same is being reconciled.

CASH AND CASH EQUIVALENTS

The company holds cash and cash equivalents of Rs.1.72 Lakhs at March 31, 2024 (March 31, 2023: Rs. 11.26 Lakhs). The cash and cash equivalents are held with bank and cash on hand.

40.2 LIQUIDITY RISK

Liquidity risk is the risk that the company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the company's reputation. The company uses process costing to cost its products, which assists it in monitoring cash flow requirements and optimizing its cash return on investments.

40.3 MARKET RISK

Market risk is the risk that changes in market prices – such as foreign exchange rates and interest rates – will affect the company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

40.4 INTEREST RATE RISK

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

With all other variables held constant, the following table demonstrates the impact of the borrowing cost on floating rate portion of loans and borrowings and excluding loans on which interest rate swaps are taken.

(Rupees in Lakhs)

Particulars	Change in basis points	Impact on PAT	
		As at March 31, 2024	As at March 31, 2023
Borrowings from Bank	0.5%	5.35	4.75
	-0.5%	(5.35)	(4.75)

40.5 FOREIGN CURRENCY RISK

The company is exposed to transactional foreign currency risk to the extent that there is a mismatch between the currencies in which sales, purchases, receivables and borrowings are denominated and functional currency. The functional currency of the Company is INR. The currencies in which these transactions are primarily denominated are US dollars.

The Company Forex risk management policy is to hedge currency exchange fluctuation and mitigate currency volatility and risks and to avoid uncertainties in cash flows. All foreign currency exposures – financial assets and liabilities and firm commitments (imports) & probable forecast transactions (exports) which are off-balance sheet exposures are covered under Forex risk management policy.

Hedging of trade exposures viz., imports and exports are generally hedged on net exposures basis. The company mostly uses forward exchange contracts to hedge its currency risks mostly with the maturity of less than one year from the reporting date. The Company does not use derivative financial instruments for trading or speculative purposes.





Notes Forming Part of the Financial Statements

Outstanding foreign exchange exposure

(Rupees in Lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Trade Receivables	277.69	27.46
Trade Payables	101.82	59.12
Net Exposure in Rupees	175.87	(31.67)

Outstanding foreign exchange exposure

Forward Contracts outstanding / PCFC Outstanding

(Rupees in Lakhs)

Particulars	Currency	As at March 31, 2024	As at March 31, 2023
Net Exposure	US \$	2.17	(0.37)

Risk over uncovered foreign currency:

(Rupees in Lakhs)

Particulars	Currency	As at March 31, 2024	As at March 31, 2023
Exposure covered	US \$	-	-
Un hedged Exposure	US \$	2.17	(0.37)
Un hedged Exposure	INR	180.59	(30.35)
Risk over uncovered exposure @ 5% +/- Forex Rate fluctuation	INR	7.44	(1.25)

Price Risk

Investment Price Risk

The company's exposure to price risk arises from investments in equity and mutual fund held by the company and classified in the balance sheet at fair value through profit or loss. To manage its price risk arising from investments, the company diversifies its portfolio.

Commodity Price Risk

Principal Raw Materials for company's products are 33 DCB and Napthol AS. Company sources its raw material requirements from domestic markets as well as from International Markets. Company effectively manages availability of material as well as price volatility through well planned procurement and inventory strategy and also through appropriate contracts and commitments.

41. FINANCIAL INSTRUMENTS - FAIR VALUES & RISK MANAGEMENT

I. Accounting Classifications & Fair Value Measurements

The fair values of the financial assets and liabilities are measured at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

All financial instruments are initially recognized and subsequently re-measured at fair value as described below :

- 1 The fair value of investment in quoted equity shares and mutual funds is measured at quoted price or NAV.
- 2 Fair values of cash and short term deposits, trade and other short term receivables, trade payables, other current liabilities, short term loans from banks and other financial institutions approximate their carrying amounts largely due to short-term maturities of these instruments.
- 3 Financial instruments with fixed and variable interest rates are evaluated by the Company based on parameters such as interest rates and individual credit worthiness of the counterparty. Based on the evaluation, allowances are taken to account for the expected losses of these receivables.
- 4 The fair value of forward foreign exchange contracts and currency swaps is determined using forward exchange rates and yield curves at the balance sheet date.

The company uses the following hierarchy for determining and disclosing the fair values of financial instruments by valuation technique:

- Level 1: This includes financial instruments measured using quoted prices. The fair value of all equity instruments that are traded on the stock exchanges is valued using the closing price as at the reporting period.
- Level 2: The fair value of financial instruments that are not traded in an active market (for example over-the-counter derivatives) is determined using valuation techniques, which maximise the use of observable market data and rely as little as possible on entity-specific estimates. The mutual fund units are valued using the closing net assets value. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.
- Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.





Notes Forming Part of the Financial Statements

42. OFFSETTING FINANCIAL ASSETS AND LIABILITIES

The Company has not offset any financial asset and financial liability. It offsets a financial asset and a financial liability when it currently has a legal enforceable right to set-off the recognised amounts and it intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

a) Master netting arrangements – not currently enforceable

"Under the terms of these arrangements, only where certain credit events occur (such as default), the net position owing | receivable to a single counterparty in the same currency will be taken as owing and all the relevant arrangements are considered as terminated. As the Company does not presently have a legally enforceable right of set-off, these amounts have not been offset in the Standalone Balance Sheet."

b) Collateral against borrowings

The Company has hypothecated | mortgaged assets as collateral against a number of its sanctioned line of credit (Refer Note 18) for further information on assets hypothecated | mortgaged as security). In case of default as per borrowing arrangement, such collateral can be adjusted against the amounts due.

