S.J.S. Enterprises Limited

ANNUAL REPORT 2023-24

Expanding Frontiers. Driving Growth.

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Annual Report 2023-24 Online,
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Forward-looking statement

This Report contains some forward-looking statements to enable investors to comprehend our prospects and take wise investment decisions, which may be identified by their use of words like 'plans', 'expects', 'will', 'anticipates', 'believes', 'intends', 'projects', 'estimates' or other words of similar meaning. All statements that address expectations or projections about the future, including but not limited to statements about the Company's strategy for growth, product development, market position, expenditures and financial results, are forward-looking statements. Forward-looking statements are based on certain assumptions and expectations of future events. The Company's actual results, performance or achievements could thus differ materially from those projected in any such forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise any forward-looking statements, on the basis of any subsequent developments, information or events. The Company has sourced the industry information from the publicly available resources and has not verified that information independently and shall not be liable for any variance from the forward-looking statements.

Expanding Frontiers. Driving Growth.

SJS Enterprises (SJS) is steadfast in its commitment to seizing unparalleled opportunities for expansion and accelerating its growth trajectory through strategic initiatives. The acquisition of Walter Pack Automotive Products India Private Limited (WPI) stands as a landmark move in our journey, opening up a plethora of avenues to enhance our market share and achieve greater success.

This acquisition represents a strategic alignment that bolsters SJS' existing capabilities with new, innovative potential. By integrating Exotech and WPI's capabilities, SJS is better positioned to leverage cross-selling opportunities, broaden its customer base, and penetrate new markets. This move also facilitates introduction of cutting-edge products and technologies, further solidifying SJS' role as a leader in its field.

Furthermore, SJS is committed to driving profitability through these new ventures, with a sharp focus on optimising operational efficiencies and capitalising on the expanded market presence, ensuring sustainable growth and enhanced shareholder value.

SJS IS NOT JUST PURSUING GROWTH; IT IS PROPELLING ITSELF INTO A FUTURE WHERE ITS POTENTIAL IS LIMITLESS AND ACHIEVEMENTS ARE UNPRECEDENTED.

CORPORATE OVERVIEW

SJS at a glance

SJS Enterprises holds a prominent position in the Indian decorative aesthetics industry. Our expertise lies in providing comprehensive solutions from design conception to product delivery.

With the ability to customise, design, develop, and manufacture a diverse range of products, we cater to the leading automobile and consumer appliances and electrical companies globally. Our manufacturing capabilities extend to include products for commercial vehicles, medical devices, farm equipment, and the sanitaryware industry as well.

VISION

To increase the perceived and experienced value of objects and interfaces, through cutting-edge design and printing technologies.

MISSION

To deliver desire. To play with colours, materials, textures, and most of all, possibilities. To make things that are visually exciting. Sensorially pleasing. Delightfully intuitive. To be the best in the business of aesthetic and functional industrial graphic parts, using specialised design and printing technologies.

OUR SUBSIDIARY

Our subsidiary, Exotech is engaged in manufacturing chrome-plated and painted injection moulded plastic parts for two-wheelers (2W), passenger vehicles (PV), consumer appliances, farm equipment, and sanitaryware industries. Its products are sold in 60 locations across India.

In July 2023, SJS acquired a 90.1% stake in WPI. WPI was a subsidiary of Walter Pack Spain and specialises in designing and developing high-value, functional decorative parts for passenger vehicles and consumer electricals segments in India. WPI is proficient in advanced IMD, IMF, and IML technologies, providing SJS with a significant technological edge.

KEY CERTIFICATIONS

SJS

ISO 9001 | IATF 16949 | ISO 14001
OHSAS 18001 | ISO 45001 | LEED GOLD CERTIFIED
ISO 50001

Exotech

ISO 9001 | IATF 16949 | ISO 14001

WPI

ISO 9001 | IATF 16949
ISO 14001 | ISO 45001

STRENGTHS THAT DRIVE US

Established market leader in an attractive business segment

We operate within the high-value aesthetics market, catering to various consumer-focussed industries. With a heightened emphasis on aesthetics and premium content, there emerges a significant opportunity across the entire component supply chain. SJS is strategically positioned to capitalise on the evolving market trends.

Differentiated, comprehensive product portfolio

We deploy cutting-edge technologies and offer an extensive product suite encompassing decals, appliques/ dials, overlays, domes/3D lux logos, aluminium badges, in-mould decoratives (IMD), in-mould labelling (IML), in-mould Forming (IMF), optical plastics, lens mask covers, and chrome-plated parts. These products cater to a wide range of applications, showcasing our commitment to innovation in meeting diverse customer needs.

Strong legacy of technology and innovation

Backed by robust in-house design and engineering capabilities, SJS boasts a remarkable track record of innovation spanning products, technologies, and materials, facilitated by a dedicated research and development team.

Long-standing customer relationships

SJS stands as a trusted partner, co-creator, and preferred supplier for numerous leading Original Equipment Manufacturers (OEMs) in both the automotive and consumer appliances sectors. The average tenure of our relationships with the Top 10 SJS customers exceeds 20 years. With a significant market share in India, we are strategically focussed on expanding our global footprint through a targeted approach.

Well-invested, lean operations

Our manufacturing footprint encompasses four facilities – one in Bengaluru, two in Pune, and one in Manesar, Gurugram, enabling us to meet growing demands and ensure efficient production. Additionally, we operate 8 warehouses throughout India and deliver products to 180+ locations globally. Our global distribution capabilities are poised to support our future growth initiatives. We are committed to maintaining the highest standards of quality and ensuring timely delivery, which are critical to our success and customer satisfaction.

OUR KEY CLIENTELE

Auto OEMs

TVS, Honda, Bajaj, Royal Enfield, Yamaha, Ola, Stellantis India, M&M, Tata Motors, Maruti Suzuki, Kia, Hyundai, Morris Garage, Volkswagon, Skoda India, John Deere.

Tier 1 Auto Component Supplier

Visteon, Marelli, Foxconn, Continental, Mindarika, Jayushin, Pricol, Minda Vast, Autoliv, Toyota Tsusho, JBM, Motherson Automotive, Ather, Triumph.

Consumer Appliance Players

Whirlpool, Samsung, Godrej, Eureka Forbes, Panasonic, Mabe Group, IFB Industries, Electrolux, Atomberg

Telecom Players

Neolync, Seoyon, Syrma, Wangda, Optiemus

Others

Sensacore, Geberit, Roca, Litemed, LeGrand

GEOGRAPHIC PRESENCE

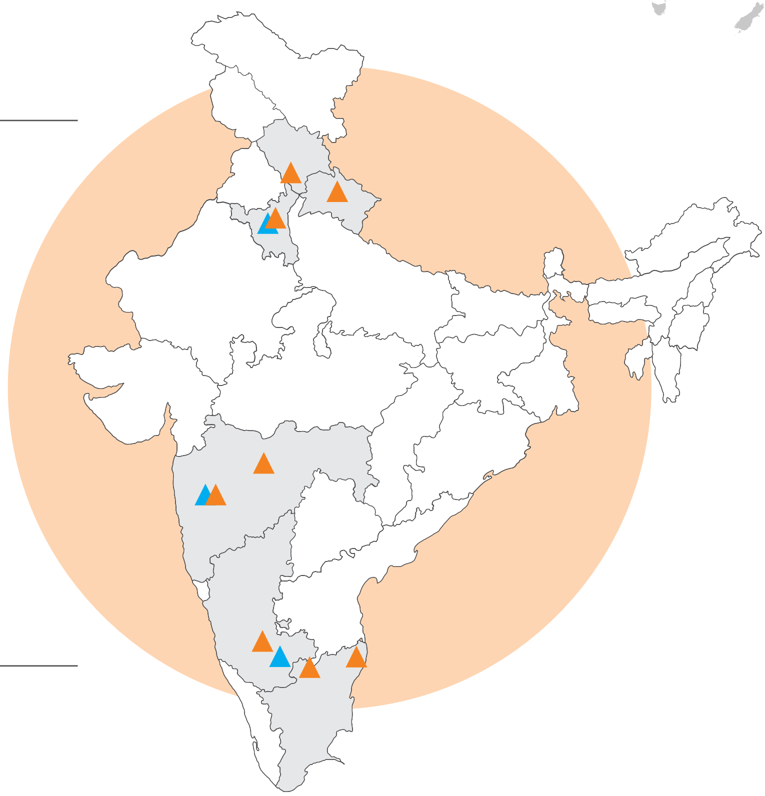
A widespread global footprint

SJS has established an extensive global footprint, reaching far beyond domestic borders. With a commitment to excellence and innovation, we continue to bolster our reach, serving customers across diverse industries worldwide.

4 Manufacturing facilities
1 Bengaluru (SJS), 2 Pune (Exotech & WPI), 1 Manesar, Gurugram (WPI)

8 Warehouses
SJS - Mysuru, Gurugram, Pune, Chennai, Aurangabad, Rudrapur, Exotech - Hosur, Nalagarh, (HP)

End markets
India, North America, Italy, Russia, Japan, Thailand, Poland, South Africa, Columbia, UAE, USA, Brazil, Mexico, Slovakia, Tunisia, Vietnam, Turkey, Portugal, China, Sri Lanka, Argentina and Malaysia



KEY FACTS

~7,000
SKUs

22
Countries exported to

169 Mn
Total parts supplied

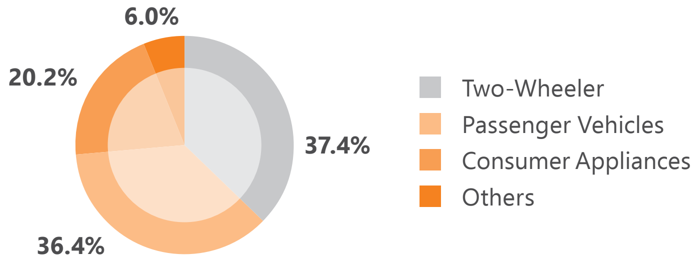
180+
Customer locations

~2,300
Employees

14
Products offered across seven end segments

20 years
Average length of relationship with 10 largest customers

REVENUE BREAK-UP FY 2023-24



PRODUCT PORTFOLIO

Our expansive portfolio for diverse applications

Our product portfolio is meticulously crafted to offer an enhanced value proposition to our customers. Leveraging our distinctive design and product development capabilities, we create offerings tailored to meet the burgeoning trend of premiumisation within the automotive and consumer appliances sectors.

With a broad portfolio spanning 14 product categories, we serve seven distinct segments, including two-wheelers, passenger vehicles, commercial vehicles, consumer appliances and electricals, farm equipment, medical devices, and sanitary ware. This extensive range ensures that we cater to diverse market needs with precision and excellence.

PRODUCT OFFERINGS

DECALS AND BODY GRAPHICS

Decals and graphics are used largely in two-wheelers than passenger vehicles and are applied to the body of a vehicle to enhance its appearance.

2D APPLIQUES AND DIALS

2D appliques and dials are used in two-wheelers and passenger vehicles as speed or revolutions-per minute (**"RPM"**) indicators in speedometer clusters.

DOMES

Domes are typically used in two-wheelers and passenger vehicles and consumer appliances to showcase a customer's logo or brand with special embossing effects and can be featured in different colours and shapes.

3D APPLIQUES AND DIALS

New generation vehicles use aesthetically superior 3D appliques and dials. Our Company is an exclusive supplier of these products to top Korean passenger vehicle OEMs in India.

3D LUX BADGES

3D lux badges are complex products with different finishes, colours, shapes, and curvatures typically used in two-wheelers and passenger vehicles to showcase a customer's logo or brand.

OVERLAYS

Overlays are used in consumer appliances control panels and work as the interface between users and machines.

ALUMINIUM BADGES

Aluminium badges are used in two-wheelers, passenger vehicles and consumer appliances mainly as brand displays or to communicate special instructions on hard surfaces.

IML/IMDS

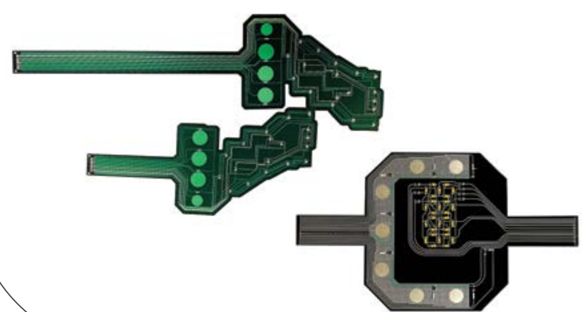
In-mould labelling and in-mould decorations such as FATC, wheel caps, gear shift bezels, mid panel, switch plates, logos, etc. are used in various products, such as control panels in vehicles and consumer appliances, branding logos and decorative plastics.

IMF (IN-MOULD FORMING)

This technique is used to produce high-quality three-dimensional plastic parts with decorative finishes, which are robust and resistant to abrasion and wear, ensuring adherence to the highest OEM quality standards.

PRINTED ELECTRONICS

Printed electronics are used to create lightweight, flexible, and cost-effective devices, such as sensors, displays, and solar panels, suitable for mass production and integration into everyday objects.



ILLUMINATED LOGOS

Illuminated logos are designed to enhance brand visibility and aesthetic appeal, particularly in low-light conditions. These logos use technologies such as LED backlighting to highlight company emblems or product names, commonly found in consumer electronics, automotive applications, and signage.

OPTICAL PLASTICS/COVER GLASS

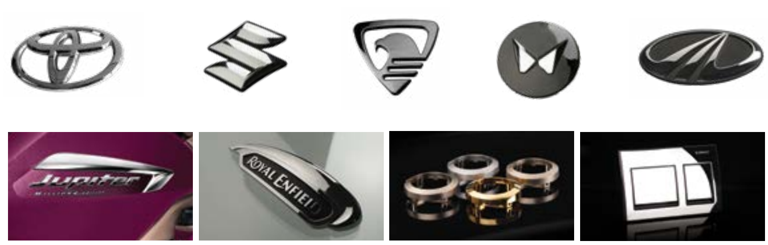
Optical plastics are high-quality plastic parts that allow a display to be clearly visible without any distortion and also used to provide mechanical protection to thin-film transistor ("TFT") screen without impacting the visibility of underlying display device. Optical plastics are typically made of acrylics/polycarbonate material, providing desired mechanical strength, along with optical parameters covering transmission, haze, and in high-end applications, require anti-reflective, anti-glare, anti-fingerprint properties. Optical plastics come in varying sizes, depending on varied applications in two-wheelers and passenger vehicles. We are also developing cover glass, a new product that is in the prototyping stage. We are actively engaging with OEMs to secure our initial orders for this product segment.

LENS MASK ASSEMBLY

Lens mask assembly is used as a digital speedometer and information system for two-wheelers. An optical lens printed with special weatherproof ink insert moulded in the plastic housing to withstand extreme climatic conditions is used by two-wheeler manufacturers to mask the digital instrument cluster display.

CHROME-PLATED AND PAINTED PRODUCTS

Chrome-plated and painted products include wheel covers, monograms, nameplates, rear and front appliques, radiator grills, door handles, bezels, bumper parts, etc.



AFTERMARKET – 'TRANSFORM'

We offer a variety of aftermarket accessories under our 'Transform' brand to enhance the appearance of two-wheelers and passenger vehicles, including vehicle body graphics, PU dome logos and badges, 3D lux badges for door edge protectors, chrome handles, and bumper grills.

Chairman's Message

AS OF 31ST MARCH 2024, SJS HAS BUILT A COMFORTABLE CASH AND CASH EQUIVALENT POSITION OF ₹ 520 MN, WITH NET DEBT AT ₹ 163.5 MN AND A POSITIVE CASH FLOW. OUR FREE CASH FLOW TO EBITDA RATIO STANDS AT A HEALTHY RATE OF 47.3%.

Dear Shareholders,

It is with great honour and privilege that I present to you our Annual Report for FY 2023-24.

The Indian economy remains resilient amidst global headwinds, demonstrating strength and a vision for sustained growth. As the fifth-largest economy globally, the nation continues to maintain its position as the world's fastest-growing major economy. India's Gross Domestic Product (GDP) grew by 8.2% in FY 2023-24 as against 7.2% in FY 2022-23, driven by both private and government investments, improved rural consumption, controlled inflation, stable interest rates, and proactive policy measures.

The Indian automotive industry demonstrated remarkable resilience in FY 2023-24, driven by a combination of factors including enhanced consumer confidence, new model launches, product upgrades from Original Equipment Manufacturers (OEMs), and a shift towards premiumisation. The passenger vehicle segment's domestic sales grew 8.4% to 4.22 Mn units compared to 3.89 Mn units in the previous year. The two-wheeler segment also experienced strong growth of 13.3% YoY, reaching total domestic sales of 17.97 Mn units compared to 15.86 Mn units in the previous year. Positive market indicators, including improved vehicle availability, increased electric vehicle adoption, and government support for sustainable mobility, indicate a promising growth trajectory.

Furthermore, the industry is experiencing a gradual transition towards technologically advanced products, marked by the integration of innovative features like 3D appliques, cover glass / optical plastics for digital dials, touch-based navigation systems in various applications, lens mask assembly and premium IMD and IML parts. This shift is a significant driver for product differentiation among OEMs and consumer appliance companies. By embracing cutting-edge features and functionalities, manufacturers are enhancing the appeal and functionality of their products to meet evolving consumer preferences.

You would be delighted to know that in FY 2023-24, once again, we surpassed the automotive industry's performance. This achievement is attributed to the inclusion of WPI and the significant contributions from the consumer segment and exports. The successful acquisition of WPI has opened numerous avenues for SJS. It has broadened our footprint in the passenger vehicles and consumer appliances & electricals segments, reducing our reliance on two-wheelers. It has enhanced our product range with new technology categories such as IML, IMD, and IMF, enabling us to offer innovative solutions for vehicle interior lighting and IME solutions for the next generation of vehicles. Both Exotech and WPI acquisitions complement our existing portfolio, paving the way for cross-selling opportunities and strengthening our order book.

As of 31st March 2024, SJS has built a comfortable cash and cash equivalent position of ₹ 520 Mn, with net debt at ₹ 163.5 Mn and a positive cash flow. Our free cash flow to EBITDA ratio stands at a healthy rate of 47.3%. Additionally, our return on capital employed (ROCE) and return on equity (ROE) as of 31st March 2024, are robust at 20.4% and 15.2%, respectively. In a significant development, our Board of Directors has recommended a final dividend of 20% on the face value for the first time since our Initial Public Offering (IPO), as a reward to our long-term shareholders.

Additionally, our return on capital employed (ROCE) and return on equity (ROE) as of 31st March 2024, are robust at 20.4% and 15.2%, respectively.

I am thrilled to share that Joe, our Managing Director, has received a prestigious lifetime achievement award from the Screen Printing Association of India and the Federation of European Screen Printers Associations. This award recognises Joe's exceptional contributions to the industry, marked by his visionary leadership and remarkable achievements. Congratulations to Joe, on this well-deserved honour.

Going forward, we intend to introduce premium products and technologies, aiming to establish ourselves as a comprehensive solution provider for aesthetic products. Our efforts are evident in the acquisition of significant orders across various product categories from both existing and new clients throughout the year.

We are particularly excited about the potential of optical plastics and cover glass, which will gain significant traction in the medium term. Further, we are collaborating with OEMs to introduce innovative premium products such as IML wheel caps and intricate IML and IMD parts for consumer companies.

I would like to express my sincere gratitude to our esteemed stakeholders for their unwavering trust and encouragement.

Warm Regards,

Ramesh C Jain
Chairman & Independent Director

Managing Director's Message

IN FY 2023-24, EXOTECH'S EBITDA MARGINS INCREASED TO 16.6%. FOLLOWING THIS SEAMLESS INTEGRATION, SJS ACQUIRED A 90.1% STAKE IN WALTER PACK INDIA (WPI) IN APRIL 2023 AND THE TRANSACTION WAS COMPLETED IN JULY 2023. A SUBSIDIARY OF WALTER PACK SPAIN, WPI SPECIALISES IN DESIGNING AND DEVELOPING HIGH VALUE, FUNCTIONAL DECORATIVE PARTS FOR PASSENGER VEHICLES AND CONSUMER ELECTRICALS IN INDIA.

Dear Shareholders,

It has been another year of exceptional performance at SJS. In FY 2023-24, our automotive segment (two-wheelers and passenger vehicles) achieved an impressive 38.3% YoY growth, exceeding the industry's combined production volume growth of 9.7% YoY. Our revenue from the two-wheeler segment increased by 21.1% YoY, surpassing industry production volume growth of 10.3% YoY. The industry passenger vehicle production volumes grew by 6.9% YoY, with our revenue up 62.0% YoY. Additionally, our consumer business showcased a stellar growth of 89.9% YoY. Our exports grew by 51.1% YoY, led by a 49.3% and 47.2% increase in the automotive segment and consumer segment respectively.

I'm pleased to announce that we've achieved our FY 2023-24 guidance of 45% revenue growth and over 30% PAT growth, excluding amortisation expenses. Our total revenue grew by 45.0% YoY to ₹ 6,278.0 Mn, driven by both organic and inorganic initiatives including new customer acquisitions, product development, increased market share, and a focus on quality and delivery excellence. EBITDA stood at ₹ 1,599.0 Mn, reflecting growth of 36.9% YoY, with margins of 25.2%, driven by higher sales and operational efficiencies. Profit after Tax (PAT) excluding amortisation grew by 37.1% to ₹ 921.7 Mn, with a margin of 14.7%. Reported PAT including amortisation stood at ₹ 853.7 Mn.

Consistent delivery of robust margins has resulted in strong cash flow generation, with cash and cash equivalents reaching ₹ 520.0 Mn. As of 31st March 2024, our ROCE and ROE stood at a healthy rate of 20.4% and 15.2%, respectively. For the first time since our IPO, the Board of Directors has recommended a final dividend of 20% on the face value for FY 2023-24.

Our automotive segment has secured prominent clients viz. Autoliv, Toyota Tsusho, Minda VAST, Lear Corporation, while in telecommunications, we have added Neolync, GDN Enterprises, and Foxconn Technologies. Furthermore, we have also received new orders from esteemed entities like Tata Motors, TVS Motors, Bajaj Auto, Honda Motorcycle and Scooters India, Royal Enfield, Mahindra & Mahindra, Maruti Suzuki, Whirlpool, Skoda, Continental, Hyundai, Visteon, Geberit, Stellantis, and Ola, among others, strengthening our business across various segments.

Inorganic growth is pivotal to our strategy. The successful integration of the Exotech business has significantly enhanced SJS' overall performance, 2.3x growth in revenues and improving EBITDA margins by about 440+ basis points from FY 2020-21 to FY 2023-24. In FY 2023-24, Exotech's EBITDA margins increased to 16.6%. Following this seamless integration, SJS acquired a 90.1% stake in WPI in July 2023. A subsidiary of Walter Pack Spain, WPI specialises in designing and developing high-value, functional decorative parts for passenger vehicles and consumer electricals in India.

The shift from conventional injection moulding to IML/IMD signifies a notable trend in the aesthetics market, with IML/IMD parts emerging as one of the fastest-growing segments. Automakers are increasingly adopting IML/IMD dashboards to impart a luxurious look to their vehicles. This trend is particularly gaining momentum in higher-end models across passenger and consumer segments. The WPI acquisition strengthens our IML and IMD capabilities and 2k injection moulding capability, enabling us to develop innovative vehicle interior lighting IME solutions for future vehicles.

Going forward, we plan to enhance kit value across our segments by adding premium products and technologies. WPI's IMD/IML technologies, combined with SJS' optical plastics/cover glass, are key to this strategy.

We prioritise sustainability alongside our growth, evident in our steady transition to green energy, with renewables like solar and wind powering nearly all our Bengaluru operations. Beyond our environmental efforts, we strive to build stronger communities through initiatives focussed on education, skill development, healthcare, sanitation, and rural development. We support 'Let's Feed the Needy', an NGO in Chennai feeding the underprivileged daily. Additionally, our garbage clean-up initiative has improved lives in ~14 villages in FY 2023-24.

Consistent delivery of robust margins has resulted in strong cash flow generation, with cash and cash equivalents reaching ₹ 520.0 Mn. As of 31st March 2024, our ROCE and ROE stood at a healthy rate of 20.4% and 15.2%, respectively. For the first time since our IPO, the Board of Directors has recommended a final dividend of 20% on the face value for FY 2023-24.

We are committed to advancing employee growth with regular training in soft and technical skills, nurturing a culture of continuous improvement and teamwork. Our performance-based incentives, like the 'Pay for Quality' scheme, help retain talent and recognise excellent performance. During the year, we conducted various health and safety training sessions, encompassing hazard identification to risk management, all aimed at mitigating occupational accidents. SJS has been honoured with the 'Great Workplace' certificate for the fourth consecutive year, underscoring our success in building an inclusive work environment.

As we leverage the synergies and cross-selling opportunities from our strategic acquisitions and product innovation, I remain enthused about SJS' exponential growth in the future.

Thank you to all our stakeholders.

Warm Regards,

K.A. Joseph
Managing Director

Chief Executive Officer’s Message

OUR EXPORTS GREW BY 51.1% YOY, REFLECTING THE POSITIVE OUTCOMES OF OUR STRATEGIES AMIDST NEW BUSINESS ACQUISITIONS AND IMPROVING MARKET CONDITIONS, TAKING ITS CONTRIBUTION TO 7.7% OF OUR TOTAL CONSOLIDATED REVENUE. BY DEPLOYING SALES REPRESENTATIVES IN KEY MARKETS SUCH AS TURKEY, BRAZIL, ARGENTINA, COLOMBIA, AND MORE RECENTLY SOUTH KOREA, WE ARE ACTIVELY PURSUING OPPORTUNITIES TO FURTHER EXPAND OUR GLOBAL FOOTPRINT.

Dear Shareholders,

It gives me immense pleasure to address you once again as we reflect on the remarkable journey of SJS over the past year. It has been an exceptional year for us, marked by significant achievements that have greatly propelled our growth trajectory.

I’m delighted to share that we’ve outperformed the industry benchmarks in FY 2023-24, showcasing our steadfast commitment to excellence and innovation. Our success can be attributed to our diversified product portfolio and strong customer relationships. The marquee acquisition of WPI has also contributed to our industry-leading growth.

Our exports grew by 51.1% YoY, reflecting the positive outcomes of our strategies amidst new business acquisitions and improving market conditions, taking its contribution to 7.7% of our total consolidated revenue. By deploying sales representatives in key markets such as Turkey, Brazil, Argentina, Colombia, and more recently South Korea, we are actively pursuing opportunities to further expand our global footprint. Our goal is to diversify our customer base and build stronger relationships with overseas customers.

What truly sets this year apart is the transformative acquisition of WPI, which will enable us to scale unprecedented heights. This strategic acquisition has opened a plethora of opportunities, enabling us to diversify our presence in both passenger vehicle and consumer appliance industries, and expand our reach into newer markets.

WPI stands out as one of the leaders in advanced technologies such as IMD, IMF, and IML, providing us with a distinct edge. By incorporating these technologies into our product lineup, we can deliver cutting-edge solutions for vehicle interior lighting and IME applications in the automotive sector in the future. Expansion into high-tech moulded interior parts will mark our evolution into a mainstream supplier of automotive components to the passenger vehicle segment.

With this acquisition, we have not only gained a significant business with strong growth and high margins at a favourable valuation, but also achieved several key strategic objectives, including the addition of new emerging technologies, expansion of customer base, enhancement of manufacturing capabilities, and strengthening of management bandwidth. Mr. Roy Mathew, one of the founders of WPI, will continue to lead Walter Pack with a 9.9% stake, ensuring a smooth integration in the short term and maximising revenue synergies in the medium term. His significant experience and tooling expertise blend perfectly with the SJS team's capabilities and competencies.

Our steadfast focus on introducing premium products and technologies has consistently kept us ahead of the curve and expanded our addressable market.

Furthermore, we are collaborating with OEMs to introduce innovative premium products such as IML wheel caps and complex IML and IMD parts for consumer companies. In the passenger vehicle segment, we intend to increase our kit value by 3-4 times from our legacy kit value of ₹ 1,200-1,500 per vehicle. For two-wheelers, our objective is to augment the kit value by 1.5-2 times from the existing range of ₹ 300-500 per vehicle. In consumer appliances, we aim to elevate the kit value by 3-4 times from the current range of ₹ 50-150 per appliance.

As we embark on this journey of expansion, our core values of integrity, innovation, and customer satisfaction continue to steer us forward. Our strategic acquisitions and technological advancements will fortify our position and unlock new avenues for growth and prosperity.

In the passenger vehicle segment, we intend to increase our kit value by 3-4 times from our legacy kit value of ₹ 1,200-1,500 per vehicle. For two-wheelers, our objective is to augment the kit value by 1.5-2 times from the existing range of ₹ 300-500 per vehicle. In consumer appliances, we aim to elevate the kit value by 3-4 times from the current range of ₹ 50-150 per appliance.

We are working on our capacity expansion plans to ensure optimal returns and cater to the growth needs of both Exotech and WPI. We have chosen a more frugal approach instead of a specific capex allocation for the expansion of chrome plating capacity. This involves increasing capacity through debottlenecking and forging strategic partnerships with dedicated suppliers to create an ecosystem that augments our existing capacity.

Overall, we are optimistic and extremely confident about SJS' growth prospects. We remain focussed on enhancing product aesthetics, expanding globally, and maintaining a strong margin profile to solidify our market leadership. With a formidable array of products and a diversified customer base, we are poised to consistently outperform, growing 1.5 times faster than the underlying industry growth.

I extend my heartfelt appreciation to our customers, employees, business partners, shareholders, and other stakeholders, whose continued support and trust have been the bedrock of our success. With a strong foundation and clear strategic direction, we are poised to expand our horizons and unveil the next chapter of SJS' growth journey.

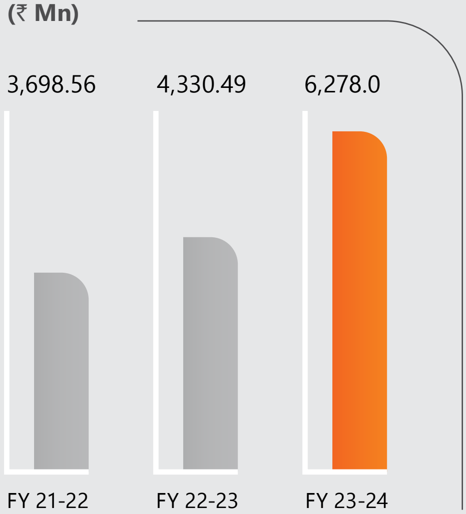
Warm Regards,

Sanjay Thapar
CEO & Executive Director

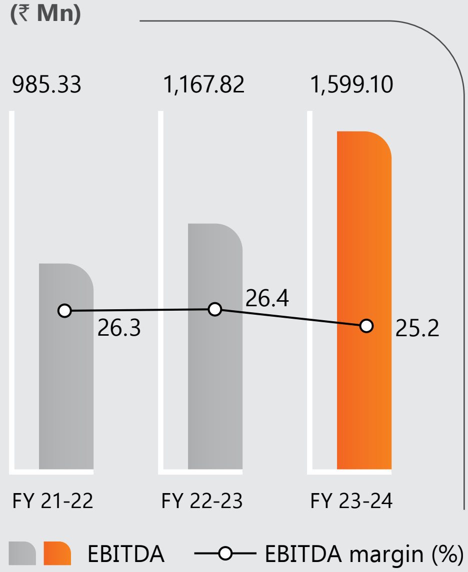
PERFORMANCE HIGHLIGHTS

Delivering a year of stellar performance

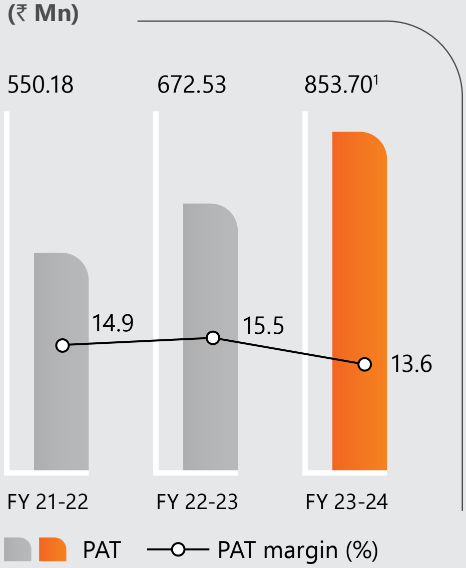
Revenue from Operations
(₹ Mn)



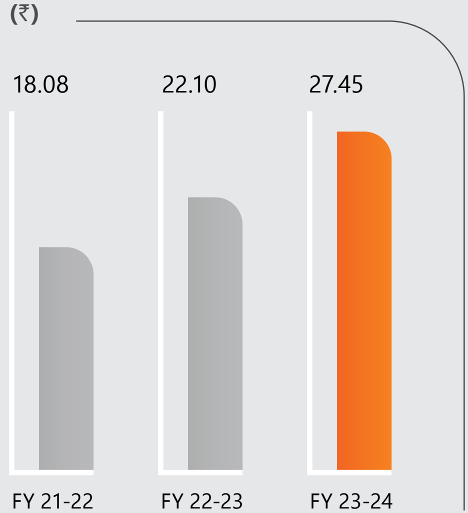
EBITDA & EBITDA margin
(₹ Mn)



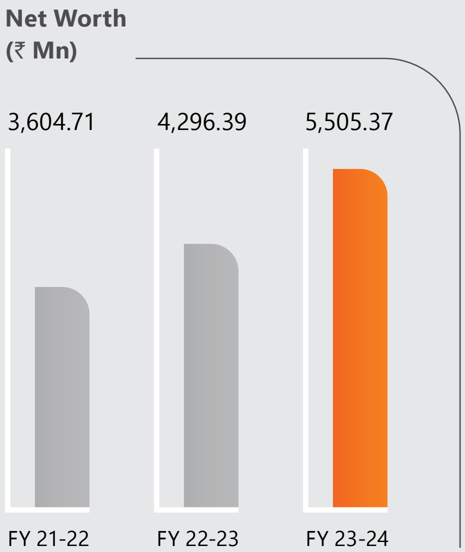
PAT & PAT margin
(₹ Mn)

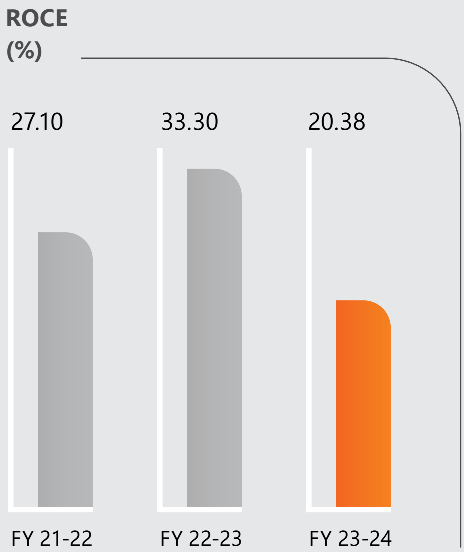


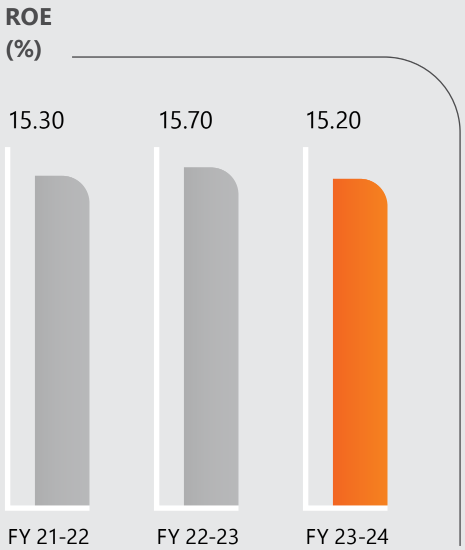
EPS
(₹)

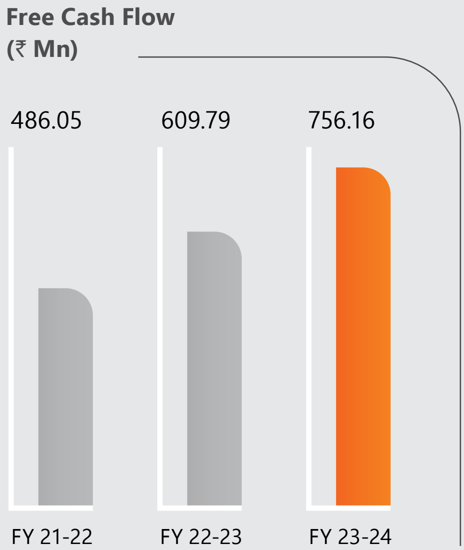


Note: 1) Adj. PAT excluding amortisation expenses on account of WPI acquisition for FY 2023-24 would have been ₹ 921.8 Mn, with a 14.7% margin









Note: The financial figures for FY 2021-22 and FY 2022-23 represent the combined performance of SJS and Exotech. For FY 2023-24, the figures include the results of SJS, Exotech, and nine months of WPI.

THEME STORIES

Capitalising on abundant opportunities

The successful acquisition of WPI has unlocked numerous opportunities for SJS. It has expanded our presence in the passenger vehicles, consumer appliances and electricals segments, reducing our dependence on two-wheelers even further. This acquisition not only brings substantial growth and high-margin business at an attractive valuation but also aligns with our strategic objectives by adding new technology products, manufacturing capabilities and customers, and enhancing management bandwidth.

Both Exotech and WPI acquisitions complement our portfolio well, allowing for cross-selling opportunities and bolstering our order book outlook. We believe that Walter Pack India strategically strengthens SJS, positioning us for long-term growth and profitability.

DEVELOPMENT OF NEW PRODUCTS AND TECHNOLOGIES

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INCREASING GLOBAL PRESENCE AND CUSTOMER BASE

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ENSURING A WELL-BALANCED PORTFOLIO

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Development of new products and technologies

At SJS, innovation is at the heart of everything we do. We take pride in our ability to anticipate market trends and introduce cutting-edge premium products and technologies, allowing us to continually outperform and expand our addressable market significantly. Through strategic diversification efforts, we have expanded our product portfolio to cater to evolving consumer demands and technological advancements across segments.

NPD & TECHNOLOGY COMMITTEE

SJS has been unwavering in its commitment to innovation, continually striving to provide enhanced value propositions for customers. Our dedicated team of over 110 NPD personnel leverages state-of-the-art machinery and equipment to develop pioneering products, ensuring swift approval from customers and securing new orders. Our NPD team is led by a highly committed Head who reports directly to the Chief Operating Officer (COO) and Managing Director (MD). Our NPD and Technology Committee, led by our esteemed Independent Director, Matthias Frenzel is tasked with identifying emerging trends and customer needs in new products and technologies and charting out strategies for futuristic technology products.

ACCELERATING NEW PRODUCT DEVELOPMENT

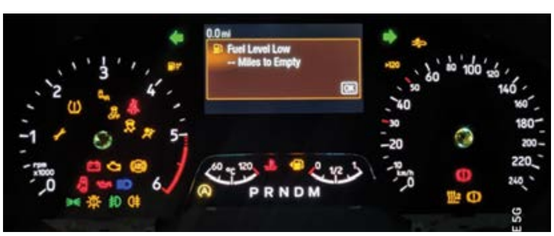
Our recent acquisition of Walter Pack India has significantly enriched our offerings, bringing new technology product categories such as IML, IMD, and IMF into our fold. The acquisition of WPI was primarily driven by its expertise in emerging technologies which will experience growing demand in the future.

WPI is one of the few companies in India proficient in advanced IMD, IMF, and IML technologies, offering a significant technological advantage. This strategic initiative will bolster our IML capabilities while introducing IMD technology and 2k moulding capability. In addition to enhancing our current offerings, it will unlock new business opportunities, enabling us to provide innovative vehicle interior lighting and IME solutions for the next generation of vehicles. With WPI now part of our portfolio, SJS has firmly established itself as the industry's foremost provider of aesthetic solutions.

NEW PRODUCT LAUNCHES IN FY 2023-24

During the year, we've developed several new products resulting in increased contribution to sales.

- We have evolved from the proof of concept to mass production of Optical Cover Lens with Light Management material and multi graphics, introduced to various OEMs through instrument cluster manufacturers. The Optical Cover Lens is an emerging trend in speedometers, offering a seamless design along with anti-glare and anti-reflection properties, providing a premium look and enhanced user comfort. SJS is the first in India to offer this solution on a mass scale.



- SJS has also offered many product solution for the Hybridisation of OEM. SUZUKI & TOYOTA are the leading OEM offering hybrid mobility and we are part of this revolution.

- We have successfully transitioned from proof of concept to commercialisation of the Illuminated Secret Tata Logo Steering Wheel Logo using IML technology, a first-of-its-kind innovation in India. This achievement was made possible through a unique process and formulation.

- Specialty Printing "Rainbow Printing" - Introduced this technique, resulting in a 50% improvement in productivity, as well as consistent and robust product quality.
- Development and Launch of 3-Axis Cold-Formed Aluminium Badges for Triumph Vehicles - Traditionally, forming printed Aluminium sheets involves 2-axis forming. In this unique project, SJS successfully achieved 3-axis cold forming, setting a new standard in badge manufacturing.

OUR STRATEGY FOR THE FUTURE

We firmly believe that our future growth trajectory will be propelled by premiumisation and the adoption of futuristic technologies. We are excited about the prospects of optical plastics and cover glass, which will gain momentum in the medium term. This addition not only holds the potential to reduce our dependence on two-wheelers but also marks a significant leap in our kit value in the passenger vehicle segment. Transitioning from being just a supplier of 2D and 3D dials to the PV segment, we are poised to become a provider of high-value premium products in our portfolio like IMD/IML parts, chrome plated parts, and thereafter, with the introduction of optical cover glass.

In anticipation of the upcoming trends, SJS is already prepared to lead in the production of illuminated logos. We are in the process of building a strong professional team specialising in electronics design, assembly, and testing.

High-end cars are becoming increasingly digital, particularly in their infotainment systems, which utilise glass and optical films. We have successfully completed the proof of concept and passed all evaluation criteria for these technologies. We have a clear, phase-wise ramp-up plan for the manufacturing of optical cover glass, positioning us at the forefront of this trend.

We are also collaborating with OEMs to introduce innovative premium products such as IML wheel caps and complex IML and IMD parts for consumer companies, further solidifying our position as industry leaders in innovation and product diversification.

PASSENGER VEHICLES

Legacy kit value-

₹ 1,200-1,500

per vehicle

Current kit value-

₹ 3,500-5,000

per vehicle

Future kit value-

3-4x growth

per vehicle

New-age products:

- Dual tone Wheel Caps
- IML interiors
- Optical Plastic/Touch Screen Cover Glass

TWO-WHEELERS

Legacy kit value-

₹ 300-500

per vehicle

Future kit value-

1.5-2x growth

per vehicle

New-age products:

- Aluminium Logos
- Illuminated Logos (WPI)
- Optical plastics/touch screens

CONSUMER APPLIANCES

Legacy kit value-

₹ 50-150

per product

Future kit value-

3-4x growth

per product

New-age products:

- IMD/IML overlays
- Printed electronics (WPI)
- Optical glass/touch screens

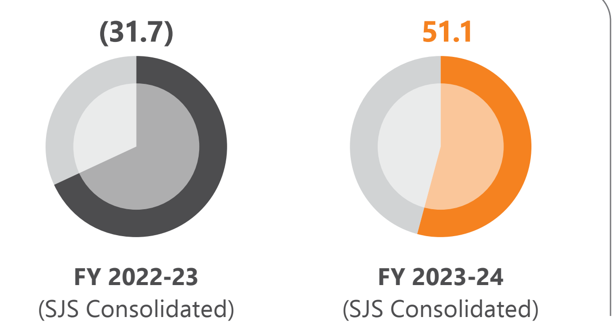
Increasing global presence and customer base

As a preferred partner and supplier for prominent OEMs, SJS holds a significant share of business in India and is strategically focussed on expanding its global footprint. Our objective is to establish a widespread presence, broaden our growth opportunities, fortify our order book, and cultivate stronger customer relationships worldwide.

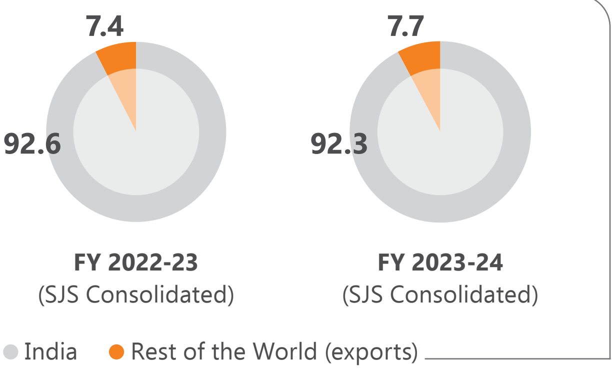
PERFORMANCE OF EXPORT BUSINESS

In FY 2023-24, our exports demonstrated a robust growth of 51.1%, amounting to ₹ 483.0 Mn. Our initiatives are yielding positive results, driven by new business wins and a favourable outlook in overseas markets. Moreover, there is a gradual uptick in demand observed in North America and other parts of Asia, indicating a positive trend for our export sales. For the full year, exports constituted approximately 7.7% of our total consolidated revenue.

Export Revenue Growth (%)



Revenue by Geography (%)



EXPANDING GLOBAL FOOTPRINT AND CUSTOMER BASE

In the global markets, the passenger vehicle industry is significantly larger compared to the two-wheeler segment. With the acquisition of Exotech and WPI, SJS has an expanded portfolio of products to directly offer to the PV segment OEMs, enabling us to explore more opportunities in the export market. Although currently WPI and Exotech focus primarily on domestic business, the expanded product portfolio combined with SJS' global reach enhances our ability to better explore export opportunities.

We've strategically deployed sales representatives in Turkey, Brazil, Argentina, and Colombia to expand our reach in international markets. Additionally, we have appointed a sales agent in South Korea recently during the year to enhance our presence in East Asia. We are also actively working to expand our presence in the North American and ASEAN markets.