43. Additional Regulatory Information - Ratios

Ratio	Numerator	Denominator	FY 2023-24	FY 2022-23
Current Ratio (In Times)	Total Current Assets	Total Current Liabilities	0.96	1.15
Debt-Equity ratio (in times)	Total Debt	Total Equity	0.89	0.77
Debt service coverage ratio (in times)	Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses + Interest + Other non-cash adjustments	Debt service = Interest payments + Principal repayments	(0.35)	(0.62)
Return on equity ratio (in %)	Profit After Tax	Average Total Equity	-15%	-18%
Trade receivables turnover ratio (in times)	Total Net Sales	Average trade receivables	4.15	5.43
Trade payables turnover ratio (in times)	Total Purchases	Average trade payables	2.31	2.74
Inventory Turnover Ratio	Total Net Sales	Average Inventory	2.21	1.53
Net capital turnover ratio (in times)	Total Net Sales	Average Working Capital (i.e Total Current Assets less Total Current Liabilities)	(24.34)	5.49
Net profit ratio (in %)	Profit After Tax	Net Sales	-18%	-35%
Return on capital employed (in %)	Profit before tax and finance costs	"Capital employed = Net worth + Deferred tax liabilities"	-4%	-6%

44. EVENTS AFTER THE REPORTING PERIOD

There was no significant event after the end of the reporting period, which require any adjustment or disclosure in the Standalone Financial Statements.

45. The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

46. The Company do not have any transactions with companies struck off.

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

48. The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.

49. The Company have 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

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

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

51. The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
- provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

52. Authorisation for issue of the Standalone Financial Statements

The Standalone Financial Statements if approved by the Board of Directors at their meeting held on May 15, 2024.

As per our report of even date attached. For, Trushit Chokshi and Associates Chartered Accountants Firm Registration No. 111072W	Alok Jhawar Chief Financial Officer	For and on behalf of the Board of Directors Asahi Tennants Color Private Limited
Trushit Chokshi Partner Membership No. 040847 Place : Ahmedabad Date: May 15, 2024	Saji V. Joseph Company Secretary Membership No. F 9596	Gokul M. Jaykrishna Managing Director & CEO DIN: 00671652 Arjun G. Jaykrishna Director DIN: 0854867



**Notes Forming Part of the Financial Statements**

II. Figures as at March 31, 2023

(Rupees in Lakhs)

Particulars	Carrying Amount	Fair value		
		Level 1	Level 2	Level 3
Financial assets at amortised cost:				
Investments (Non-Current)	-	-	-	-
Non Current Loans	-	-	-	-
Other Non Current Financial Assets	151.95	-	-	151.95
Trade Receivables	1,106.13	-	-	1,106.13
Cash and Cash Equivalents	11.26	-	-	11.26
Bank Balances Other than Cash and Cash Equivalents	448.35	-	-	448.35
Current Loans	-	-	-	-
Other Current Financial Assets	5.53	-	-	5.53
TOTAL	1,723.21	-	-	1,723.21
Financial assets at fair value through other comprehensive income:				
Investments (Current)	-	-	-	-
Investments (Non-Current)	-	-	-	-
TOTAL	-	-	-	-
Financial liabilities at amortised cost:				
"Borrowings (Non-Current)"	2,194.79	-	-	2,194.79
Borrowings (Current)	3,342.01	-	-	3,342.01
Trade Payables	1,512.83	-	-	1,512.83
Other financial liabilities	26.00	-	-	26.00
TOTAL	7,075.63	-	-	7,075.63

III. Figures as at March 31, 2024

(Rupees in Lakhs)

Particulars	Carrying Amount	Fair value		
		Level 1	Level 2	Level 3
Financial assets at amortised cost:				
Investments (Non-Current)	-	-	-	-
Non Current Loans	-	-	-	-
Other Non Current Financial Assets	143.45	-	-	143.45
Trade Receivables	1,576.10	-	-	1,576.10
Cash and Cash Equivalents	1.72	-	-	1.72
Bank Balances Other than Cash and Cash Equivalents	61.24	-	-	61.24
Current Loans	-	-	-	-
Other Current Financial Assets	3.04	-	-	3.04
TOTAL	1,785.54	-	-	1,785.54
Financial assets at fair value through other comprehensive income:				
Investments (Current)	-	-	-	-
Investments (Non-Current)	-	-	-	-
TOTAL	-	-	-	-
Financial liabilities at amortised cost:				
"Borrowings (Non-Current)"	2,108.4	-	-	2,108.4
Borrowings (Current)	3,400.7	-	-	3,400.7
Trade Payables	1,636.9	-	-	1,636.9
Other financial liabilities	23.6	-	-	23.6
TOTAL	7,169.5	-	-	7,169.5





Asahi Tennants
Quality Pigments

Registered Office :

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Asahi House, 20, Times Corporate Park,

Thaltej-Shilaj Road, Daskroi, Ahmedabad-380059, Gujarat.

CIN: U24290GJ2019PTC110526