MAJOR BUSINESS WINS IN FY 2023-24 (DOMESTIC AND GLOBAL MARKETS)

- Addition of marquee customers like, Neolync, GDN Enterprises, and Foxconn Technologies, who supply to the telecom segment.
- Acquisition of new customers like Autoliv, Lear Corporation, Minda Vast and Toyota Tsusho in the automotive segment.
- Secured new orders from mega accounts including M&M, Tata Motors, Autoliv, Whirlpool, TVS, Honda Motorcycle and Scooters India, Royal Enfield, Ola, Hyundai, Visteon, Continental, Bajaj Auto, and others.
- Continued wallet expansion with new business wins from key customers such as Stellantis, Foxconn, Maruti Suzuki, John Deere, Geberit, Skoda, and others.

Ensuring a well-balanced portfolio

We are strategically engaging in opportunities within high-growth segments to ensure the development of a well-balanced portfolio. By leveraging our diversified product offerings, profound industry expertise, and successful inorganic endeavours, we are poised to fortify our market position and drive sustained growth across multiple sectors.

EXPAND PRESENCE IN CONSUMER-RELATED INDUSTRIES

We aim to expand our customer base and enter new markets with existing OEMs across the consumer electronics segment. We have added marquee customers viz. Neolync, GDN Enterprises, and Foxconn Technologies, in the telecom segment; Lear Corporation, Autoliv and Toyota Tsusho in the automotive category during the year.

STRATEGY TO PURSUE INORGANIC GROWTH OPPORTUNITIES

After successfully acquiring Exotech and achieving strong performance over the past two years, it has significantly bolstered our confidence in our ability to acquire and integrate companies that will propel SJS to high levels of growth. Inorganic acquisitions remain a central strategy to fortify our market leadership in the aesthetics industry.

The acquisition of WPI has opened a multitude of opportunities, allowing us to deepen our presence in the passenger vehicles and consumer appliances segments while diminishing our reliance on two-wheelers. It has facilitated a balanced portfolio concentration, transitioning from a predominant two-wheeler player to a comprehensive automotive and consumer appliances entity. Looking ahead, we are confident that our future acquisitions will unlock new growth avenues and complement existing businesses.

GROWTH OUTLOOK

SJS is positioned to achieve revenue growth exceeding 1.5 times that of the underlying industry growth, while maintaining robust EBITDA margins, driven by promising prospects in the two-wheeler, passenger vehicle, and consumer segments. Our growth will be bolstered by factors such as premiumisation initiatives, successful acquisition of new customers as well as penetrating deeper with our key OEM customers, robust exports, and the strategic inclusion of WPI.

IT INFRASTRUCTURE

Our resilient technology infrastructure

Our robust IT infrastructure serves as a pillar of strength, meticulously designed to align with our business objectives. With a well-defined roadmap, we ensure that every technological endeavour contributes meaningfully to our overarching strategy. Our IT initiatives are seamlessly integrated into our comprehensive risk management process, ensuring that potential risks are identified and addressed proactively.

KEY INITIATIVES FY 2023-24

PRODUCTIVITY IMPROVEMENT INITIATIVES

- IoT Proof of Concept (PoC): As a manufacturing organisation, SJS relies heavily on production/process data, maximising machine uptime and optimal resource management to deliver to our customers on-time and as promised.
- To fill these critical gaps, an Internet of Things (IoT) PoC was planned and successfully showcased. This enabled real-time monitoring of productivity and identification and resolution of bottlenecks in production processes in real time. By analysing IoT data, future bottlenecks can be pre-emptively addressed, leading to smoother operations and increased efficiency. With the deployment of this PoC, these concepts were proven and foundation was laid to build upon.
- Quality Vision Inspection, Proof of Concept (PoC): In early 2023, the SJS IT team designed and implemented an Automated Vision Inspection system for dials quality control to demonstrate the proof of concept and enhance quality control processes. This implementation aimed to improve the speed and accuracy of defect detection. The results were promising, with the PoC achieving over 85% accuracy in end of line defect inspection. This outcome has given the team confidence to scale up the PoC and use it to optimise resource costs and improve inspection agility.

ENTERPRISE RESOURCE PLANNING (ERP)

- 2023 marked the end of support for the AX 2012 product lifecycle. This triggered our migration initiative to Dynamics 365 Finance & Operations to take a small step toward Digital transformation and mitigate ERP obsolescence. Our successful migration from AX 2012 to Dynamics 365 marks a significant milestone in our journey towards this Digital Transformation.
- This milestone also extends our expertise to on-premise ERP infrastructure, encompassing deployment, and management, ensuring complete control over SJS' ERP systems. In addition, it allows for seamless customisation, rapid deployment of new features, and swift turnaround times, empowering SJS with enhanced control and flexibility in managing its ERP environment.

ROBUST CYBERSECURITY FRAMEWORK

- Prior to FY 2023-24, SJS relied on traditional security measures, which, while robust, did not fully address the complex and evolving nature of cyber threats faced by modern digital infrastructure.
- This year marked a strategic pivot in our approach to cybersecurity with the implementation of a Security Operations Centre (SOC) service. The SOC team is equipped with advanced tools and technologies that allow for proactive monitoring and management of our network and systems 24/7. This includes – monitoring for unusual activity, identifying potential intrusions, and deploying countermeasures immediately to protect our data and operations.
- This also ensures that we meet industry compliance standards and regulations, which is crucial for maintaining trust with our customers and partners as well as avoiding potential legal and financial repercussions.

IT Service Management

- SJS has implemented IT Service Management compliant to the ITIL framework to offer unified service delivery on a single platform for enhanced employee productivity. To make this offering more potent, the ITSM was layered with Incident management, Knowledge management and Change management. This initiative has helped synchronise business, development, and optimisations and fostered collaboration across all cross-functional teams.

PLANNED INITIATIVES FY 2024-25

- Productivity improvement initiatives.
- Industry 4.0 implementation at SJS and deployment of a Manufacturing Execution System in tandem with the IoT PoC already deployed. This will provide a significant competitive advantage and demonstrate to our customers and stakeholders that SJS is committed to innovation, efficiency, and high-quality production standards.
- Following the success of the Vision inspection PoC, we are now expanding the Vision inspection to additional more product lines. We plan to scale up and lead this technology to maturity by establishing end-of-line inspection facilities across various verticals.

ERP

To improve SJS' operational excellence, efficiency, and scalability, the following initiatives are planned for FY 2024-25:

Implementation of ERP at SJS' latest acquisition - WPI

- WPI, a recent acquisition is expected to go live on Dynamics 365 by the end of the third quarter. This implementation is a deemed strategic fit and will improve synergies with SJS' existing operations.

Automation in ERP

- Multiple automation planned in order-to-cash, procure-to-pay, and record-to-report cycles for internal cost management, customer serviceability and improvements in the accuracy and speed of data processing.
- The automation is targeted to reduce manual and repetitive tasks and will allow the staff to focus on more strategic activities.

CYBERSECURITY

To support and contribute to SJS' growth strategy, the following initiatives are planned on the cybersecurity protection and fortification front:

Scaling up existing SOC services

- Scaling up the existing Security Operations Centre (SOC) aligns with SJS' strategic goals of enhancing digital security and ensuring business continuity. This is of strategic importance as it will improve our ability to detect, investigate, and respond to cybersecurity threats in real-time. Additionally, it will protect us from breaches, improve regulatory compliance, and safeguard our corporate reputation.

Implementation of NOC (Network Operations Centre) services

- Establishing a Network Operations Centre (NOC) will provide 24/7 monitoring and management of our network infrastructure, ensuring high availability and performance. This initiative will also increase network stability and scalability.

VAPT (Vulnerability Assessment and Penetration Testing) assessment

- Continuing in our commitment to keep SJS a cyber-safe workplace, VAPT assessments are planned and are critical in identifying and mitigating potential vulnerabilities in systems and applications before they can be exploited. This year's assessment will review the roadmap from the previous assessment, evaluate our current standing, and develop a new roadmap.

Improved Cyber Posture

- Strengthening IT policy and the Information Security Management System (ISMS) through the implementation of ISO 27001 is planned to guide the improvement of SJS' cyber posture.

Embedding sustainable practices

At the core of our ethos lies a steadfast commitment to embedding environmental, social, and governance principles into our operations. This commitment is not just a moral imperative; it's a strategic imperative aimed at elevating the well-being of the communities while enhancing stakeholder value and fostering sustainable growth. We have established a dedicated ESG committee to provide expert oversight, ensuring that our actions align with our values and long-term goals.

ESG Framework

Environmental

- Safeguarding of environment including policies to address climate change, biodiversity, and energy and water efficiency
- SJS has completed the ISO 50001 audit and achieved the certification for "Energy Management"

Social

- Social impact, community relations, fair working conditions, labour policies, and supporting equality and diversity

Governance

- Ethical and anti-corruption practices, compliance, transparency, and commitment to shareholder and voter rights

Environmental

Contributing positively to the environment

Sustainability and responsible practices are integral to every aspect of our business. We prioritise investments in cutting-edge technologies and initiatives aimed at fostering eco-friendliness, optimising natural resource utilisation, and enhancing energy efficiency. Through these initiatives, we strive to create a lasting positive impact on the environment.

MEASURING OUR PROGRESS

69.95%

The overall reduction in Carbon emissions is 69.95% compared to the previous financial year 2022-23.

89.98%

The total energy consumed from renewable sources accounts for 89.98%, surpassing our target of 80% renewable energy consumption.

71.64%

Wherein the electricity consumption through Grid Electricity Reduced 71.64% compared to previous year 2022-23.

74.06%

Wherein our renewable energy consumption through third-party power purchases witnessed a remarkable increase of 74.06% compared to the previous year 2022-23.

KEY INITIATIVES

Energy conservation

We are increasing the utilisation of renewable energy sources, particularly solar and wind power. Currently, 30% of the total power requirement of our Bengaluru plant is met by solar panels installed at the facility. Additionally, we have invested in and contracted with third-party power purchases that rely on renewable energy sources.

To further our commitment to sustainability, SJS, WPI, and Exotech are making equity investments to procure 6 MW of captive solar power in FY 2024-25. This initiative will help us reduce carbon emissions and achieve cost savings.

The proposed expansion in Captive Solar Power are as follows:

- **SJS:** 3 MW
- **WPI:** 1.25 MW
- **Exotech:** 1.75 MW

Following these investments, around 75% of the consolidated power requirements will be met through renewable energy sources.

More importantly, we have laid down a 5.3-km-long dedicated underground transmission line for power transmission. This dedicated power supply line does not share power with neighbouring industries or domestic power supply lines, ensuring guaranteed power supplies without unexpected interruptions or shutdowns.

In-house Kaizens were implemented to improve solar power generation by 3-5% during the year by integrating inverter controls with solar panels. We have also initiated Kaizen activities aimed at reducing energy consumption by converting AC motors to DC motors, which is expected to reduce consumption by about 3%.

Water conservation and recycling

We achieve 100% recycling of wastewater through our Effluent Treatment Plant (ETP) and Sewage Treatment Plant (STP), with capacities of 20,000 litres and 100,000 litres, respectively. These treatment plants are well-equipped to ensure zero wastage and feature technically-advanced waste disposal systems. Additionally, we have an on-site rainwater harvesting pool with a capacity of 500,000 litres, which supports our efforts on land restoration, desertification prevention, and drought resilience.

Reduction in carbon emissions

We strive to minimise the usage of diesel generators by ensuring a dedicated power supply through 11 kV BESCOM supply lines, resulting in zero dependencies on diesel for forklifts and other equipment. The Company is delighted to announce a substantial decrease in emissions during the financial year 2023-24, demonstrating an impressive reduction of Scope 2 emissions of approximately 71.66% compared to the previous financial year 2022-23. The overall reduction in Carbon emissions is 69.95% compared to the previous financial year 2022-23. This accomplishment underscores our unwavering dedication to environmental sustainability and exemplifies our continued endeavours to mitigate our carbon footprint.

Reduction of diesel usage

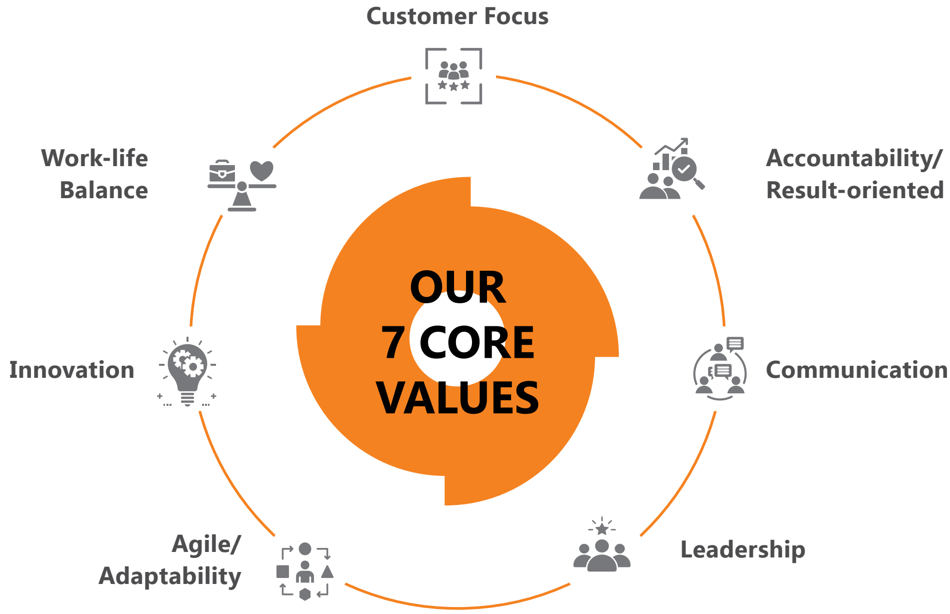
We have reduced daily diesel generator usage to zero, reserving them only for emergency backup during BESCOM transmission breakdowns. Additionally, we plan to implement electric buses for employee commuting to enhance our sustainability efforts.




Social

Promoting employee growth and development

Our people are at the core of our business and the driving force behind our success. We are committed to providing equal opportunities across all facets of employment, including recognition and development. Our comprehensive policies are designed to foster an inclusive work environment that empowers our employees and facilitates continuous learning and growth.



TRAINING AND DEVELOPMENT

We understand the importance of attracting and retaining top talent. Providing ample opportunities for learning and development is a cornerstone of our approach to retaining employees. By prioritising continuous learning and growth, we ensure that our team members are equipped with the skills and knowledge to thrive in their roles and contribute to our success.

Our training and development programme is comprehensive and tailored to meet the evolving needs of our employees and business goals. We invest in both technical and soft skills training to enhance employee capabilities and foster career growth. With a dedicated trainer and training facilities, we ensure that employees receive the necessary skills and knowledge to excel in their roles.

Our transparent approach to training initiatives, coupled with regular communication, fosters employee engagement and satisfaction. Additionally, training is aligned with business objectives, leading to improved efficiency, customer satisfaction, and overall business performance. Through continuous feedback and assessment, we strive for continuous improvement and aim to create a culture of learning and development. This proactive approach not only enhances individual skills but also contributes to team dynamics and organisational success, thereby strengthening our retention rates and brand image.

KEY INITIATIVES

ENCOURAGEMENT FOR HIGHER EDUCATION PROGRAMME BY SJS IN COLLABORATION WITH JYOTHY INSTITUTE OF TECHNOLOGY

Employees were encouraged to pursue higher education at Jyothy College, Agara Gram Panchayat, Tataguni, 560082.

6

Students enrolled by SJS

TOP 5 TRAINING PROGRAMMES CONDUCTED

- **Effective Leadership Programme & Lean Manufacturing Book Launch Event**
- **CII ESG Summit 2024**
- **Stellantis V2022 Training Programme**
- **Leadership Development Programme for Staff (Male & Female) totalling 837 hours**
- **Leadership Development Programme for Workers (Male & Female) totalling 380 hours**

EFFECTIVE LEADERSHIP PROGRAMME & LEAN MANUFACTURING BOOK LAUNCH EVENT

21 employees attended

Purpose

Effective Leadership Programme offers a multitude of benefits that can significantly boost personal and professional growth. Here are a few key advantages:

1. Personal Growth and Wellbeing
2. Development of Leadership Skills
3. Enhanced Communication and Teamwork
4. Better Decision-Making
5. Adaptability and Strategic Thinking
6. Theoretical and Practical Learning

CII ESG SUMMIT 2024

4 employees attended

Purpose

The benefits of attending an ESG Summit are multifaceted and significantly impact various aspects of a business. Here are some key benefits:

1. Strategic Alignment: Integrating ESG principles aligns with corporate goals of sustainable growth, operational efficiency, and regulatory compliance.
2. Innovation and Resilience: Adoption of robust ESG practices fosters innovation, enhances operational resilience, and fortifies long-term value creation for stakeholders.
3. Awareness and Cooperation: Summits enhance awareness of sustainability and ESG practices and highlight potential benefits for businesses and the environment.

STELLANTIS V2022 TRAINING PROGRAMME

25 employees attended

Purpose

This training ensures that suppliers are updated with Stellantis' requirements, which is crucial for maintaining quality and efficiency in the automotive industry. Key benefits include:

- Gain insights into the Reverse FMEA process and its application.
- Understand the significance of Manufacturing Requirements for Suppliers (MRS) in ensuring high-quality manufacturing.
- Learn practical techniques through case studies and exercises.
- Interact with industry experts and peers for valuable networking opportunities.

LEADERSHIP DEVELOPMENT PROGRAMME FOR STAFF (MALE & FEMALE)

83 Male 5 Female employees attended

Purpose

Developing leadership skills is a continuous process that involves honing various competencies. Here are some key skills for leadership skill development:

1. Communication Skill
2. Interpersonal Skill
3. Problem-Solving Skill
4. Decision-Making Skill
5. Strategic Thinking Skill
6. Time Management Skill
7. Change Management Skill
8. Conflict Management Skill

LEADERSHIP DEVELOPMENT PROGRAMME FOR WORKERS (MALE & FEMALE)

179 Male 28 Female employees attended

Purpose

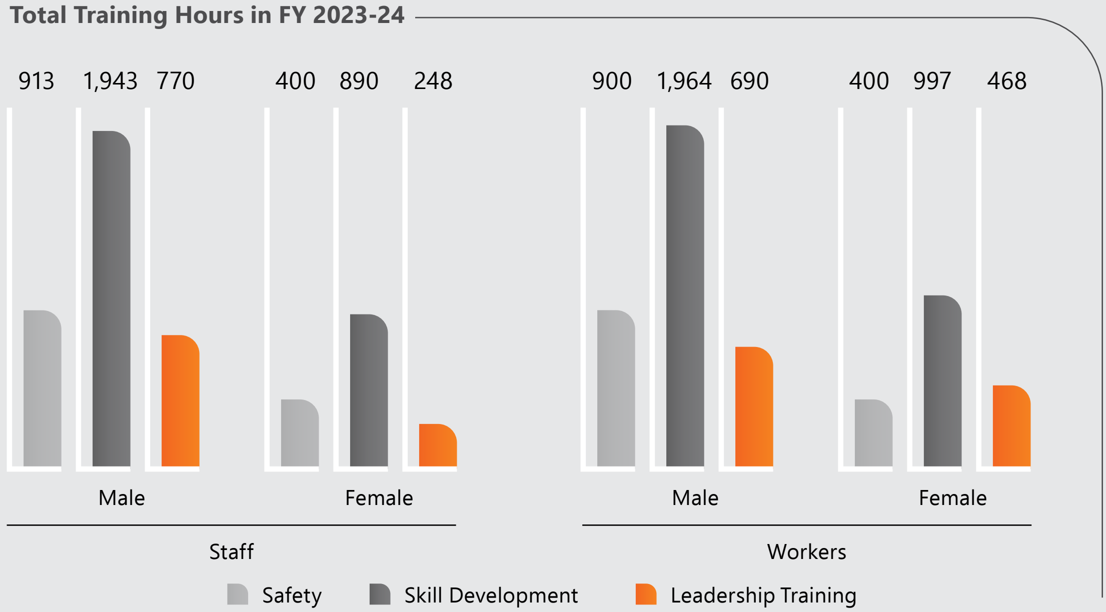
The Leadership Development Programme for workers is a strategic approach to enhance the skills and capabilities of our workforce. Key features include:

1. Assess Organisational Needs
2. Define Clear Goals
3. Identify Leadership Competencies
4. Foster a Culture of Continuous Learning
5. Ensure the Work Involvement
6. Collect Feedback and Evaluate

TOTAL TRAINING HOURS FY 2023-24

TRAINING DETAILS...

Category	TOTAL TRAINING HOURS IN FY 2023-24			
Staff	**Safety**	**Skill Development**	**Leadership Training**	**Total (A)**
Male	913	1,943	770	**5,164**
Female	400	890	248	
Workers	**Safety**	**Skill Development**	**Leadership Training**	**Total (B)**
Male	900	1,964	690	**5,419**
Female	400	997	468	
Grand Total Training Hours (A+B)				**10,583**



TECHNICAL TRAINING VS NON-TECHNICAL TRAINING FY 2023 24

Category	Technical	Non-Technical	Total
Hours	5,353.88	5,229.12	**10,583**
Percentage	51%	49%	**100%**

14.37 hrs
Average training hrs per employee

8 hrs
Minimum training hrs per employee

39.5 hrs
Maximum training hrs per employee

EMPLOYEE ENGAGEMENT

Employee engagement is crucial for fostering a positive work environment and driving organisational growth. Through our wide-ranging initiatives, we ensure that every employee is fully engaged and motivated to contribute to their best.

Employee Motivation & Encouragement

Implementing an employee suggestion scheme can foster a culture of innovation and creativity by encouraging employees to contribute ideas for improvement. This initiative can lead to significant positive impacts on future practices and systems within the Company, ultimately driving standardisation and efficiency.

Offering Employee Stock Option Plans (ESOPs) enhances this approach by providing employees with a stake in the Company's success, aligning their interests with the broader objectives and motivating them to perform at their best.

In recognition of his pivotal role in steering SJS towards growth, Mr. Thapar was awarded additional ESOPs. This not only rewards his exemplary leadership but also sets a precedent for recognising and appreciating the contributions of the management team.

During the year, we received over 90 Kaizens (employee suggestions) and implemented most of them to enhance productivity and business functioning.

HEALTH & SAFETY

The safety and well-being of our employees and stakeholders is our topmost priority. Our goal is to conduct business operations with zero harm to individuals and cultivate a healthy and safe environment for our employees, contractors, communities, and customers. Embedded within our EHS Policy are commitments to maintain safe, healthy, and conducive workplaces, while upholding the principles of human rights, equality, and diversity.

We actively promote safety and health initiatives, including regular safety training sessions. These include "Stop 6", which focusses on preventing the six most common or severe types of workplace incidents, helping employees recognise and mitigate risks effectively. Additionally, we conduct workplace ergonomic assessments, which are evaluations of workstations and practices to ensure they align with ergonomic principles. These assessments help in minimising strain, preventing injuries, and enhancing comfort and productivity by adapting tasks, workspaces, and equipment to fit the needs of the workforce.

Furthermore, we prioritise diversity and inclusion through various initiatives such as diversity training programmes and mentorship opportunities for underrepresented groups, ensuring that all individuals are respected and provided with equal opportunities.

12
% of women workforce

12.5
% of female managers

Initiatives to prevent work-related accidents

We conduct annual internal audits and management reviews to uphold our Occupational Safety and Health Management System. Our commitment lies in maintaining and improving safety standards by promoting voluntary safety initiatives and fostering a positive environment. Workers are encouraged to report potential hazards as near-miss incidents, enabling us to identify and address risks promptly. Hazardous factors are identified through risk assessments, and appropriate countermeasures are implemented to mitigate risks. Information on risks and countermeasures is shared through various company-wide meetings and safety exchanges. Recognising outstanding near-miss reports, we encourage continuous improvement in safety practices. In addition to regular safety patrols, daily inspections are conducted to ensure a safe workplace and minimise unsafe behaviours, reinforcing our commitment to safety and health.

Health & Safety Committee

- Annual convening of company-wide Health and Safety Committee which includes a Safety and Health Officer, plant general managers, and elected members
- Reviews safety initiatives, performance, and sets targets for upcoming year
- Information sharing and improvement discussions at various levels to achieve health and safety objectives

Health & Safety Education & Training

- Employee education and training for preventing work-related and traffic accidents
- Various audiovisual education methods employed, including tiered safety and health education, group workplace safety meetings, and risk prediction training
- In-house screenings of movies focussed on preventing chemical injury and disaster avoidance
- Additional safety-related videos and e-learning programmes for comprehensive safety training
- Special focus on preventing traffic accidents and drunk driving
- Training initiatives include traffic accident prevention sessions, viewing traffic-related videos, and implementing Kiken Yochi Training KYTF (Hazard prediction using videos of traffic accidents)
- Creation of maps highlighting dangerous areas along commuting routes to enhance safety awareness

Occupational Accident Occurrences Update

During FY 2023-24, there were five lost-time accidents, primarily stemming from daily life incidents or a lack of risk prediction. We conduct comprehensive risk assessments to prevent such occurrences in the future, with a focus on high-risk tasks such as handling heavy objects or working at heights. Efforts are also underway to strengthen education on hazards and safety awareness among employees and contractors. Remarkably, there were zero fatalities resulting from occupational accidents during this period.

With a commitment to achieving zero accidents, SJS is intensifying its existing safety measures and implementing new initiatives, including the widespread adoption of lockout-tagout procedures. Lockout-tagout procedures are critical safety measures designed to prevent accidental or unauthorised activation of energy sources in industrial and manufacturing settings. These procedures involve physically locking and tagging out the energy-isolating devices such as switches, valves, or breakers to ensure that the equipment being serviced or maintained cannot be operated until the lockout devices are removed.

Our ISO 45001 certification underscores our dedication to occupational health and safety, with ongoing efforts to enhance these systems based on employee feedback.

STOP 6+2 Accident Prevention Safety Training Programme

AWARDS & CERTIFICATIONS

- Certificate for "Great Workplace" in the category of "Mid-Sized Organisations" from Great Place to Work Institute®, India for 4th consecutive year
- Mr. K A Joseph received the Lifetime Achievement Award from the Screen Printing Association of India and the Federation of European Screen Printers Associations
- SJS became the first printing company in India to be awarded Quality System Certification for the new technology of 'Optical Cover Glass'

Sl No	AWARD	MONTH/YEAR	CATEGORY	REASON
1	**FUJI FILM SERICOL INDIA - SPAI-FESPA**	10-Oct-23	Lifetime Achievement Award to Mr. K. A. Joseph	Awarded in appreciation of the yeoman service rendered to the industry with visionary leadership and extraordinary achievements
2	**HONDA**	15-Mar-24	Annual Supplier Convention	Symbol of a glorious journey fuelled by SJS' unwavering commitment and support
3	**ACMA-KAIZEN**	9-Jun-23	4th Zonal Kaizen Contest	1st Prize
4	**ACMA-KAIZEN**	9-Jun-23	4th Zonal Kaizen Contest	2nd Prize
5	**ACMA-KAIZEN**	9-Jun-23	4th Zonal Kaizen Contest	3rd Prize
6	**LIEBHERR APPLIANCES INDIA LTD**	30-Nov-23	ANNUAL MEET	Awarded for the unwavering support that helped in laying the foundation successfully
7	**QCFI**	10-Sep-23	CCQC - Chapter Convention on Quality Concepts	Gold
8	**QCFI**	10-Sep-23	CCQC - Chapter Convention on Quality Concepts	Gold
9	**QCFI**	10-Sep-23	CCQC - Chapter Convention on Quality Concepts	Gold
10	**GREAT PLACE TO WORK**	Feb-24 to Feb-25	Great Place To Work Mid-Size Organisations	Successfully completed the assessment conducted and certified as a great place to work

Making a meaningful difference in communities

Our success is intricately linked to the well-being and prosperity of the communities we serve. Through our purposeful initiatives, we endeavour to foster holistic development within these communities, aiming to positively impact the lives of individuals and generate value for society at large.

OUR CSR INITIATIVES

WOMEN EMPOWERMENT

SJS has partnered with Varchass National Seva Trust, a non-profit organisation dedicated to the support and upliftment of society through education, culture, literature, and social initiatives. Our collaboration aims to make a meaningful impact in the following ways:

- Providing support to 200 underprivileged women through vocational training programmes such as tailoring, driving, hand embroidery, computer training, and beautician courses.
- Improving a woman's standard of living by enhancing their skill sets and fostering entrepreneurship, enabling them to achieve financial independence.

EDUCATION

- We distributed a comprehensive array of educational resources across several government schools, including 111 school bags, 14 tables, 210 chairs, as well as multiple projectors and computers. These resources were provided to schools in Kere Chudaballi, Varahasandra, Somanahalli, and Vanivilas. These efforts highlight our commitment to fostering an enriching and supportive learning environment for students in these communities.
- Supported the Kumarappa Institute of Gram Swaraj in distributing free education, books, uniform, stationery kit, training to teachers as well as reading and writing materials up to 100 children of migrant labourers.
- Constructed a new building at Varahasandra government school including two classrooms with a seating capacity of 50 children each, an RO unit for clean drinking water, and two restrooms.
- A borewell was installed at the Vani Vilas Institute, government women's college to meet the water needs of 700 female students.

The table below highlights our initiatives in education:

Sl No.	Required Items	Govt. School Kere Chudahalli	Govt. School Varahasandra	Govt. School Somanahalli	School Vanivilas	Total Qty
1	Projector	1	-	-	-	1
2	Computer+Printer	1	-	-	-	1
3	Nali-Kali Tables	5	-	9	-	14
4	School Bags	26	-	85	-	111
5	Nali-Kali Chairs	30	-	54	-	210
6	Building Construction	-	1	-	-	-
7	Borewell	-	-	-	1	-

HEALTHCARE

Conducted comprehensive health check-ups and free doctor consultations for up to 900 underprivileged villagers:

- Offered full body health examinations for up to 900 villagers in need.
- Provided access to free medical consultations with qualified doctors for all participants.

COMMUNITY DEVELOPMENT

- Extended coverage of the Swachh Bharat initiative for garbage cleaning to 14 surrounding villages, ensuring a hygienic environment for our communities.
- Implemented a comprehensive system for everyday garbage collection from homes, including segregation and disposal. This initiative involves the deployment of five vehicles accompanied by workers, dedicated to the appointment-based garbage collection service.
- Let's Feed the Needy - The objective is to provide home-cooked food to people in need at various places like railway stations, bus stands, roads, beaches, children & elderly people at orphan centres and old age homes. So far, our initiatives have impacted up to 150 lives.

12,000

Lives improved through garbage cleaning initiative

SPORTS

Sponsorship of para-athlete Mr. Mani Kundan for participating in international competitions and winning medals for India. He won a bronze medal at the IFSC Para Climbing World Championship held in Switzerland, in August 2023.

Governance

Led by dynamic management

At SJS, we prioritise governance and conduct our business with integrity and fairness. This commitment has earned us trust, enabling us to effectively assess and manage risks, address material issues, and drive value for all stakeholders.

GOVERNANCE FRAMEWORK

Our approach to corporate governance extends beyond mere compliance obligations. It serves as the foundation for our high-performing culture, emphasising ethics, integrity, sustainability, and stakeholder value. We prioritise ethical conduct, fairness, and trust in all our dealings, while actively preventing corruption and unauthorised disclosure of inside information. Additionally, we are committed to upholding human rights across our operations.

ROLE OF THE BOARD

The role of the Board is to provide leadership to the Company and deliver shareholder value over the long term. The Board sets the Company's strategic objectives, making sure they align with its values and standards and the ethical business culture. The Board of Directors is entrusted with the responsibility of ensuring effective management, implementation of the business strategy, monitor the performance of the Company and the effectiveness of the corporate governance practices.

BOARD COMMITTEES

Various committees assist the Board in discharging its duties and responsibilities although the ultimate responsibility rests with the Board. The committees report to the Board on their activities periodically and the minutes of the committee meetings are provided to all Board members.

- **Audit Committee**
- **Nomination and Remuneration Committee**
- **Stakeholders Relationship Committee**
- **Corporate Social Responsibility Committee**
- **Risk Management Committee**

APPROACH TO RISK MANAGEMENT

Our risk management framework is robust, emphasising the identification, evaluation, prioritisation, and mitigation of both internal and external risks. Regular reports on these findings are presented to the Board and the Risk Management Committee (RMC). The Board and the RMC develop strategies to mitigate risks and capitalise on opportunities wherever possible.

Powered by Exemplary Leadership

MR. RAMESH C. JAIN
Chairman & Independent Director

Mr. Ramesh Chandra Jain is the Chairman and Independent Director of our Company. He holds a B-Tech (honors) degree in mechanical engineering from the Indian Institute of Technology, Kharagpur, and a master's degree in science (industrial engineering and administration) from the Cranfield University, United Kingdom. He has received the Society of British Aerospace Companies Prize in Aircraft Production, 1972-73 from the Cranfield University, United Kingdom. He has previously worked for 25 years in Eicher from where he retired as the group Vice Chairman. He has also worked in Hindustan Aeronautics Limited prior to Eicher. He was also on the board of Graziano Trasmission India Private Limited, and Minda Sai Limited, He was the President of the Tractors Manufacturer Association, the Chairman of the Confederation of Indian Industries, Haryana State Council, and Currently Director on various boards including, inter alia, Exotech Plastics Private Limited, Frick India Limited, The Hi-Tech Robotic Systemz Limited, Indoi Systems Private Limited, Novus Hi-Tech Robotic Systemz Private Limited and Walter Pack Automotive Products India Private Limited. He has also previously been engaged by the Cabinet Secretariat to guide some of the Ministries of the Government of India in preparing their departmental strategies.

MR. K A JOSEPH
Managing Director - Promoter & Co-Founder

Mr. K.A. Joseph is the Managing Director of our Company. He holds a bachelor's degree in science from the Bangalore University and a postgraduate diploma in business administration from the St. Joseph's College of Business Administration, Bangalore. He is one of the Promoters and co-founders of our Company. He has more than 36 years of experience in the aesthetics printing business. He leads the plant and manufacturing operations for our Company and has spearheaded our Company's technological and product innovation over the years. He has also helped design the new manufacturing facility into which our Company shifted its operations in 2018. He is also a director on the board of Exotech Plastics Private Limited and Walter Pack Automotive Products India Private Limited. Mr. Joseph was honoured with the SPAI FESPA1 - Lifetime Achievement Award, sponsored by Fujifilm Sericol India, in 2023 for his visionary leadership and significant contributions to the industry.

MR. SANJAY THAPAR
CEO & Executive Director

Mr. Sanjay Thapar is the CEO and Executive Director of our Company. He holds a first class (with distinction) bachelor's degree in science (mechanical engineering) from the Delhi College of Engineering, University of Delhi. He has over 40 years of experience in the automotive industry. He started his career with Tata Engineering and Locomotive Company Limited (now known as Tata Motors Limited). He was previously the president of Minda HUF Limited, the managing director of Minda Valeo Security Systems and the group chief strategy officer with the Ashok Minda Group. He leads the strategy, M&A, business development and finance functions for our Company and has played an instrumental role in the acquisitions of Exotech & Walterpack, formulating our sales strategy, building our customer base, deepening our customer relationships and developing new product offerings. He has led, and has shaped, our Company's product strategy and international business expansion in recent years. He is also a director on the board of Exotech Plastics Private Limited and Walter Pack Automotive Products.

MR. KEVIN K JOSEPH
Executive Director

Mr. Kevin K. Joseph is the Executive Director of our Company. He holds a bachelor's degree in mechanical engineering from the Visvesvaraya Technological University, Belgaum. Started his career as a design engineer at Tata Elxsi in the passenger vehicles segment which shows his technical expertise and familiarity with automotive design and engineering processes. At SJS, he is driving manufacturing excellence and product innovation ensuring that the company remains competitive and stays at the forefront of its industry. He is also overseeing the day-to-day operations of the company, which involve managing teams, coordinating different departments, and ensuring that the company runs efficiently on a daily basis.

MRS. VENI THAPAR
Independent Director

Mrs. Veni Thapar is the Independent Director of our Company. She holds a bachelor's degree in commerce (honours) from the University of Delhi. She is a qualified Chartered Accountant and a fellow member of the Institute of Chartered Accountants of India, a qualified Cost Accountant from the Institute of Cost Accountants of and a Certified Information Systems Auditor from the Information Systems and Audit Control Association, USA. She holds a diploma in the post qualification course in Information Systems Audit and a certificate in International Taxation both from the Institute of Chartered Accountants of India, has completed a Certification Programme in IT and Cyber Security for Board Members from the Institute of Development and Research in Banking Technology, holds a certificate for the Online Proficiency Self-Assessment Test for Independent Director's Database as well as the IICA Valuation Certificate Program both from the Indian Institute of Corporate Affairs (Under the aegis of Ministry of Corporate Affairs). She is presently a Senior Partner of V K Thapar & Company, Chartered Accountants and is on the Board of Bank of India as an Independent Shareholder Director (Second Term), an Independent Director at Yokogawa India Limited as well as a member of the Investors Education and Protection Fund Authority. She was appointed on the Board of Governors of the Indian Institute of Corporate Affairs for two terms from 2017-2020 and from 2020-2023.

MR. MATTHIAS FRENZEL
Independent Director

Mr. Matthias Frenzel is the Independent Director of our Company. He holds a diploma engineering (FH) in mechanical engineering – material technology from the Technical College, Berlin, and a master's degree in business administration from the Düsseldorf Business School GmbH. He has previously worked as the Director (mechanics, electromechanics procurement supplier quality) with Visteon Electronics Germany GmbH, S-Y Systems Technologies Europe GmbH, and Johnson Controls GmbH.

MR. ROY MATHEW
Whole-Time Director

Mr. Roy Mathew is the Whole-Time Director at Walter Pack Automotive Products India Private Limited (Walter Pack India). He holds an engineering degree specialising in plastic tools engineering from Kerala Govt Polytechnic, Calicut. In 2006, he founded Walter Pack India in partnership with Walter Pack Spain, leveraging his extensive expertise in various plastic technologies, including In-Mould Decoration (IMD), In-Mould Forming (IMF), injection moulding and lighting, to establish the company. Before founding Walter Pack India, he gained significant experience working with leading industry companies such as Lumax Industries Ltd. and Tek Electromechanicals Pvt. Ltd. Roy has over 25 years of experience in the field.

MR. ANIL NARAYAN SONDUR
Independent Director

Mr. Anil Narayan Sondur is the Independent Director of Walter Pack Automotive Products India Private Limited. He holds a Bachelor of Science degree in Physics from Pune University, has completed the Harvard Executive Management Program from Harvard Business School Executive Education, and holds a Global Strategy Certification from Stanford – National University of Singapore. He previously served as Executive Vice President at Tata Elxsi Ltd for more than two decades, Senior Manager at Rolta India Ltd, and Senior Marketing Executive at Nelco. He possesses immense expertise in business strategy, new business development/ expansion, and product design & strategy, with over 40 years of experience in the field.

Management Team

MR. K A JOSEPH
Managing Director - Promoter & Co-Founder

MR. SANJAY THAPAR
CEO & Executive Director

MR. MAHENDRA KUMAR NAREDI
Chief Financial Officer

Mr. Mahendra Kumar Naredi is the Chief Financial Officer of our Company. He holds a bachelor's degree in commerce (honors) & law from Rajasthan University. He is a qualified Chartered Accountant from the Institute of Chartered Accountants of India and a qualified Company Secretary from the Institute of Company Secretaries of India. With over two decades of experience, Mr. Naredi is skilled in financial management, key accounting, financial analysis, planning and forecasting, fundraising, mergers and acquisitions, taxation, corporate secretarial duties, legal compliance, and strategic planning He has held various positions at notable companies, including GE India, Wipro, and The Spark Minda Group, where he spent 17 years. His roles at The Spark Minda Group included CFO for European companies, CFO and Company Secretary for Minda Vast Access Systems Private Limited, and AVP of Corporate Finance at Minda Corporation Ltd (IN). Mr. Naredi joined our company in August 2022.

MR. SADASHIVA BALIGAR
Chief Operation Officer

Mr. Sadashiva Baligar is the Chief Operation Officer of our Company. He holds a bachelor's degree in engineering (mechanical) from University of Mysore. He served as Vice President Operations at Toyota Kirloskar Auto Parts Ltd for 8 years prior to joining SJS. He has undergone Global Leadership Development Program at Toyota Institute at Japan during his tenure with Toyota Motors Corporation. He has worked as Vice President Operations with Motherson Automotive Technologies and Engineering Limited, a division of Motherson Sumi Systems Limited. He has served Malaysian Public Conglomerate DRB-HICOM for 10 years. Managing car assembly lines at Automotive Manufacturers (Malaysia) SDN BHD. He has headed Green Field project as COO of Hicom Automotive at Thailand. He was the state convenor of ACMA Automotive Component Manufacturers Association of India – Karnataka State and Hosur region in Fiscal 2020. He was also a head of Manufacturing panel of CII – Karnataka Chapter 2018/19. He joined our company in April 2021.

MR. R. RAJU
Chief Marketing Officer

Mr. R. Raju is the Chief Marketing Officer of our Company. He holds a diploma in mechanical engineering from the Thiagarajar Polytechnic, Salem, a diploma in production management from Annamalai University, Tamil Nadu, a post graduate diploma in marketing management and a master's degree in business administration (marketing management) from the Indira Gandhi National Open University. He has over 26 years of experience in the field of marketing, business development and sales across various industries including automotive, appliances, and engineering, he has previously worked with notable companies such as ITW India Limited, Sundaram Auto Components Limited (A TVS Group company) and Minda Group both overseas & India associated with Minda Asean at Indonesia & Minda SAI Limited. He joined our company in April 2020.

MR. MANDEEP SINGH
Chief Information Officer

Mr. Mandeep Singh is the Chief Information Officer of our company. He holds a bachelor's degree in Computer Engineering from Kuvempu University, Karnataka. Mr. Singh has a strong background in IT infrastructure, ERP implementations, data migration, right-fit technology application, Agile project management, M&A integration, and software development spanning 25 years. He was the founder and CEO of Nanatom Technologies and has previously worked for SJS. Prior to that he worked as a CTO at Spurthi Meditech, and an ERP Solution architect at IndSwift Labs Limited. He joined our company in September 2021.

Management Discussion and Analysis

ECONOMIC OVERVIEW

Global Economy

The global economy exhibited remarkable resilience in 2023. According to the International Monetary Fund (IMF), the global economy achieved a modest growth rate of 3.2% in 2023. Factors such as escalating geopolitical conflicts, volatility in energy and food markets, higher interest rates and a slow recovery in China have contributed to the moderation in global economic growth.

Global inflation continues to recede faster than expected. It declined from 8.7% in 2022 to 6.8% in 2023 and is anticipated to further decline to 5.9% in 2024. While headline inflation has sustained a decline from its unprecedented peaks, core inflation has proven to be sticky. Global trade growth was nearly stagnant in 2023 due to elevated inflation and a sluggish pace in global industrial production. Global markets adapted to new trade dynamics, as Russia's crude oil sought destinations beyond the EU, and the global demand for crude oil fell below anticipated levels. The price of Brent crude oil averaged USD 83 per barrel in 2023, down from USD 101 per barrel in 2022.

Economic growth in several emerging markets and developing economies (EMDEs) has exceeded expectations in 2023. The US economy has experienced the strongest recovery among major economies. Its GDP increased from 1.9% in 2022 to 2.5% in 2023. The European Union (EU) has demonstrated resilience in navigating through unprecedented shocks from the prolonged Russia-Ukraine war and higher interest rates. Although its GDP growth contracted from 3.6% in 2022 to 0.4% in 2023, the EU managed to avoid the recession in 2023.

Global Economic Growth (%)

Particulars	2023	2024 (P)	2025 (P)
Global Economy	3.2	3.2	3.2
Advanced Economies (AEs)	1.6	1.7	1.8
Emerging Markets and Developing Economies (EMDEs)	4.3	4.2	4.2

(P- Projections)

(Source: International Monetary Fund)

The economic outlook for 2024 will be impacted by higher interest rates, carrying the risk of a resurgence in inflation due to persistent core inflation and shifts in the anticipated monetary stance. Furthermore, the ongoing Russia-Ukraine conflict has the potential to dampen the overall economic outlook of the EU. The escalation of geopolitical conflict in the Middle East and the Red Sea route could elevate logistics costs, energy and commodity prices, raise the risks of supply disruptions and pose downside risks to the global economy. However, with faster disinflation and steady growth, the possibility of a severe economic downturn has diminished. The global economy is expected to sustain its resilience in 2024. The IMF forecasts a global growth of 3.2% for both 2024 and 2025. The Asia-Pacific (APAC) region is expected to be the fastest-growing region in the world economy in 2024, driven by robust domestic demand in East Asia and India.

(Source: IMF World Economic Outlook April 2024, EIA, S&P Global)

Indian Economy

Amid the volatile global economic environment, India continues to shine as a beacon of hope. It is the fifth-largest economy in the world and is poised to retain its position as the world's fastest-growing major economy. According to the provisional estimates of gross domestic product (GDP) growth released by the National Statistical Office (NSO), India's real GDP is estimated to grow by 8.2% in FY 2023-24, compared to 7.0% in FY 2022-23. The overall economic growth was supported by buoyant domestic demand, moderate inflation, a stable interest rate environment, and strong investment activity. Despite repetitive food price shocks, headline inflation is on a downward trajectory and softened to 5.4% in FY 2023-24 from 6.7% in the previous year. The RBI keeps the policy repo rate unchanged at 6.50% and remains vigilant to take effective measures to achieve the target of 4% inflation. Furthermore, the Index of Industrial Production (IIP) recorded a growth rate of 5.8% in FY 2023-24, marking an increase from 5.2% in the previous year. The Mining sector recorded the highest growth at 7.5%, followed by Electricity at 7.1%, and Manufacturing at 5.5% in FY 2023-24.

According to the IMF, the Indian economy is expected to advance steadily at 6.8% in FY 2024-25 and 6.5% in FY 2025-26. Both private and government investments are expected to be the primary driver of economic growth in 2024, backed by improving prospects of rural consumption with easing of inflation, increased spending in an election year and the government's proactive policy measures.

The Indian economy faces potential risks stemming from headwinds from geopolitical tensions, volatility in global financial markets, and geoeconomic fragmentation. However, it is well-positioned to navigate forthcoming uncertainties. Its advantageous geopolitical position will help it capitalise on supply chain diversification and reshoring, increase its global competitiveness and boost exports. The Interim Budget 2024-25 reflects the government's continued focus on infrastructure development, economic stability, sector-specific developments, environmental sustainability and strategic global positioning. It sets the foundation for the vision of a 'Viksit Bharat' (Developed India) by 2047.

(Source: Ministry of Statistics & Programme Implementation, Reserve Bank of India, Ministry of Finance, IMF World Economic Outlook April 2024)

INDUSTRY OVERVIEW

Indian Decorative Aesthetics Industry

The Indian decorative aesthetics industry caters to leading auto OEMs, global independent tier-I automotive component manufacturers, and consumer appliance companies. The two-wheeler segment constitutes the majority of the industry share.

The decorative aesthetics industry engages in the manufacturing of visually appealing products for the automotive and consumer appliances sectors. Manufacturers of discretionary consumption items strive to add value and aesthetic excellence to their offerings, aiming to improve their market shares. The integration of aesthetic appeal and functionality is paramount in product design, ensuring both visual allure and practical utility are seamlessly combined to meet consumer needs. Furthermore, most aesthetic items have lower logistics costs compared to other automotive parts, primarily due to their compact nature and lightweight.

According to CRISIL, the Indian decorative aesthetics industry is expected to grow at a CAGR of ~20% and reach ₹ 49.2 billion by FY 2025-26. This growth is fuelled by an expansion in the underlying application segments and a rising demand for premium aesthetic products. The demand for decorative aesthetics is increasing as OEMs have started to take product aesthetics into account during the brand-building process. Moreover, the increasing sales of passenger cars and two-wheelers are expected to contribute to the expansion of the Indian decorative aesthetics market in the coming years.

Indian Two-Wheelers Sector

The two-wheeler (2W) segment recorded robust growth in FY 2023-24, with total domestic sales reaching 17.97 Mn units as against 15.86 Mn units in the previous fiscal year. The growth of the two-wheeler segment is attributed to strong rural demand, supported by a good harvest and strong consumer sentiment, a positive marriage and festive season, new model launches and a shift towards premium options.

The strong performance of the two-wheeler segment is expected to continue, driven by continued strength in the rural market, the government's focus on sustainable mobility and the growth of EV infrastructure. This segment is also expected to benefit from the government's continued support for the rural economy and emphasis on the growth of the agriculture sector in the Interim Budget, aiming to elevate farmers' income, which will stimulate rural demand and increase sales of two-wheelers in rural areas. However, high food inflation and higher vehicle and fuel costs may pose a threat to the growth of the two-wheeler sector.

Positive trends in the two-wheeler market such as improved vehicle availability due to adjustments post-OBD 2 norm implementation, new model launches, a shift towards premium options and enticing offers indicate a promising growth trajectory for the two-wheeler sector. Furthermore, the increased adoption of electric vehicles highlights evolving consumer preferences within this segment. Electric two-wheeler sales reached 944,126 units in FY 2023-24 as against 728,054 units in FY 2022-23, indicating a YoY growth of 30%.

Indian Passenger Vehicles Sector

The passenger vehicle (PV) segment witnessed a surge in domestic sales in FY 2023-24. According to the Society of Indian Automobile Manufacturers (SIAM), the passenger vehicle segment recorded the highest-ever sales to date in FY 2023-24, reaching 4.21 Mn units compared to 3.89 Mn units in FY 2022-23, registering a YoY growth of 8%. In the PV category, SUVs in particular saw strong demand, with extended waiting periods for key models.

The strong performance of the PV segment was fuelled by positive consumer sentiments, new model launches and product upgrades from OEMs, greater availability, effective marketing, enticing offers and schemes, wedding season and recovery in the rural market. There is a consistent rise in EV adoption in India. Electric 4-wheeler sales reached 90,432 units in FY 2023-24, compared to 47,499 units in the previous fiscal year, indicating a robust YoY growth of 90%.

Implementation of various government schemes for the automobile sector is showing good results. The automotive industry is optimistic that the growth momentum will continue in 2024. However, high inventory levels, now in the 50-55-day range, is a serious concern for auto dealers. This necessitates an urgent recalibration of production by OEMs to better align with current market demand, thereby preventing potential oversupply issues in the future for market stability. Automobile OEMs have been working to reduce inventory levels in the distribution network. Despite concerns about high PV inventory levels, the PV segment is expected to witness growth in 2024, bolstered by new product launches and positive market sentiments.

Indian Consumer Durables Sector

India's consumer durable industry has experienced a transformation in recent years, influenced by factors such as changing consumer preferences, technological advancements, premiumisation, and shifts in market dynamics. The industry is anticipated to be the fifth-largest globally, reaching approximately ₹ 1.48 lakh crore by 2025.

The demand for consumer durable goods in India is on the rise, driven by increasing disposable income, availability of a wide range of innovative products and customisation, shorter replacement cycles and rising adoption of e-commerce. Furthermore, rapid urbanisation, rising real estate and the trend of remote work and online education are driving demand for electronic devices and accessories, as well as home office equipment. The adoption of Artificial intelligence (AI) and machine learning (ML) technologies is revolutionising the industry. These advancements enable personalised experiences, smart features, and predictive analytics, enhancing user convenience, improving efficiency and fostering innovation within the sector.

Government initiatives, including enhancements in electrification and rural/urban infrastructure, the National Infrastructure Pipeline (NIP), production-linked incentive (PLI) schemes, emphasis on indigenous manufacturing through 'Make in India' and 'Atmanirbhar Bharat', and increased budgetary allocations for capital expenditure will further propel the growth of the sector.

GROWTH DRIVERS

Increased penetration of superior aesthetic products: Rapid growth in population and urbanisation has led to escalating demand for branded consumer durable appliances and aesthetically superior products, contributing to the expansion of the Indian decorative aesthetics market.

Rising disposable income: The demand for decorative aesthetics products is expected to increase due to rising disposable incomes positively impacting consumer spending and changing consumer behaviour. Due to growing aspirations, Indian consumers are adopting superior decorative aesthetics products to enhance the appearance of their vehicles and to improve the driving experience. Moreover, the government's push to boost the rural economy in the Interim Budget will lead to higher spending power in rural regions and influence the sales of decorative aesthetics products.

Shift towards technologically-advanced products: The Indian decorative aesthetics industry is undergoing a shift towards technologically superior products which is evident in the integration of innovative features such as 3D appliques, analogue-digital appliques/dials and touch-based navigation systems in automobiles, IMD/IML parts, and lens mask assembly, etc. The introduction of new and technologically-advanced products is a key factor for product differentiation for OEMs and consumer appliance companies.

Robust expansion in underlying application segments: According to CRISIL, the decorative aesthetics industry in India is poised for significant growth, with an estimated CAGR of ~20% during the fiscal years FY 2024-26. This growth will be fuelled by demand growth in the underlying application segments, such as automobile and consumer durables industry.

Rising adoption of electric vehicles: The increasing adoption of EVs in India is expected to benefit the decorative aesthetic industry, leading to higher realisations due to the propensity for high-value aesthetic component incorporation in EVs compared to internal combustion vehicles. The rapid growth of the Electric 2-wheeler segment provides players in the decorative aesthetic industry with an opportunity to innovate and introduce advanced technologies specific to this market.

Favourable government policies: The government's push for EV adoption and clean mobility, rationalising the GST tax structure on EV charging and batteries, along with the reinforcement of existing EV policies and the introduction of new ones, will be pivotal in fostering the growth of electric mobility in India. To provide additional momentum to EV adoption, the outlay of FAME India scheme Phase II has been increased from ₹ 10,000 Crs to ₹ 11,500 Crs, out of which ₹ 5,311 Crs is earmarked for subsidies for e-2W and ₹ 750 Crs is allocated for e-4W. Subsidies under the scheme will be eligible for EVs sold till 31st March 2024, or until funds are exhausted, whichever occurs earlier. In the Interim Budget of 2024-25, the government's emphasis on expanding and strengthening the EV ecosystem by supporting manufacturing and charging infrastructure is expected to further boost the growth momentum of the EV sector. Moreover, the PLI scheme and 'Make in India' initiative will continue to encourage Indian companies to manufacture goods for both domestic consumption and export markets.

China plus one strategy: OEMs are choosing India as their preferred manufacturing hub serving international markets. The prospect of India becoming a key manufacturing hub is gaining attention from major global players like Tesla, as they seek to diversify their manufacturing capabilities beyond China. With a promising outlook and significant potential, India is poised to emerge as a global manufacturing hub as more global companies embrace the China plus one policy.

BUSINESS OVERVIEW

SJS is a leading player in the Indian decorative aesthetics industry. The Company offers an extensive array of products across traditional and premium segments. It supplies decorative aesthetic products to a diverse clientele, including automobile, consumer appliances, medical devices, farm equipment, and sanitary ware manufacturers, both in India and overseas.

SJS is a 'design-to-delivery' decorative aesthetics solutions provider, specialising in designing, developing, and manufacturing a comprehensive range of products including decals and body graphics, 2D and 3D appliques and dials, 3D lux badges, domes, overlays, aluminium badges, in-mould label or decoration parts (IML/IMD), lens mask assemblies, optical plastics/cover glass, and chrome-plated parts and a range of aftermarket accessories for two-wheelers and passenger vehicles under the brand name 'Transform'. It also offers premium IML/IMD parts post Walter Pack India acquisition. The Company differentiates itself through its diverse product offerings and new technology products, robust product design and development capabilities, skilled workforce, and established customer relationships. Additionally, the Company is distinguished by its broad client base and its capability to produce and deliver a substantial number of SKUs and parts in a timely manner, supported by its diverse array of products and technologies. Moreover, the Company prides itself on its longstanding customer relationships as a testament to its commitment to excellence.

~7,000

SKUs

169 Mn

Total parts supplied

180+

Customer locations

14

Products offered across seven end segments

Key Strengths

Extensive portfolio

The Company offers a vast product portfolio including a wide range of traditional and premium aesthetic products, as well as aftermarket accessories, catering to a broad spectrum of end segments such as two-wheelers, passenger vehicles, commercial vehicles, consumer durables, farm equipment, medical devices, and sanitary ware. The Company's commitment to continuous innovation and product development empowers it to stay abreast of evolving trends and enhance the overall customer product experience.

Manufacturing and logistics capabilities

SJS' manufacturing infrastructure comprises four facilities, situated 1 in Bengaluru, 2 in Pune and 1 in Manesar. The Company's manufacturing infrastructure empowers it to manufacture high-precision, aesthetic quality products of new technology in the market, thereby enhancing its competitive standing. SJS demonstrates the scale and capability to handle 7,000+ SKUs and supplied over 169 Mn parts to 180+ customer locations across 22 countries during the fiscal year 2024, an achievement in an industry that few can rival globally. Its manufacturing facilities adhere to global regulatory, quality, and manufacturing standards. The Bengaluru facility is ISO 9001:2015, ISO 14001:2015, ISO 45001:2018, IATF 16949:2016, and LEED (Leadership in Energy and Environment Design) Gold certified and the Pune facility is ISO and IATF certified. During the year, SJS became the first printing company in India to be awarded Quality system certification of IATF for the new technology of Optical Cover Glass by TUV Rheinland. The Bangalore facility is fungible; it has flexible operations, Lean Manufacturing Fundamentals with Value stream mapping, allowing it to de-risk the business model. Furthermore, SJS has achieved ISO 50001 certification for implementing Energy management systems (EnMS).

Furthermore, the Company maintains long-standing relationships with its suppliers and equipment vendors, ensuring a constant and uninterrupted supply of raw materials. The lightweight and transport-friendly nature of its products enables SJS to efficiently fulfil the complex and timely delivery requirements of its customers. This is achieved through a flexible manufacturing and delivery system.

Product innovation

The Company continuously strives to push the limits of design and technology, aiming to provide its clients with innovative and improved solutions on par with global trends. Innovation and new product development are fundamental to the Company's success. Its distinctive R&D and design capabilities enable the production of cutting-edge premium products that align with evolving customer requirements. The Company boasts a committed in-house team comprising over 110+ New Product Development (NPD) personnel. This team has developed 5-6 new product categories in the past 6-7 years, contributing to 25.2% of the Company's consolidated revenues in FY 2023-24 (including acquired products) compared to 2-3% in FY 2018-19.

Long-term customer relationships

The Company's strong capabilities, commitment to quality performance, competitive pricing, and timely delivery, coupled with a focus on premiumisation and customer specifications, have positioned it as a preferred partner for globally renowned and esteemed brands. The Company has cultivated robust relationships with all its customers, evident in the long-standing partnerships with its 10 largest revenue contributors for ~20 years. SJS is committed to expanding its customer base by attracting new clients and optimising growth opportunities.

Superior quality

Quality plays a crucial role in the Company's business, considering the visual and aesthetic characteristics of its products. SJS has a dedicated team of 450+ personnel in quality assurance and quality control across all 4 facilities, diligently overseeing every aspect of production, from the quality of raw materials to manufacturing processes and the final products. Additionally, the Bengaluru facility adheres to ISO class 7 dust-free clean room specifications, ensuring the production of high-precision items that meet cosmetic quality standards. The products tailored for the automotive industry adhere to compliance standards such as the restriction of certain hazardous substances (RoHS) and International Material Data System (IMDS) guidelines. Furthermore, Exotech's products have earned certification from the National Accreditation Board for Testing and Calibration Laboratories.

Robust financial position

The Company maintains a strong and de-leveraged balance sheet with total equity of ₹ 5,505.4 Mn and gross borrowings (current and non-current) of ₹ 683.4 Mn. As on 31st March 2024, the Company's cash and cash equivalents stood strong at ₹ 520.0 Mn.

Financial Performance

For the first time since its IPO, the Company declared a final dividend of 20% of the Face Value in FY 2023-24. The Company achieved its FY 2023-24 guidance with 45% YoY revenue growth and 30% YoY PAT growth (excluding amortisation).

During FY 2023-24, consolidated revenue stood at ₹ 6,278.0 Mn compared to ₹ 4,330.5 Mn recorded in fiscal 2023, registering a growth of 45.0%. Of the total revenue, 2Ws segment accounted for a share of 37.4% (44.8% in fiscal 2023), followed by the PV segment at 36.4% (32.5% in fiscal 2023) and the consumer segment at 20.2% (15.4% in fiscal 2023). Revenue from exports stood at ₹ 483.0 Mn in fiscal 2024 as against ₹ 319.6 Mn in fiscal 2023, registering a strong growth of 51.1% YoY.

EBITDA of the Company stood at ₹ 1,599.1 Mn in fiscal 2024 as against ₹ 1,167.8 Mn in fiscal 2023, recording a healthy margin of 25.2%. Profit after Tax (PAT) stood at ₹ 853.7 Mn in fiscal 2024, on a margin of 13.6%.

Key Financial Ratios Standalone Operation as per SEBI Listing Obligations and Disclosure Requirements (Amendment) Regulations, 2018

Particulars	Fiscal 2024 Consolidated
Debtors Turnover	2.48
Interest Coverage Ratio	14
Current Ratio	2.03
Debt Equity Ratio	0.08
EBITDA Margin (%)	25.2%
Net Profit Margin (%)	13.6%
Return on Net Worth (RoNW) (%)	15.2%
Return on Capital Employed (ROCE)	20.4%

OPERATIONAL HIGHLIGHTS FY 2023-24

- SJS acquired of 90.1% stake in Walter Pack Automotive Products India Private Limited (WPI) in July 2023 for a consideration of ₹ 2,393 Mn. WPI is one of the leading companies in India with capabilities in advanced IMD, IMF, IML and IME technologies, offering a strong technological advantage.
- New customer addition:
  - Addition of new customers in the automobile segment like Toyota Tsusho, Minda VAST and Autoliv.
  - Added customers like Lear Corporation and exploring opportunities in new segments like telecom by adding ODMs like Neolync, GDN Enterprises and Foxconn Technologies.
- Continued expanding business and growing mega accounts by winning new orders from Tata Motors, TVS Motors, Bajaj Auto, Honda Motorcycle and Scooters India, Royal Enfield, Mahindra & Mahindra, Maruti Suzuki, Whirlpool, Skoda, Autoliv, Continental, Hyundai, Visteon, Geberit, Foxconn, Stellantis and Ola among others.
- SJS became the first printing company in India to be awarded Quality System certification for new technology of 'Optical Cover Glass'.
- SJS expanded its global presence with its entry into the South Korean market, reinforcing its position in key global markets. Moreover, it bolstered its international outreach by appointing a dedicated sales representative in South Korea, showcasing its commitment to international growth.

RISK MANAGEMENT

- **Macro-economic Risk**

  The Company is exposed to potential challenges and uncertainties arising from geopolitical issues including global economic slowdown, higher inflation and supply chain disruption, among others. These factors may dampen customer demand, impact the end-user industries, restrict the export market and pose risks to the Company's growth.

  ### Mitigation

  The Company consistently strives to generate sales from diverse customers and geographies to mitigate risks associated with unfavourable macroeconomic events in any specific geography. Additionally, the domestic market will continue to provide sizeable business opportunities for the Company.

- **Competition Risk**

  The Company faces intense competition from both organised as well as unorganised players in the industry. The inability to deliver innovative and high-quality products may lead to a decline in its market share and profitability.

  ### Mitigation

  The Company has created a strong brand identity with its wide product portfolios and technical capabilities. Its design, development skills and domain knowledge have enabled it to foray into advanced product categories and technologies which often have high entry barriers and few competitors. SJS is strongly focussed on offering innovative and differentiated products that fulfil dynamic market requirements. The Company has the capacity to manage over ~7,000 SKUs and guarantees timely delivery of high-quality products. These attributes provide the Company competitive advantage in the market.

- **Operational Risk**

  Failure in manufacturing or R&D operations, or delays in new product development, have the potential to impact the Company's business and financial performance.

  Mitigation

  The Company adheres to health and safety protocols at its facilities, ensuring smooth operations. Moreover, its diverse portfolio and long-term customer relationships enable it to mitigate the risk of business concentration. The Company's New Product Development (NPD) team ensures consistent innovation and introduction of new, premium products that align with evolving trends, crucial for maintaining business continuity. By utilising state-of-the-art machinery and equipment, the NPD team develops innovative products, ensuring swift approval from customers and securing new orders.

- **Technology Risk**

  The Company's failure to adapt to emerging technology trends may impact its revenue and profit margins.

  Mitigation

  The Company continuously invests in cutting-edge technologies and processes, facilitating the development of a strong and innovative portfolio. It is one of the few aesthetics product manufacturers in India that offers advanced technology products such as capacitive overlays, optical plastics, 3D Dials, IML/IMDs and lens mask assembly. Furthermore, the acquisition of Exotech in 2021 and Walter Pack India (WPI) in 2023, has strengthened the Company's technological edge and built its capabilities in chrome plating, IMD, IML and IMF technologies. The Company's NPD team is dedicated to consistent innovation and production of new, premium products. The team, comprising over 90 personnel, collaborates with the Technology Committee and is responsible for identifying emerging trends and customer requirements in new products and technologies as well as outlining strategies for developing futuristic technology products.

- **Customer Risk**

  Loss of key customers due to unforeseen or adverse events may impact the Company's reputation and revenue growth.

  Mitigation

  The Company's extensive product portfolio and superior quality and designs, position it to cater to diverse customer requirements. Its nearly two-decade-long association with its top 10 customers, major contributors to its revenue, exemplifies its enduring global customer relationships. Moreover, SJS mitigates customer concentration risk by expanding into new markets, targeting different end segments, and acquiring new customers. On a consolidated basis, not even a single customer is more than 15% of total revenue, thereby de-risking and reducing customer concentration.

- **Currency Risk**

  The Company is exposed to foreign exchange fluctuation risk as it imports key raw materials and exports finished products. An adverse change in the currency exchange rate may result in lower realisations or higher input costs leading to lower profit margins.

  Mitigation

  Continuous monitoring of exchange rate fluctuations shields the Company from adverse impacts. Moreover, the Company refrained from entering into any hedging arrangements during the year under review due to global economic uncertainty. It engages in both importing certain raw materials and exporting some of its products, providing a natural hedge against currency risks.

- **Crude Risk**

  Volatility in crude oil prices due to escalating geopolitical tensions, adverse macroeconomic events, and higher inflation may impact the Company's margins.

  Mitigation

  The Company implements VA/VE measures, energy conservation and waste reduction initiatives, and explores alternative sourcing to mitigate the impact of rising raw material prices and input costs. Additionally, it engages in negotiations with customers on a case-by-case basis to secure price adjustments, minimising the effects of increasing crude prices. Furthermore, the Company's long-standing relationships with suppliers ensure a consistent and seamless supply of raw materials at competitive prices. It also has arrangements with alternative suppliers to address the risks associated with sudden price fluctuations. The Company can occasionally pass on the rise in raw material costs to customers for certain product categories with a slight time delay. However, both SJS and WPI products typically maintain healthy margins, enabling the Company to absorb minor increases in input costs without significant impact on profitability.

- **Talent Risk**
  The unavailability of a skilled workforce or the inability to retain key talent may impact the operations of the Company.

  Mitigation
  The Company has a strong HR policy designed to attract and retain the best talent in the industry. Regular skill development, training and employee engagement programmes are conducted to enhance employee morale and productivity. The Company also maintains an attractive ESOP policy to incentivise high-performing employees and encourage their longer-term retention.

OUTLOOK

The Company is well-positioned to capitalise on the growth opportunities in India and the international market. It maintains a positive outlook and expects to maintain its robust margins. It looks forward to delivering strong revenue growth driven by favourable outlook for two-wheelers, passenger vehicles and consumer appliances. With moderation in inflation and gradual improvement in export markets, SJS remains optimistic about expanding its customer base, securing new orders from existing customers and enhancing profitability.

SJS anticipates surpassing the underlying industry growth by over 1.5 times in FY 2024-25. This optimistic outlook is bolstered by increasing demand for premium aesthetic products and the Company's strategic initiatives such as premiumisation, creating mega OEM accounts, new product development, penetrating deeper with its existing customer base, expanding its global presence to boost exports, and the acquisition of WPI, all contributing to higher sales growth compared to industry norms. The recent acquisition of WPI provides long-term growth prospects, opportunities for cross-selling, and an expansion of the customer base across diverse business segments. The Company expects WPI acquisition to be EPS accretive in the coming years. Exotech acquisition enabled market expansion for SJS and with the acquisition of WPI technology, it is expected to substantially further expand the Total Addressable Market (TAM) for SJS and present the Company as one of the mainstream suppliers for the PV segment.

Furthermore, the Company continues to focus on the expansion of its product portfolio by developing new innovative products and embracing new technologies through organic and inorganic routes to cater to the diverse and evolving requirements of customers. It also aims to increase chrome-plating and IMD/IML capacity to meet the high demand.

In FY 2024-25, the Company is poised to execute its current order book, which already covers over 85% of the forecasted revenue for the fiscal year, indicating a robust pipeline of business activities. SJS remains committed to maintaining a resilient margin profile in FY 2024-25, striking a balance between higher revenue growth and preserving profitability margins.

GROWTH STRATEGY

1. **Outperform the underlying industry growth by over 1.5x for FY 2024-26, maintain best-in-class margins**

- **Expanding global footprint through exports**
  The Company places emphasis on expanding its global presence by strengthening its position in current markets and entering new geographical markets. It consistently endeavours to explore new territories, leveraging its robust customer relationships. It has a strong focus on expanding its presence in ASEAN and North America regions. SJS is strengthening its sales force in the international markets of Turkey, Brazil, Argentina, Columbia and South Korea and exploring similar opportunities in other countries.

- **Developing new technologies and advanced products**
  Leveraging its robust design and technological capabilities, SJS is dedicated to developing new-age, premium products and technologies and introducing innovative products including Optical cover glass, Illuminated logos, printed electronics, In-Moulded Electronic (IME) parts and other cutting-edge technologies. This strategic focus aims to expand the Company's market reach. Furthermore, the acquisition of WPI plays a pivotal role in reinforcing SJS' IML capabilities and incorporating IMD technology and

Management Discussion and Analysis (Contd.)

2k injection moulding capability. WPI is one of the only players in India to have incorporated 2K injection moulding technology. This move is expected to create new business opportunities, as it may also enable SJS to offer innovative lighting solutions for vehicle interiors and IME solutions for the next generation of vehicles. The incorporation of these futuristic technology products contributes to fortifying the Company's positioning as a one-stop aesthetic solutions provider and enhances the overall value of its product offerings across various industries and strengthens its position in the market.

- **Growing mega accounts with key customers**
  The Company's strategy involves fortifying ties with existing customers and expanding the customer base by augmenting its product range and promoting existing products to new customers. It is also actively exploring cross-selling opportunities between SJS and Exotech. With the acquisition of WPI, SJS is well-positioned to capture massive cross-selling opportunities due to an expanded product portfolio and increased customer base between the three companies - SJS, Exotech, and WPI.

- **Augmenting capacity**
  SJS intends to enhance its chrome plating capacity through debottlenecking and partnerships with external chrome plating manufacturers to meet the higher demand pipeline in the near term. Expanding presence in chrome plating enables building direct relations with OEMs and increasing cross-selling opportunities. The Company's expansion plan for chrome plating facility and WPI is in the finalisation stages and investments for it will commence in Q2FY25 onwards.

2. **Mergers & Acquisitions - evaluating opportunities and building an M&A pipeline to propel revenue growth over and above the organic growth**

- **Expanding through strategic inorganic opportunities**
  The Company is actively evaluating inorganic opportunities and establishing a pipeline of strategic mergers and acquisitions to expand its market share and foster revenue growth. This strategy will be reinforced by new product development, a strengthened presence in consumer-related industries, and an expansion of its geographical footprint.

  SJS successfully integrated the Exotech business, leading to substantial and credible improvements in its overall business performance. Within three years of the acquisition, it resulted in 2.3x growth in revenues and margin improvement of ~440+ bps from FY 2020-21 to FY 2023-24. In the current year FY 2023-24, Exotech's margin grew to 16.6%.

  After the seamless integration of the Exotech business, SJS proceeded to acquire a 90.1% stake in Walter Pack Automotive Products India Private Limited (WPI) in July 2023. WPI, a subsidiary of Walter Pack Spain, holds a prominent position in designing and developing high-value, functional decorative parts in India. WPI predominantly caters to the passenger vehicle and consumer electrical segments, which will further diversify SJS' revenue streams and establish it as a leading supplier to the automotive and consumer segments in Asia as well as globally. With the acquisition of WPI, SJS has effectively broadened its business horizons, minimising risks associated with concentrated segments, customer bases, and product assortments. Prior to the Exotech and WPI acquisition, SJS heavily relied on the 2W segment, constituting ~70% of total revenue in FY 2018-19, with the PV segment contributing only ~10%. However, post-acquisitions, SJS has achieved a well-balanced portfolio, with contributions from various segments: 2W 37.4%, PV 36.4%, and consumer and others 26.2% for FY 2023-24. This shift not only aligns with global market dynamics, where the PV sector holds greater prominence than the 2W sector but also positions SJS favourably to expand its export capabilities by catering to a wider range of products tailored for PV and consumer segment customers.

HUMAN RESOURCES

SJS considers its employees as the most important asset and integral to its growth and continued success. The Company has a well-designed HR policy that nurtures a synergistic, harmonious and transparent work environment that values meritocracy. It promotes diversity and inclusion within the organisation.

The Company conducts regular training and engagement programmes to enhance the knowledge, skills and capabilities of its employees to achieve the Company's business goals. Regular training sessions are conducted on various trends in the field of screen printing, injection moulding, and all other departments. Employees were encouraged to pursue higher education at Jyothy Institute of Technology and SJS enrolled 6 students. Furthermore, the Company's top 5 training programmes, including the Stellantis V2022 Training Programme, Effective Leadership Programme, Lean Manufacturing Book Launch Event, Leadership Development Programme for staff and workers and CII ESG Summit 2024, contributed significantly to the professional development of employees. The Company's initiatives in conducting awareness training and team-building activities played a vital role in increasing employee engagement levels. The culture of continuous improvement and teamwork has led to the implementation of 44 Kaizen initiatives, resulting in a 19% improvement in production value of the product lines of Dials and 3D Lux in FY 2023-24.

Furthermore, the implementation of performance-based initiatives is crucial in retaining the Company's talented workforce. SJS encourages new talent acquisition and rewards excellent employee performance. Through 'Pay for Quality' scheme, a financial incentive is paid to an employee for achieving a quality-related target within a specific timeframe.

SJS gives utmost importance to the health and safety of its workforce and adheres to all safety guidelines issued by the government. It consistently strives to establish a healthy and safe environment for its employees, contractors, communities, and customers. During the year, the Company provided health and safety training such as hazard identification, traffic accident prevention, firefighting and mock drills, first aid, risk prediction and management, etc. to prevent occupational accidents.

Learning and Development Dashboard

Category	Total Training Hours in FY 2023-24			
	Total	Safety	Skill Development	Leadership Training
Staff	5,164	1,313	2,833	1,018
Workers	5,419	1,300	2,961	1,158

2,350+

Total employees

14.85%

Attrition rate

'Great Place to Work'

Certification since 2018

As on 31st March 2024, the Company had 2,350+ employees. The attrition rate was low in fiscal 2024, primarily due to effective knowledge sessions, employee satisfaction surveys, and bonus and appraisal schemes, among others. The Company has retained its 'Great Place to Work' certification since 2018. This esteemed certification, awarded by Great Place to Work®, the global authority on workplace culture that provides quality insights derived from assessing over 10,000 organisations worldwide, underscores the Company's dedication to employee well-being and fostering a positive work environment.

ENVIRONMENT, HEALTH & SAFETY (EHS)

SJS is dedicated to health, safety, and environmental concerns while maintaining sustainable growth objectives. It adheres to legal compliance and monitors environmental and safety performance. The Company's Integrated Management Systems (ISO 14001 & ISO 45001) and certified EHS internal auditors ensure and monitor the effectiveness of EHS audits. The Company is committed to protecting the environment by adopting eco-friendly practices, conserving natural resources, and minimising its carbon footprint. Robust policies are in place to address climate change and biodiversity concerns and to increase energy and water efficiency. On World Environment Day, 200 trees were planted in the vicinity of the SJS plant.

Key initiatives encompass the installation of solar panels at its factories, and sewage treatment plant (STP) for waste reduction, reduction in water wastage by reusing and preserving water and reduction of diesel usage, among others.

The Bengaluru facility is LEED Gold certified (Leadership in Energy and Environment Design) by the US Green Building Council. Equipped with effluent water treatment units, it efficiently treats wastewater for reuse in its operations. The facility is actively engaged in diverse initiatives aimed at enhancing energy efficiency and using renewable energy (solar energy generating ~2 MW) to curtail diesel usage and reduce carbon footprint. By utilising more than 90% renewable energy for its power requirement, the Bengaluru facility stands as a testament to the Company's unwavering commitment to sustainability. The Company is striving to optimise the use of renewable energy in its other 2 facilities as well. It has commenced the process of obtaining Energy Management System Certification, ISO 5001:2018 and has provided training to 17 employees for Energy Internal Audits for EMS. The EMS certification was completed around the end of April 2024.

Management Discussion and Analysis (Contd.)

SJS remains focussed on supporting communities and ensuring a fair and safe working environment and the welfare of its employees. It organised the EHS Leadership Excellence Programme and provided EHS awareness training across all departments. Furthermore, First Aid Training was conducted by St. John Hospital, Bangalore which was attended by 60 members of the Emergency Response Team (ERT) of the Company. Additionally, the Company provided training in Hazard Identification and Risk Assessment (HIRA), training on ISO 50001 Energy Management as well as certification training for Elevated Work Platform (EOT) and Forklift operations.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

As a socially responsible corporation, SJS strives to generate a positive impact in the communities where it conducts its operations. The Company emphasises education, healthcare, sports, and environmental protection as its key focus areas. It aims to enhance the well-being of underserved populations and contribute to building an inclusive future through meaningful social welfare activities. During the year, the Company spent ₹ 14.05 Mn on CSR initiatives.

Key CSR initiatives undertaken during the year include:

- Construction of a new building for Varahasandra Government School along with facilities such as an RO Unit, 2 restrooms and 2 classrooms with a seating capacity of 50 children.
- Distribution of e-learning kits including 1 computer and printer, 1 projector, 111 school bags, 14 Nali-Kali tables and 210 Nali-Kali chairs in government schools.
- Installation of a borewell at the Vani Vilas Institute, a government women's college to meet the water needs of 700 female students.
- Contributed to the Kumarappa Institute of Gram Swaraj's mission to supply free education, books, uniforms, stationery kits training to teachers and materials for reading and writing for 100 children of migrant labourers.
- Implementation of a comprehensive waste collection and management system across 14 surrounding villages, including daily collection of household garbage, segregation and proper disposal and deployment of 5 vehicles and appointment of workers for garbage collection service. Through the garbage cleaning initiative, 12,000 lives were improved.
- Supporting ~200 underprivileged women with vocational training like tailoring, beautician, hand embroidery, computer classes and driving, aiming to impart employment and entrepreneurship skills to make them financially independent and empowered.
- Conducted comprehensive health check-ups and free doctor consultations for up to 900 underprivileged villagers and provided access to free medical consultations with qualified doctors for all participants.
- The 'Let's Feed the Needy' initiative impacted up to 150 lives. The initiative aims to provide home-cooked food to people in need at various locations such as railway stations, bus stands, roads, beaches, orphanages, and old age homes.
- Sponsorship of para-athlete Mr. Mani Kundan for participating in international competitions and winning a bronze medal at the IFSC Para Climbing World Championship held in Switzerland in August 2023.

INFORMATION TECHNOLOGY

The Company is dedicated to fortifying its technology initiatives to amplify operational and cost efficiencies, enhance quality, and drive premiumisation. SJS is equipped with a robust IT infrastructure and has a well-defined IT roadmap that aligns seamlessly with its business objectives.

During FY 2023-24, SJS implemented various initiatives to enhance productivity, including an Internet of Things (IoT) Proof of Concept (PoC). This IoT PoC enabled real-time monitoring of productivity, identification and resolution of bottlenecks in production processes and pre-emptive improvement of action plans through IoT data analysis. This PoC has laid the foundation for SJS' foray into Industry 4.0.

In April 2023, the Company implemented Automated Vision Inspection for quality control of dials, showcasing proof of concept for the technology. This initiative has resulted in improved quality control processes, speed, and identification capabilities. The implementation has shown promising results, achieving an accuracy rate of 85% in end of line defect inspection.

Furthermore, the migration from AX 2012 to Dynamics 365 expands the Company's capabilities in on-premise ERP infrastructure, covering deployment and management for comprehensive control over ERP systems. It also facilitates seamless customisation, rapid deployment of new features, and expedited response times, equipping SJS with increased control and adaptability in managing the ERP environment.

The Company's cybersecurity framework incorporates a Security Operations Center (SOC) for continuous monitoring of vulnerabilities, the identification of potential intrusions, and immediate deployment of countermeasures to safeguard data and operations. Equipped with advanced tools and technologies, the SOC team proactively monitors and manages the Company's network and systems around the clock. This ensures compliance with industry standards and regulations, vital for maintaining trust with customers and partners and avoiding legal and financial consequences.

INTERNAL CONTROL SYSTEMS

The Company has established a strong internal control framework that addresses various aspects of governance, compliance, audit, control, and reporting. These internal controls are responsible for complying with the regulatory requirements, preventing frauds and errors, safeguarding and proper use of assets and finances, and preserving the accuracy of financial transactions and reporting.

The Company's internal audit team periodically conducts an audit of internal control systems. Key observations and recommendations are communicated to the management, who takes appropriate corrective measures as deemed fit to maintain the efficiency and effectiveness of the internal controls.

CAUTIONARY STATEMENT

The Management Discussion and Analysis contains statements describing the Company's objectives, projections, estimates, and expectations which may be 'forward-looking statements' within the meaning of applicable laws and regulations and are based on informed judgements and estimates. There cannot be any guarantee of previous performance continuity as future performance also involves risks and uncertainties. These may include but are not limited to the general market, macroeconomic, interest rates movements, competitive pressures, technological and legislative developments, and other key factors that may affect the Company's business and financial performance.

Directors' Report

To
The Members,
S.J.S. ENTERPRISES LIMITED

Your directors' have the pleasure in presenting the Annual Report of S.J.S. Enterprises Limited (the "Company") together with audited financial statements (standalone and consolidated) and the Auditor's Report for the financial year ended 31st March 2024 ("financial year").

In compliance with the applicable provisions of the Companies Act, 2013, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force ("Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), this report covers the financial results and other developments during the financial year ended 31st March 2024, in respect of the Company.

FINANCIAL RESULTS

The financial performance of the Company for the financial year ended 31st March 2024 is summarised below:

(₹ in Mn)

Particulars	Year ended		Year ended	
	31.03.2024	31.03.2023	31.03.2024	31.03.2023
	Standalone		Consolidated	
Revenue from operations	3,633.61	2,961.92	6,278.00	4,330.49
Other Income	70.27	85.27	77.04	101.52
Total Income	**3,703.88**	**3,047.19**	**6,355.04**	**4,432.01**
Less:- Cost of raw materials consumed	1,395.33	1,136.71	2,873.77	1,942.65
Less:- Changes in Inventory of FG, WIP and stores & spares	29.85	(38.67)	(24.91)	(74.79)
Less:- Employee benefit expenses	498.59	453.30	707.65	561.29
Less:- Finance costs	53.42	6.72	85.21	23.11
Less:- Depreciation and amortisation expense	171.54	164.05	387.42	233.01
Less:- Other expenses	669.59	538.12	1199.41	835.04
Total Expenses	**2,818.32**	**2,260.23**	**5,228.55**	**3,520.31**
Profit before Tax	**885.56**	**786.96**	**1,126.49**	**911.70**
Less:- Tax expenses				
- Current tax	250.66	195.48	355.91	240.19
- Deferred tax (credit)/charge	(40.69)	3.62	(83.13)	(1.02)
Total tax expense	**209.97**	**199.10**	**272.78**	**239.17**
Profit for the year	**675.59**	**587.86**	**853.71**	**672.53**
Other comprehensive (expenses) /income for the year, net of tax	16.01	(6.83)	15.08	(5.73)
Total comprehensive Income for the year	**691.60**	**581.03**	**868.75**	**666.80**
Earnings per equity share (face value of ₹ 10 each)				
- Basic (in ₹)	21.86	19.31	27.45	22.10
- Diluted (in ₹)	21.40	19.06	26.87	21.81

BUSINESS REVIEW

Standalone Financial Results:

During the financial year, your Company recorded a total income of ₹ **3,703.88 Mn** as against ₹ **3,047.19 Mn** in the previous financial year, registering an increase of **21.55%** against the previous financial year.

The Company's profit after tax has increased to ₹ **675.59** Mn from ₹ **587.86 Mn**, at a growth of **14.92%**.

The Company has posted its highest-ever total revenue of ₹ **3,703.88 Mn** and highest-ever net profit after tax of ₹ **675.59 Mn**.

Consolidated Financial Results:

During the financial year, your Company's consolidated total income is ₹ **6,355.04 Mn** as against ₹ **4,432.01 Mn** in the previous financial year, registering an increase of **43.39%** against the previous financial year.

The Company's consolidated profit after tax has increased to ₹ **853.71 Mn** from ₹ **672.53 Mn**, at a growth of **26.94%**.

The audited financial statements together with related information and other reports of the subsidiary company have also been placed on the website of the Company at https://www.sjsindia.com/investors.html#financials.

DIVIDEND

In line with the Dividend Distribution Policy of the Company which is available on the Company's website viz. https://www.sjsindia.com/investors.html#policies, Your Directors' are pleased to recommend a final dividend at the rate of 20% i.e. ₹ 2.00 per equity share of face value of ₹ 10/- each for the financial year. Dividend is subject to the approval of Shareholders in the ensuing Annual General Meeting of the Company. The dividend would be payable to all shareholders whose names appear in the Register of Members and the list of beneficial owners furnished by the National Securities Depository Limited and the Central Depository Services (India) Limited as on the Record date i.e. 13th August 2024 after deduction of applicable taxes, involving a cash outflow of ₹ 62.08 Mn. Final Dividend once approved by members shall be disbursed within 30 days of the approval and the date of disbursement shall be communicated in advance to the Stock Exchanges, i.e. BSE Limited and National Stock Exchange of India Limited.

RECORD DATE

The Company has fixed Tuesday, 13th August 2024 as the "Record Date" for the purpose of determining the entitlement of Members to receive dividend for the financial year.

DIVIDEND DISTRIBUTION POLICY

Regulation 43A of the SEBI Listing Regulations, as amended by the SEBI (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2021, makes it mandatory for the top 1000 listed entities based on their market capitalisation calculated as of 31st March of every financial year to formulate a Dividend Distribution Policy.

In compliance with the provisions of Regulation 43A of the SEBI Listing Regulations, the Board of Directors of the Company at its meeting held on 19th July 2021 has approved and adopted the Dividend Distribution Policy of the Company. The said policy inter alia, lays down various parameters relating to the declaration/ recommendation of dividend and is available on the Company's website at https://www.sjsindia.com/investors.html#policies.

TRANSFER OF UNCLAIMED DIVIDEND TO THE INVESTOR EDUCATION AND PROTECTION FUND

In accordance with the provisions of Sections 124 and 125 of the Act and Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016, dividends of a Company which remains unpaid or unclaimed for a period of seven years from the date of transfer to the Unpaid Dividend Account shall be transferred by the Company to the Investor Education and Protection Fund ("IEPF"). In terms of the foregoing provisions of the Act, there is no dividend which remains outstanding or remains unpaid and required to be transferred to the IEPF by the Company during the financial year.

RESERVES

The Company has not transferred any amount to reserves for the financial year.

RAISING OF FUNDS BY ISSUANCE OF EQUITY SHARES ON PREFERENTIAL BASIS AND CORRESPONDING CHANGE IN SHARE CAPITAL

During the financial year, the company issued 6,00,000 equity shares with a face value of ₹ 10 each at a price of ₹ 500 each, including a premium of ₹ 490 each to Mr. K.A. Joseph ("Investor"), Founder, Promoter & Managing Director of the Company, aggregating to ₹ 300 Mn (Rupees Three Hundred Million Only), through preferential issue on a private placement basis in accordance with Section 42, 62, and other applicable provisions of the Act, along with the rules thereunder and Chapter V of the Securities Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018. Consequently, the Company's paid-up equity share capital increased from ₹ 30,43,79,040 divided into 30,437,904 equity shares of ₹ 10 each to ₹ 31,03,79,040 divided into 31,037,904 equity shares of ₹ 10 each.

Further, The Company has not bought back any of its securities or issued bonus / sweat equity shares or issued shares with differential voting rights during the financial year.

AUTHORISED SHARE CAPITAL

During the financial year, the authorised share capital of the Company increased from ₹ 35,00,00,000 divided into 3,50,00,000 equity shares of ₹ 10 each to ₹ 50,00,00,000 divided into 5,00,00,000 equity shares of ₹ 10 each.

STATEMENT OF DEVIATION

The funds raised through preferential issue were aimed to enhance shareholder's value with an increase in the market cap of the Company, funding organic or inorganic growth opportunities (including acquisitions), capital expenditure, pre-payment and/or repayment of outstanding borrowings, as may be permissible under the applicable law. The proceeds raised through the preferential issue have been entirely allocated to the object for which they were raised and there have been no deviations from the planned use of funds.

CHANGE IN PROMOTER HOLDING

During the financial year, Evergraph Holdings Pte Ltd ("Evergraph") divested 9,164,033 equity shares, equating to 29.53% of the Company's paid-up equity capital as of 22nd August 2023, through open market transactions. This transaction led to a reduction in Evergraph's ownership from 34.15% to 4.63%.

Subsequently, Evergraph and Mr. KA Joseph executed a letter agreement on 23rd February 2024, to sell 1,436,337 equity shares, accounting for 4.63% of the total share capital of the Company. On 29th February 2024, as part of the initial tranche, Evergraph transferred 9,00,000 equity shares, constituting 2.90%, to Mr. KA Joseph. Consequently, Evergraph's ownership decreased to 1.73%.

During the financial year, the company allotted 6,00,000 equity shares to Mr. K.A. Joseph through preferential issue on a private placement basis and in accordance with the letter agreement, he acquired an additional 9,00,000 equity shares from Evergraph. Consequently, his total shareholding surged from 46,51,244 equity shares, representing 15.28%, to 61,51,244 equity shares, representing 19.82% of the total paid up share capital of the Company.

MERGER AND ACQUISITIONS

During the financial year, as part of its investment strategy, your Company had entered into a Share Purchase Agreement ("SPA") with Walter Pack Automotive Products India Private Limited ("WPI") and its shareholders i.e. Walter Pack S.L. and Mr. Roy Mathew. for acquiring 315,442 (Three Hundred Fifteen Thousand Four Hundred Forty-Two) equity shares, resulting in your company holding 90.1% (ninety point one percent) of WPI's equity share capital on a fully diluted basis. Consequently, WPI has become a subsidiary of your company.

MANAGEMENT DISCUSSION & ANALYSIS REPORT

Pursuant to Regulation 34(2) of SEBI Listing Regulations, the Management Discussion and Analysis Report forms an integral part of the Annual Report.

CORPORATE GOVERNANCE

Pursuant to Regulation 34(3) of SEBI Listing Regulations, a report on Corporate Governance along with a Certificate from the Company Secretary in Practice towards compliance of the provisions of Corporate Governance forms an integral part of the Annual Report.

BUSINESS RESPONSIBILITY AND SUSTANBILITY REPORT

Pursuant to Regulation 34(2)(f) of the SEBI Listing Regulations, the Business Responsibility and Sustainability Report ('BRSR') on initiatives taken from an environmental, social, and governance perspective, in the prescribed format forms an integral part of the Annual Report.

PARTICULARS OF RELATED PARTY TRANSACTIONS

Related party transactions entered during the financial year were on arm's length basis and in the ordinary course of business. There are no materially significant related party transactions made by the Company which may have potential conflict with the interest of the Company. Particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Act, in compliance with the SEBI Listing Regulations, and as required under Section 134(3)(h) of the Act, read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is enclosed to this report as **Annexure – A.**

There are no material related party transactions which are not in ordinary course of business or which are not on arm's length basis.

PARTICULARS OF INTER-CORPORATE LOANS OR INVESTMENTS OR GUARANTEES OR SECURITY

Pursuant to Section 186 of the Companies Act, 2013 and Schedule V of the Listing Regulations, disclosure on particulars relating to Loans, Advances, Guarantees and Investments are provided as part of the standalone financial statements.

Further, the Company has not given any guarantee or security to any person or body corporate or made any investments during the financial year.

SECRETARIAL STANDARDS

The Company is in compliance with the Secretarial Standards on Meetings of Board of Directors (SS-1) and General Meetings (SS-2).

ORDERS PASSED BY REGULATORS/COURTS/TRIBUNALS

There were no significant / material orders passed by the regulators or courts or tribunals during the financial year, impacting the going concern status and Company's operations in future.

CHANGE IN NATURE OF BUSINESS

During the financial year, there has been no change in the Company's nature of business.

ANNUAL RETURN

As per the requirements of Section 92(3) of the Act and Rule 12(1) of the Companies (Management and Administration) Rules, 2014, the copy of the annual return in the prescribed Form MGT-7 for the financial year is available on the website of the Company at https://www.sjsindia.com/investors.html#annual-report.

CHANGE IN FINANCIAL YEAR

There has been no change in the financial year of the Company.

DEPOSITS

The Company has not accepted any deposits covered under the Chapter V of the Act, during the financial year.

REPORT ON PERFORMANCE OF SUBSIDIARIES, ASSOCIATE COMPANIES & JOINT VENTURES

As of the end of the financial year, the company has two subsidiaries (including one wholly-owned subsidiary) and one step-down subsidiary, which is a wholly-owned subsidiary of Walter Pack Automotive Products India Private Limited. There has been no material change in the nature of the subsidiaries' businesses. Further, the Company doesn't have any joint venture or associate company as defined under Section 2(6) of the Act, which are explained in detailed below:

Subsidiary:

A statement containing salient features of the financial statements of the Subsidiary is enclosed in this report as **Annexure – B**.

Associate:

As of 31st March 2024, your company shareholding in Suryaurja Two Private Limited (STPL) the erstwhile associate company, has decreased from 48% to 16.83%. This reduction is due to the issuance of additional equity shares by STPL, leading to a dilution of your company's stake to below 20% and waiving the significant control interest in STPL, henceforth the STPL is no longer considered an associate company.

Joint venture companies, including in the consolidated financial statement is presented:

There are no joint venture companies as of the end of the financial year.

HUMAN RESOURCE MANAGEMENT

Being an employee-centric organisation, your Company always puts its people at the heart of whatever it does. The Company believes that the success of the organisation and its people, go hand-in-hand. Our humble efforts have been recognised by the Great Place to Work Institute India, which has awarded our company the "Great Place To Work" certification in the mid-size organisation category for five consecutive years.

CORPORATE SOCIAL RESPONSIBILITY ("CSR")

In accordance with the requirements of Section 135 of the Act and amendments thereof, the Company has constituted the CSR Committee and also formulated a CSR Policy which is available on the website of the Company at https://www.sjsindia.com/investors.html#policies.

The CSR Policy was amended vide the resolution of the Board of Directors dated 19th July 2021 to incorporate amendments brought about to the provisions of Section 135 of the Act and the Rules vide notification dated 22nd January 2021 issued by the Ministry of Corporate Affairs.

During the financial year, the Board of Directors of your company approved for formation of CSR Trust in the name and style of "SJS Foundation" vide its Board Meeting dated 01st February 2024, and this dedicated entity will streamline and enhance the execution of the CSR activities and functions of the Company, including all its subsidiaries.

The Annual Report on CSR activities of the Company for the financial year as required to be given under Section 135 of the Act and Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 is enclosed to this report as **Annexure – C**.

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

As per the requirement of The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and rules made there under, your Company has adopted a Sexual Harassment Policy for women to ensure a healthy working environment without fear of prejudice, gender bias and sexual harassment. 'Care and Dignity Policy' is available on the website of the Company at https://www.sjsindia.com/investors.html#policies.

The Internal Complaints Committee (ICC) in place has been duly constituted as per Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Board states that there were no cases or complaints filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 during the financial year.

Details of complaints received and redressed during the financial year:

a.	Number of complaints filed during the financial year	Nil
b.	Number of complaints disposed of during the financial year	Nil
c.	Number of complaints pending as on end of the financial year	Nil

VIGIL MECHANISM AND WHISTLE BLOWER POLICY FOR DIRECTORS AND EMPLOYEES

The Company has formulated a comprehensive Whistle Blower Policy in line with the provisions of Section 177(9) and Section 177(10) of the Act, with a will to enable the stakeholders, including directors, individual employees to freely communicate their concerns about illegal or unethical practices and to report genuine concerns to the Audit Committee of the Company.

The mechanism provides adequate safeguards against the victimisation of directors or employees who avail the mechanism. The Vigil Mechanism and Whistle Blower Policy is available on the website of the Company at https://www.sjsindia.com/investors.html#policies.

BOARD OF DIRECTORS

Your Company's Board comprises of the following Directors as on the end of the financial year:

Sl. No.	Name of Director	Designation
1.	Mr. Ramesh C Jain	Chairman & Independent Director
2.	Mr. K. A. Joseph	Managing Director
3.	Mr. Sanjay Thapar	CEO & Executive Director
4.	Mr. Kevin K Joseph	Executive Director
5.	Mrs. Veni Thapar	Independent Director
6.	Mr. Matthias Frenzel	Independent Director

During the financial year, Mr. Vishal Sharma and Mr. Kazi Arif Uz Zaman, the Nominees of Evergraph Holdings Pte Ltd, tendered their resignations from the directorship of the Company, relinquishing their responsibilities effective from 27th September 2023. Further details regarding their resignations are available on the Company's website at https://www.sjsindia.com/Docs/FY2324/Q2/Intimation%20of%20Resignation%20of%20Director.pdf

Rotation of Director:

As per Section 152 of the Act, unless the Articles provide otherwise, at least two-thirds of the total number of directors shall be liable to retire by rotation of which one third shall retire at every annual general meeting.

In view of the above-mentioned provision, Mr. Kevin K Joseph is liable to retire by rotation at the ensuing Annual General Meeting and being eligible, has offered himself for re-appointment.

The Board has considered and approved the recommendation of the Nomination & Remuneration Committee in their meeting held on 20th May 2024 to re-appoint Mr. Kevin K Joseph as Director of the Company, liable to retire by rotation, subject to the approval of the shareholders in the forthcoming annual general meeting.

KEY MANAGERIAL PERSONNEL

Pursuant to Section 203 of the Act, the following persons are the Key Managerial Personnel of the Company as on the end of the financial year:

Sl. No.	Name of KMP's	Designation
1.	Mr. K. A. Joseph	Managing Director
2.	Mr. Sanjay Thapar	CEO & Executive Director
3.	Mr. Kevin K Joseph	Executive Director
4.	Mr. Mahendra Kumar Naredi	Chief Financial Officer
5.	Mr. Thabraz Hushain W	Company Secretary & Compliance Officer

There were no appointments or resignations of Key Managerial Personnel during the financial year.

DECLARATION BY INDEPENDENT DIRECTORS

The Company has received declarations from each of its Independent Directors under Section 149(7) of the Act and Regulation 25(8) of SEBI Listing Regulations, confirming compliance with the criteria of independence as stipulated under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations and there has been no change in the circumstances which may affect their status as Independent Directors during the financial year.

All Independent Directors of the Company have affirmed compliance with Schedule IV of the Act and the Company's Code of Conduct for Directors and Employees for the financial year.

All the Independent Directors of the Company have registered themselves with the Indian Institute of Corporate Affairs ('IICA') towards the inclusion of their names in the Independent Director's Databank maintained by IICA and meet the requirements of proficiency self-assessment test.

RISK MANAGEMENT

The Board of Directors of the Company has formed a Risk Management Committee to identify, assess and mitigate the risks involved in the Company's business. The committee is responsible for assisting the Board in understanding existing risks, reviewing the mitigation and elimination plans.

The Audit Committee has additional oversight in the area of financial risks and controls. The major risks identified are systematically addressed through mitigating actions on a continuing basis.

The Risk Management Policy has been framed and implemented which is available on the website of the Company at https://www.sjsindia.com/investors.html#policies.

COMMITTEES

As per the requirements of the Act and SEBI Listing Regulations, the following committees have been constituted by the Board. The composition of the committees as on the end of the financial year is as follows:

Audit Committee:

The composition of the Audit Committee, pursuant to Section 177 of the Act and Regulation 18 of SEBI Listing Regulations is as follows:

Sl. No.	Name	Position on the Committee	Designation
1	Mrs. Veni Thapar	Chairperson	Independent Director
2	Mr. Ramesh C Jain	Member	Chairman & Independent Director
3	Mr. Sanjay Thapar	Member	CEO & Executive Director

Note:

1. Mr. Vishal Sharma has been a member of the committee until 27th September 2023.
2. Mr. Sanjay Thapar has been appointed as a member of the committee with effect from 18th October 2023.

The Audit Committee was constituted by the Board of Directors at their meeting held on 12th July 2021 and it was reconstituted on 18th October 2023, through a circular resolution, with Mr. Sanjay Thapar joining the committee in place of Mr. Vishal Sharma. The scope and functions of the Audit Committee are in accordance with Section 177 of the Act and the SEBI Listing Regulations.

Nomination and Remuneration Committee:

The composition of the Nomination and Remuneration Committee ("NRC"), pursuant to Section 178(1) of the Act and Regulation 19 of SEBI Listing Regulations is as follows:

Sl. No.	Name	Position on the Committee	Designation
1	Mrs. Veni Thapar	Chairperson	Independent Director
2	Mr. Ramesh C Jain	Member	Chairman & Independent Director
3	Mr. Matthias Frenzel	Member	Independent Director

Note:

1. Mr. Vishal Sharma has been a member of the committee until 27th September 2023.
2. Mr. Matthias Frenzel has been appointed as a member of the committee with effect from 18th October 2023.

The NRC was constituted by the Board of Directors at their meeting held on 12th July 2021 and it was reconstituted on 18th October 2023, through a circular resolution, with Mr. Matthias Frenzel joining the committee in place of Mr. Vishal Sharma. The scope and functions of the NRC is in accordance with Section 178 of the Act and the SEBI Listing Regulations.

Stakeholders Relationship Committee:

The composition of the Stakeholders Relationship Committee ("SRC"), pursuant to Section 178(5) of the Act and Regulation 20 of SEBI Listing Regulations is as follows:

Sl. No.	Name	Position on the Committee	Designation
1	Mr. Matthias Frenzel	Chairman	Independent Director
2	Mr. K A Joseph	Member	Managing Director
3	Mr. Sanjay Thapar	Member	CEO & Executive Director
4	Mrs. Veni Thapar	Member	Independent Director

Note:

1. Mr. Kazi Arif Uz Zaman has been a member of the committee until 27th September 2023.
2. Mrs. Veni Thapar has been appointed as a member of the committee with effect from 28th March 2024.

The SRC was constituted by the Board of Directors at their meeting held on 12th July 2021 and it was reconstituted on 28th March 2024, through a circular resolution, with Mrs. Veni Thapar joining the committee in place of Mr. Kazi Arif Uz Zaman. The scope and functions of the SRC is in accordance with Section 178 of the Act and the SEBI Listing Regulations.

Risk Management Committee:

The composition of the Risk Management Committee ("RMC"), pursuant to Regulation 21 of SEBI Listing Regulations is as follows:

Sl. No.	Name	Position on the Committee	Designation
1	Mr. Sanjay Thapar	Chairman	CEO & Executive Director
2	Mrs. Veni Thapar	Member	Independent Director
3	Mr. K A Joseph	Member	Managing Director

Note:

1. Mr. Vishal Sharma has been a member of the committee until 27th September 2023.
2. Mr. KA Joseph has been appointed as a member of the committee with effect from 18th October 2023.

The RMC was constituted by the Board of Directors at their meeting held on 12th July 2021 and it was reconstituted on 18th October 2023, through a circular resolution, with Mr. KA Joseph joining the committee in place of Mr. Vishal Sharma.

Corporate Social Responsibility Committee:

The composition of the Corporate Social Responsibility Committee ("CSR"), pursuant to Section 135 of the Act is as follows:

Sl. No.	Name	Position on the Committee	Designation
1	Mr. Matthias Frenzel	Chairman	Independent Director
2	Mr. K A Joseph	Member	Managing Director
3	Mr. Sanjay Thapar	Member	CEO & Executive Director
4	Mrs. Veni Thapar	Member	Independent Director

Note:

1. Mr. Vishal Sharma has been a member of the committee until 27th September 2023.

INTERNAL FINANCIAL CONTROLS

The Company has maintained adequate financial control system, commensurate with the size, scale and complexity of its operations and ensures compliance with various policies, practices and statutes in keeping with the organisation's pace of growth and increasing complexity of operations. The details in respect of internal financial control and their adequacy are included in the Management Discussion and Analysis, which is a part of this report.

AUDITORS & AUDIT REPORT

Statutory Auditors:

M/s. BSR & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022), Bengaluru, the Statutory Auditors of the Company, hold office, in accordance with the provisions of the Act, up to the conclusion of the 20th Annual General Meeting of the Company.

Further, the report of the Statutory Auditors along with notes to Schedules forms part of the Annual Report which is self-explanatory. There has been no qualifications/ reservations/ adverse remarks given by the Statutory Auditors in their Report for the financial year.

Cost Auditors:

M/s PSV & Associates, Bengaluru, Cost Accountants (Firm Registration No. 000304), appointed as the Cost Auditors for conducting audit of cost accounting records of the Company for the financial year, will submit their report to the Board within a period of one hundred eighty days from the end of the financial year as required under the Act; the Company shall file a copy of the said report in Form CRA-4 within a period of thirty days from the date of its receipt.

The Cost Audit Report for the financial year 2023-24 dated 26th July 2023 issued by M/s PSV & Associates, Bengaluru, Cost Accountants (Firm Registration No. 000304) with no qualifications/ reservations/ adverse remarks, was filed with the Ministry of Corporate Affairs.

Pursuant to Section 148 of the Act, read with the Companies (Cost Records and Audit) Rules, 2014, the Board on the recommendation of Audit Committee, reappointed M/s PSV & Associates, Bengaluru, Cost Accountants, (Firm Registration No. 000304) for conducting audit of cost accounting records of the Company for the financial year 2024-25. As required under the Act, the remuneration payable to the Cost Auditors is required to be placed before the members, in the forthcoming annual general meeting for their ratification. Accordingly, a resolution seeking members' approval for the remuneration payable to M/s. PSV & Associates, Cost Accountants, is included in the Notice of the forthcoming annual general meeting.

Secretarial Auditor:

The Board, based on the recommendation of the Audit Committee had appointed Mr. Dwarakanath C, Company Secretary in Practice (FCS No. 7723 and Certificate of Practice No. 4847) as the Secretarial Auditor of the Company to conduct Secretarial Audit for the financial year.

There has been no qualifications/ reservations/ adverse remarks in the report given by the Secretarial Auditor for the financial year. The Secretarial Audit Report of the Company in Form MR-3 is enclosed to this report as **Annexure – D**.

Further, the Board of Directors, at its meeting held on 20th May 2024, appointed Mr. Ananta R. Deshpande, replacing Mr. Dwarakanath C Chennur as the new Secretarial Auditor of the Company for the financial year 2024-25, as a practice of good corporate governance and in accordance with the guidance notes provided by the Institute of Company Secretaries of India (ICSI).

Internal Auditors:

Pursuant to Section 138 of the Act, read with the Companies (Accounts) Rules, 2014, the Company has appointed M/s. Kumbhat & Co, Chartered Accountants, Coimbatore (Firm Registration No. 0016095) as the Internal Auditors of the Company for the financial year.

The periodic reports of the said internal auditors are regularly placed before the Audit Committee along with the management's comments.

DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB-SECTION (12) OF SECTION 143 OF THE ACT

During the financial year, no frauds were reported by the Auditors under Section 143(12) of the Act.

MATERIAL CHANGES AND COMMITMENTS, IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED AFTER THE END OF THE FINANCIAL YEAR AND TILL THE DATE OF THE REPORT

There have been no material changes and commitments which affect the financial position of the Company that have occurred between the end of the financial year to which the financial statements relate and the date of this report.

MEETINGS OF THE BOARD AND COMMITTEES

The details of meetings of the Board of Directors, its Committees, and General Meetings along with attendance, are included in the Corporate Governance Report which forms an integral part of the Annual Report.

MEETING OF INDEPENDENT DIRECTORS

In terms of requirements under Schedule IV of the Act and Regulation 25(3) of SEBI Listing Regulations, a separate meeting of the Independent Directors was held on 27th February, 2024.

The Independent Directors at this meeting, inter alia, reviewed the following:

- Performance of Non-Independent Directors (both Executive and Non-Executive) and the Board as a whole;
- Performance of the Chairman of the Board, taking into account the views of Executive Directors and Non-Executive Directors.
- Quality, quantity, and timeliness of the flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

PERFORMANCE EVALUATION OF THE BOARD AND ITS COMMITTEES

The Board of Directors, on the recommendation of the NRC has adopted a framework for performance evaluation of the Board, its committees, individual directors, and the chairperson through a survey questionnaire. The survey questionnaire broadly covers various aspects of Board functioning, the composition of the Board and its committees, culture, execution, and performance of specific duties, obligations, and governance. The evaluation parameters are based on the execution of specific duties, quality, deliberation at the meeting, independence of judgment, decision making, the contribution of Directors at the meetings and the functioning of the Committees.

The Board of Directors has evaluated the performance of all Independent Directors, Non-Independent Directors, Committees, the Chairperson, and the Board, as a whole. The Board deliberated on various evaluation attributes for all directors and after due deliberations made an objective assessment and evaluated that all the directors in the Board have adequate expertise drawn from diverse industries and business and bring specific competencies relevant to the Company's business and operations. The Board of Directors also appraised the performance of the Independent Directors, their fulfilment of independence criteria specified by the Act and SEBI Listing Regulations, and well as their independence from management. The Director being evaluated did not participate in the evaluation process.

The Board also noted that the term of reference and composition of the Committees was clearly defined. The Committee performed their duties diligently and contributed effectively to the decisions of the Board.

In addition to the above, your Company following our excellence in corporate governance has steered a Board Evaluation process by appointing an Independent external agency to further enhance the efficiency and effectiveness of our governance processes. Wherein they examined our internal questionnaire report, both numeric as well as qualitative, that were sent directly to the Board members on a confidential basis. The independent external expert also had individual conversations with each Board member and developed separate evaluation reports. Subsequently, the independent external expert collated reports for (a) the Board as a whole, (b) the Chairman of the Board, (c) Individual Directors, both Independent and Non- Non-Independent, and (d) for each of the Board Committees separately. The assessment of individual Directors was sent separately to the concerned Directors. The results of the evaluation of the Board and its various Committees were subsequently discussed by the Board at its meeting and the areas for improvement of the functioning of the Board and committees were noted.

The following outlines the actions taken to implement the suggestions provided by the board in the preceding financial year, as well as new recommendations for the current financial year:

The recommendation given by the Board for		Actions taken in response to recommendations for previous year in current year
Current Year (FY 2023- 24)	**Previous Year (FY 2022-23)**	
The frequency and number of meetings for the Board and Committees to be increased	To allocate the additional time for meetings.	Based on the Board's recommendation, your company has allocated sufficient time for each Board and Committee meeting and ensured an adequate time gap between meetings conducted on the same day.
	To organise more number of in personal meetings	Based on the Board's recommendation, your company organised two personal meetings to enhance the effectiveness of management's decision-making abilities. These meetings aimed to foster better communication and collaboration among the decision-makers, ensuring more informed and strategic management choices.

NON-EXECUTIVE DIRECTORS' COMPENSATION AND DISCLOSURES

None of the Independent / Non-Executive Directors have any pecuniary relationship or transactions with the Company which in the judgment of the Board, may affect the independence of the Directors.

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

The Company has periodically conducted familiarisation programmes for its Independent Directors with the objective of making them accustomed to the business and operations of the Company through various structured orientation programs.

The familiarisation programmes also intend to update the Independent Directors on a regular basis, on any significant changes therein, so as to be in a position to take well informed and timely decisions.

The following are the familiarisation programmes undertaken during the financial year:

- The Board has been Imparted with ESG Training to understand their role in environmental, social, and governance matters
- The Company has introduced the board to Industry 4.0 highlighting its transformative potential and impact on manufacturing & other attributes
- The Board has undergone a Cybersecurity Training to understand best practices for protecting company from Cyber attacks

The further details of Familiarisation programme is available on the website of the Company at https://www.sjsindia.com/investors.html#corporate-governance.

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

Pursuant to provisions of Section 134(3)(m) of the Act & Rule 8(3)(A) of Companies (Accounts) Rules, 2014, the details of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo is enclosed to this report as **Annexure – E**.

DIRECTORS' APPOINTMENT AND REMUNERATION POLICY

The Company has framed and adopted the Nomination & Remuneration Policy in terms of Section 178 of the Act with effect from 19th July 2021 and Amended on 28th March 2024. The policy, inter alia, lays down the principles relating to appointment, cessation, retirement, remuneration, and evaluation of directors, key managerial personnel, and senior management personnel of the Company.

The Nomination & Remuneration Policy of the Company is available on the website of the Company at https://www.sjsindia.com/investors.html#policies.

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

The details as prescribed under Section 197(12) of the Act and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is enclosed to this report as **Annexure – F.**

The details as prescribed under Section 197(12) of the Act and Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 a statement showing the names of the top ten employees in terms of remuneration drawn and names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules forms part of this Report.

Having regard to the provisions of the second proviso to Section 136(1) of the Act and as advised, the Annual Report excluding the aforesaid information is being sent to the members of the Company. Any member interested in obtaining such information may address their email to compliance@sjsindia.com.

EMPLOYEEES STOCK OPTION

The Company has instituted employee stock options plan(s) from time to time to motivate, incentivize, and reward employees. The Board Governance, Nomination and Remuneration Committee administers these plan(s). The stock option plans are in compliance with the Securities and Exchange Board of India (Share Based Employee. Benefits and Sweat Equity) Regulations, 2021, as amended ("Employee Benefits Regulations") and there have been no material changes to these plans during the financial year. Disclosures on various plans, details of options granted, number of shares arising as a result of exercise of options, etc., as required under the Employee Benefits Regulations, is enclosed to this report as **Annexure – G** and is available on the website of the Company at www.sjsindia.com.

PROHIBITION OF INSIDER TRADING

Pursuant to provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended ("PIT Regulations"), the Company has adopted Insider Trading Code to regulate, monitor and report trading by insiders. This Code is applicable to Promoters, all Directors, Designated Persons and Connected Persons and their immediate relatives, who are expected to have access to Unpublished Price Sensitive Information ("UPSI") relating to the Company.

The Company has also formulated a 'Code of Practices and Procedures for Fair Disclosure of UPSI' in compliance with the PIT Regulations. The aforesaid Codes are available on the website of the Company at https://www.sjsindia.com/investors.html#policies.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134 (5) of the Act, the Directors hereby confirm that:

(a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for that period;

(c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) the directors had prepared the annual accounts on a going-concern basis;

(e) the directors, had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

(f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Based on the internal financial controls and compliance systems framework established and maintained by the Company, along with the assessments conducted by internal, statutory, and secretarial auditors, including the audit of internal financial controls over financial reporting by statutory auditors, and reviews performed by management and relevant board committees, including the audit committee, the Board concludes that the Company's internal financial controls were sufficient and operational during the financial year.

PROCEEDINGS PENDING UNDER THE INSOLVENCY AND BANKCRUPTCY CODE,2016

No application has been made or any proceeding is pending under the IBC, 2016.

DIFFERENCE IN VALUATION

The Company has never made any one-time settlement against the loans obtained from Banks and Financial Institution and hence this clause is not applicable.

ACKNOWLEDGEMENTS

The Directors extend their heartfelt gratitude to all the employees for their invaluable contributions to the Company's success. The Directors also express their sincere thanks to the members, employee unions, customers, dealers, suppliers, bankers, governments, and all other business partners for their unwavering support and trust in the Company's management.

For & on behalf of the Board of Directors

K.A. Joseph	**Sanjay Thapar**
Managing Director	CEO & Executive Director
DIN: 00784084	DIN: 01029851

Place: Bengaluru
Dated: 20th May, 2024

ANNEXURE - A

FORM NO. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

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

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

Sl. No.	Particulars	Details
1.	Name (s) of the related party & nature of relationship	Nil
2.	Nature of contracts/arrangements/transaction	Nil
3.	Duration of the contracts/arrangements/transaction	Nil
4.	Salient terms of the contracts or arrangements or transaction including the value, if any	Nil
5.	Justification for entering into such contracts or arrangements or transactions'	Nil
6.	Date(s) of approval by the Board	Nil
7.	Amount paid as advances, if any	Nil
8.	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	Nil

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

SL. No.	Particulars	Details	
		1	2
1.	Name (s) of the related party	Exotech Plastics Private Limited (EPPL)	Walter Pack Automotive Products India Private Limited (WPI)
2.	Nature of Relationship	Wholly Owned subsidiary	Subsidiary
3.	Nature of contracts/arrangements/transaction	1) Sale of Goods and Services. 2) Sale of property, plant and equipment	1) Sale of Goods and Services. 2) Sale of property, plant and equipment
4.	Duration of the contracts/arrangements/transaction	Not Applicable	Not Applicable
5.	Salient terms of the contracts or arrangements or transaction including the value, if any	-----------	-----------
6.	Date of approval by the Board	-----------	-----------
7.	Amount paid as advances, if any	-----------	-----------

Note: There were no material contracts or arrangements with related parties during the financial year 2023-24.

For & on behalf of the Board of Directors

K.A. Joseph
Managing Director
DIN: 00784084

Sanjay Thapar
CEO & Executive Director
DIN: 01029851

Place: Bengaluru
Dated: 20th May, 2024

ANNEXURE - B

FORM AOC-1

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

Statement containing salient features of the Financial Statement of Subsidiaries / Associate Companies/Joint Ventures

Part "A": Subsidiaries

(₹ in Mn)

Sl. No.	Particulars	Details	
1.	Name of the Subsidiary	Exotech Plastics Private Limited	Walter Pack Automotive Products India Private Limited
2.	Reporting Period for the subsidiary concerned, if different from the holding company's reporting period	Same as holding Company	Same as holding Company
3.	Reporting Currency and Exchange rate as on last date of the relevant Financial Year in case of Foreign Subsidiaries	Reporting Currency: INR Exchange rate : Not Applicable	Reporting Currency: INR Exchange rate : Not Applicable
4.	Share Capital	28.00	35.01
5.	Reserves & Surplus	591.26	472.43
6.	Total Assets	986.26	1,299.12
7.	Total Liabilities	367.00	791.68
8.	Investments	-	-
9.	Turnover	1,568.93	1,550.49
10.	Profit before Taxation	179.30	209.26
11.	Provision for Taxation	42.44	56.06
12.	Profit after Taxation	136.86	153.20
13.	Proposed Dividend	200%	-
14.	% of Shareholding	100%	90.1%

1. Names of Subsidiaries which are yet to commence operations: **Nil**
2. Name of Subsidiaries which have been liquidated or sold during the year: **Nil**

PART "B": Associates and Joint Ventures

Sl. No.	Name of Associates / ~~Joint Ventures~~	
1.	**Latest Audited Balance Sheet Date**	The company does not have any associate or Joint Ventures as at the end of the financial year.
	Date on which the Associate / ~~Joint Venture~~ was associated or acquired	
2.	**Shares of Associate / ~~Joint Ventures~~ held by the Company on the year end**	
	i. Number of Shares Held	
	ii. Amount of investment in Associates / ~~Joint Venture~~	
	iii. Extend of holding %	
3.	**Description of how there is significant influence**	
4.	**Reason why the Associate / ~~Joint Venture~~ is not consolidated**	
5.	**Net worth attributable to shareholding as per latest audited Balance Sheet.**	
6.	**Profit / Loss for the year**	
	i. Considered in consolidation	
	ii. Not considered in consolidation	

Notes

(#) During the financial year, your Company shareholding in the Suryaurja Two Private Limited (the "STPL") has substantially diminished to 16.33% from 48%, henceforth the STPL is no longer the associate company as per Companies Act 2013.

1. Names of Associates or Joint Ventures which are yet to commence operations: **Nil**
2. Names of Associates or Joint Ventures which have been liquated or sold during the year: **Nil**

For & on behalf of the Board of Directors

K.A. Joseph
Managing Director
DIN: 00784084

Sanjay Thapar
CEO & Executive Director
DIN: 01029851

Place: Bengaluru
Dated: 20th May, 2024

ANNEXURE- C

ANNUAL REPORT ON CSR ACTIVITIES

1. A BRIEF OUTLINE OF THE COMPANY'S CSR POLICY, INCLUDING OVERVIEW OF PROJECTS OR PROGRAMS PROPOSED TO BE UNDERTAKEN TO THE CSR POLICY AND PROJECTS OR PROGRAMS:

The Company's CSR policy is aimed at demonstrating care for the community through its focus on education & skill development, health & wellness and environmental sustainability including biodiversity, energy & water conservation. Also embedded in this objective is support for the disadvantaged/marginalised cross section of society by providing opportunities to improve their quality of life.

The projects undertaken will be within the broad framework of Schedule VII of the Act.

2. THE COMPOSITION OF THE CSR COMMITTEE:

The Company has reconstituted the CSR Committee during the financial year, as per the provisions of Section 135 of the Act and details of its members as on the end of the financial year are as follows:

Sl. No	Name of the Director	Designation/ or nature of directorship	No. of meetings of CSR Committee held during the year	No. of meetings of CSR Committee attended during the year
1	Mr. Matthias Frenzel	Chairman	1	1
2	Mrs. Veni Thapar	Member	1	1
3	Mr. K. A. Joseph	Member	1	1
4	Mr. Sanjay Thapar	Member	1	1
5	#Mr. Vishal Sharma	Member	-	-

Note:
Mr. Vishal Sharma has been a member of the committee until 27th September 2023.

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company: https://www.sjsindia.com/investors.html#corporate-governance.

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable: **Not Applicable**

5. (a) Average net profit of the company as per section 135(5): ₹ **702.46 Mn**

   (b) Two percent of average net profit of the company as per section 135(5): ₹ **14.05 Mn**

   (c) Surplus arising out of the CSR projects, programs, or activities of the previous financial years: **Nil**

   (d) Amount required to be set off for the financial year, if any: **Nil**

   (e) Total CSR obligation for the financial year (b+cd): ₹ **14.05 Mn**

6. (a) Amount spent on CSR projects (both Ongoing Projects and other than Ongoing Projects): ₹ **14.05 Mn**

   (b) Amount spent in Administrative Overheads: **Not Applicable**

   (c) Amount spent on Impact Assessment, if applicable: **Not Applicable**

   (d) Total amount spent for the Financial Year (a+b+c+d): ₹ **14.05 Mn**

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

Total Amount Spent for the Financial Year (₹ in Mn).	Amount Unspent (₹ in Mn)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
14.05	-	-	-	-	-

II. Details of CSR amount spent against other than ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/ No)	Location of the project		Amount spent for the project (₹ in Mn)	Mode of Implementation – Direct (Yes No)	Mode of implementation – Through implementing agencies:	
				State	District			Name	CSR registration number
1.	Kumarappa Institute of Gram Swaraj – The Program Welfare of Brick lane Workers	Clause II of Schedule VII	No	Rajasthan	Jaipur	0.50	No	Kumarappa Institute of Gram Swaraj	CSR00004538
2.	Let's Feed the Needy - Main objective to provide home cooked food to people in need at various places like Railway Station, Bus Stand, Road, Beaches, children & elderly people at Orphan centers and Old Age homes	Clause I of Schedule VII	No	Tamil Nadu	Chennai	0.50	No	Let's Feed the Needy	CSR00026824
3.	Santhwana Charitable Trust – Aim of coordinating social and community health care services to the poor, sick and the most neglected section of our society in India	Clause I of Schedule VII	Yes	Karnataka	Bangalore South	0.50	No	Santhwana Charitable Trust	CSR00010685
4.	CBCI Society for Medical Education - Payment towards medical treatment of poor and needy	Clause I of Schedule VII	Yes	Karnataka	Bangalore South	0.50	No	CBCI Society for Medical Education	CSR00008207
5.	"Garbage Cleaning in and around SJS (Covered upto 14 villages)	Clause I of Schedule VII	Yes	Karnataka	Bangalore South	3.21	Yes	-	-
6.	Sponsoring to Mr. Kumar Manikandan, Paralympic Athlete	Clause VII of Schedule VII	No	Pan India		0.88	Yes	-	-

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/ No)	Location of the project		Amount spent for the project (₹ in Mn)	Mode of Implementation – Direct (Yes No)	Mode of implementation – Through implementing agencies:	
				State	District			Name	CSR registration number
7.	Government School Development Project 1. Distributed e-learning kits (computer, projector, bags, and Nali-Kali tables and chairs) in government schools 2. Constructed a new building at Varahasandra government school including two classrooms with a seating capacity of 50 children each, an RO unit for clean drinking water, and two restrooms 3. A bore well was installed at the Vani Vilas Institute, government women's college to meet the water needs of 700 female students.	Clause II of Schedule VII	Yes	Karnataka	Bangalore South	3.46	Yes	-	-
8	Women Empowerment Projects (Provided support upto 200 underprivileged women with vocational trainings like Tailoring, Driving, Hand Embroidery, Computer Training, Beautician Etc.)	Clause II of Schedule VII	Yes	Karnataka	Bangalore South	2.59	No	Varchass National Seva Trust	CSR00028354
9	Health Checkup upto 900 villagers (Conducted comprehensive health check-ups and free doctor consultations for up to 900 underprivileged villagers)	Clause I of Schedule VII	Yes	Karnataka	Bangalore South	1.91	Yes	-	-
	Total					**14.05**			

Notes:
"Garbage clearance: We have taken AMC for garbage collection of segregated wet waste, dry waste and street waste in Agara Grama Panchayath jurisdiction and appointed VA Services, a vendor approved by the Panchayath for the above services, and the payment will be on monthly bill-to-bill basis.

(f) Excess amount for set off, if any: **Not applicable**

Sl. No.	Particular	Amount (₹ in Mn)
(i)	Two percent of average net profit of the company as per section 135(5)	14.05
(ii)	Total amount spent for the Financial Year	14.05
(iii)	Excess amount spent for the financial year [(ii)-(i)]	-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	Nil

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

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (₹ in Mn)	Amount spent in the reporting Financial Year (₹ in Mn)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (₹ in Mn)
				Name of the Fund	Amount (₹ in Mn)	Date of transfer.	
1	FY 1	Nil	Nil	Nil	Nil	Nil	Nil
2	FY 2	Nil	Nil	Nil	Nil	Nil	Nil
3	FY 3	Nil	Nil	Nil	Nil	Nil	Nil

8. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details): **Not Applicable**

(a) Date of creation or acquisition of the capital asset(s).

(b) Amount of CSR spent for creation or acquisition of capital asset.

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.

(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).

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

For and on behalf of the Board of Directors

K.A. Joseph	**Sanjay Thapar**
Managing Director	CEO & Executive Director
DIN: 00784084	DIN: 01029851

Place: Bengaluru

Dated: 20th May, 2024

ANNEXURE- D

SECRETARIAL AUDIT REPORT

For the financial year ended 31st March 2024

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

To,
The Members
S.J.S. Enterprises Limited
(CIN: L51909KA2005PLC036601)
Sy No 28/P16 of Agra village and
Sy No 85/P6 of B.M Kaval Village,
Kengeri Hobli, Bangalore,
Bangalore Rural, KA - 560082

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **S.J.S. Enterprises Limited** *[formerly known as S.J.S. Enterprises Private Limited]* (the "**Company**"). Secretarial Audit was conducted in a manner that provided me with 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 authorised 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 Audit Period, according to the provisions of:

(i) The Companies Act, 2013 and the rules made there under ("**Act**");

(ii) The Securities Contracts (Regulation) Act, 1956 and the Rules made there under;

(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 there under ("**FEMA**") to the extent of Foreign Direct Investment, Overseas Direct Investment ('ODI') and External Commercial Borrowings ('ECB') [The Company has neither invested in the form of ODI nor raised any ECB during the Audit Period];

(v) The following regulations and guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("**SEBI Act**") :

a. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

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

c. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

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

e. Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

f. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 - **Not Applicable**;

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

h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 - **Not Applicable**;

i. Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - **Not Applicabl**e; and

(vi) Other laws informed by the management of the Company, as applicable to the Company, are enclosed as **Annexure-1** hereto.

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

i. Secretarial Standards issued by The Institute of Company Secretaries of India with respect to Board and General meetings.

ii. The Listing Agreements entered into by the Company with National Stock Exchange of India Limited and BSE Limited read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the Audit Period, the Company has complied with the applicable laws, rules, regulations, guidelines, standards etc. as mentioned above, except for one instance where the Company has filed e-form beyond the due date, with additional fees.

I further report that:

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the Audit Period 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 by complying with prescribed procedure where the meetings are called with less than seven days' notice), 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 the Board Meetings and Committee Meetings are carried out unanimously, as recorded in the minutes.

I further report that:

- there are systems and processes in the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

- the Company during the Audit period, has a material unlisted subsidiaries viz. Exotech Plastics Private Limited and Walter Pack Automotive Products India Private Limited a separate Secretarial Audit Report has been issued by me for this entity.

C. Dwarakanath
Company Secretary in Practice
FCS No: 7723; CP No: 4847
UDIN: F007723F000413942
Peer Review Certificate No. 647/2020

Place: Bengaluru
Date: 20th May 2024

Note: This report is to be read with my letter of even date which is annexed as Annexure-2 hereto and forms an integral part of this report.

Annexure-1

LIST OF OTHER LAWS APPLICABLE

A. CORPORATE LAWS

1. The Depositories Act, 1996 and regulation and bye-laws there under

B. LABOUR LAWS

1. The Factories Act, 1948;
2. Child Labour (Prohibition and Regulation) Act, 1986;
3. Sexual Harassment at Workplace (Prevention, Prohibition and Redressal) Act, 2013;
4. The Contract Labour (Regulation and Abolition) Act, 1970;
5. The Employees' Provident Fund and Miscellaneous Provisions Act, 1952;
6. The Employees' State Insurance Act, 1948
7. The Employees' Compensation Act, 1923 and Workmen's Compensation Rules, 1924
8. The Equal Remuneration Act, 1976;
9. The Industrial Disputes Act, 1947;
10. The Industrial Employment (Standing Orders) Act, 1946;
11. The Maternity Benefit Act, 1961;
12. The Minimum Wages Act, 1948;
13. The Payment of Bonus Act, 1965;
14. The Payment of Gratuity Act, 1972;
15. The Payment of Wages Act, 1936;
16. The Employment Exchanges (Compulsory Notification of Vacancies) Act, 1959; and
17. The Labour Welfare Fund Act, 1965

C. TAXATION LAWS

1. The Income Tax Act, 1961;
2. Goods & Service Tax Act, 2017
3. The Customs Act, 1962;
4. Professional tax related state-wise legislation
5. Customs Tariff Act, 1975
6. Customs and Central Excise Duties Drawback Rules, 2017

D. INTELLECTUAL PROPERTY LAWS

1. The Trade Marks Act, 1999

E. ENVIRONMENTAL LAWS

1. The Water (Prevention and Control of Pollution) Act, 1974;
2. The Air (Prevention and Control of Pollution) Act, 1981;
3. The Environment Protection Act, 1986; and
4. Hazardous and other wastes (Management and Trasboundary Movement) Rules, 2016
5. Environment Impact Assessment Notification of 2006

F. MISCELLANEOUS LAWS

1. The Prevention of Money Laundering Act, 2002;
2. The Micro, Small and Medium Enterprises Development Act, 2006; and
3. The Competition Act, 2002

C. Dwarakanath
Company Secretary in Practice
FCS No: 7723; CP No: 4847
UDIN: F007723F000413942
Peer Review Certificate No. 647/2020

Place: Bengaluru
Date: 20th May 2024

Annexure-2

To,

The Members

S.J.S. Enterprises Limited

(CIN: L51909KA2005PLC036601)

Sy No 28/P16 of Agra village and

Sy No 85/P6 of B.M Kaval Village,

Kengeri Hobli, Bangalore,

Bangalore Rural, KA - 560082

My Secretarial Audit 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 the 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 random test basis to ensure that correct facts are reflected in the 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. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards etc., is the responsibility of the management of the Company. My examination was limited to the verification of procedures on random test basis.

5. Wherever required, I have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.

6. The list of laws applicable to the Company enclosed as Annexure-1 to the Secretarial Audit Report is as confirmed by the management of the Company. The Secretarial Audit Report is neither an assurance nor a confirmation that the list is exhaustive.

7. 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.

C. Dwarakanath
Company Secretary in Practice
FCS No: 7723; CP No: 4847
UDIN: F007723F000413942
Peer Review Certificate No. 647/2020

Place: Bengaluru
Date: 20th May 2024

ANNEXURE – E

INFORMATION RELATING TO ENERGY CONSERVATION, TECHNOLOGY ABSORPTION, AND FOREIGN EXCHANGE EARNINGS AND OUTGO FORMING PART OF DIRECTORS' REPORT IN TERMS OF SECTION 134(3)(m) OF THE COMPANIES ACT, 2013 READ WITH THE COMPANIES (ACCOUNTS) RULES, 2014

A) CONSERVATION OF ENERGY

The Company recognises the importance of Conservation of Energy and has made considerable efforts towards this goal. During the financial year, various measures were undertaken to conserve energy and promote sustainable practices, resulting in a significant reduction in energy consumption. Some of the key initiatives and achievements in this regard are as follows:

1. **LEED Gold Rated Manufacturing Facility:** In 2019, the company's manufacturing facility has been awarded the LEED Gold certification by the U.S. Green Building Council. This prestigious recognition highlights the facility's commitment to environmentally friendly and energy-efficient practices.

2. **Solar Power Generation:** The Company has invested in renewable energy sources, with a total installed capacity of the solar plant being 1.9 MWp. During the financial year, the solar plant generated 1,992,930 units of solar power. Through the utilisation of solar energy, the company has successfully decreased its dependence on traditional electricity sources.

3. **Rooftop Solar Power Panels and Solar Park:** A significant amount of the electricity needed for the manufacturing facility is generated from rooftop solar panels and a solar park situated within the factory premises. This renewable solar energy contributes to around 20% - 25% of the total electricity needs for the year.

4. **Wind Power Purchase:** In a commitment to increase reliance on renewable energy, the Company purchased 3,460,000 units of wind power during the financial year. This accounted for 43.33% of the total electricity requirement, a significant increase from the 7% recorded in the previous year. The shift to wind power resulted in cost savings of around ₹ 2.8 Mn.

5. **Reduced Electricity Purchase from BESCOM:** The Company has achieved notable strides in diminishing its reliance on electricity procured from the Bangalore Electricity Supply Company (BESCOM). The proportion of electricity purchased from BESCOM plummeted from 36.91% to 9.38% over the course of the financial year. The electricity consumption through BESCOM reduced 71.64% compared to previous year since the consumption from renewable energy increased.

6. **Increasing Renewable Energy:** The Company has made substantial progress in meeting its power requirements for manufacturing through the utilisation of renewable solar energy.

   A significant portion of the electricity needed during the year, approximately 67.61%, was supplied by third party power. Additional power purchases were made during the year, totaling an extra 25,62,479 KWH. This represents a 74.06% increase in third-party power purchases compared to the previous year, 2022-23.

   The Company achieved a significant milestone in its sustainability efforts by consuming 89.98% of its total energy from renewable sources.

7. **Carbon Emissions Reduction:** In line with its dedication to mitigating climate change, the Company has established a goal to double the reduction of carbon emissions in the fiscal year 2023-24 compared to the preceding fiscal year 2022-23. Notably, the Company is pleased to report a significant decline in emissions during the fiscal year 2023-24, showcasing a remarkable reduction of approximately 69.95% compared to the fiscal year 2022-23.

8. **ISO 50001 Certification on Energy Management System:** The Company's journey towards ISO 50001 certification began with a thorough assessment of our current energy use and identification of key areas for improvement. This involved a comprehensive analysis of our energy consumption patterns, the establishment of energy performance indicators, and the setting of energy efficiency targets.

   The implementation of ISO 50001 has led to the integration of energy management into our corporate culture. Employees at all levels have been engaged in energy-saving initiatives, and continuous training programs have been conducted to enhance awareness and skills related to energy management. The company has completed all necessary formalities and is in the final stages of obtaining the certification, which is expected to be received by the end of September.

9. **High Pressure Compressor and Machine Dryer Modifications:** To optimise energy usage, the Company invested in a high-pressure compressor, resulting in a remarkable 60% reduction in running costs, saving approximately 5,670 kWh per month and 68,040 kWh annually. Additionally, four machine dryers were modified with Variable Frequency Drives (VFDs) contributing to 30Hz, leading to a power saving of around 432 kWh per month and 4,800 kWh annually.

B) WATER CONSERVATION

The Company is equally committed to Water Conservation, and several initiatives were undertaken during the financial year to minimise water usage and promote responsible water management practices:

1. **Zero Water Purchase:** During the financial year, the Company reached a significant milestone by sourcing zero liters of water from external sources. This achievement was facilitated through the implementation of rainwater harvesting techniques and the maintenance of underground water reserves.

2. **Wastewater Recycling/Treatment:** In efforts to alleviate pressure on water resources, the Company introduced effective wastewater recycling and treatment methods. A notable 83.80% of wastewater underwent recycling via the Sewage Treatment Plant (STP), while 64.15% underwent recycling through the Effluent Treatment Plant (ETP).

3. **Chiller Water Bleed Out Reduction:** The Company actively monitored water parameters and optimised chiller operations, leading to a reduction in chiller water bleed out from 10,000 liters to 7,000 liters per day. This measure resulted in substantial water savings of around 90,000 liters per month.

   The Company remains committed to advancing its energy and water conservation efforts, leveraging renewable energy sources, and continually exploring innovative technologies to further reduce its environmental footprint. These initiatives are in line with the Company's vision to be a responsible and sustainable corporate entity. ***For more details on energy and water consumption analysis, please refer Principle 6 of the Business Responsibility and Sustainability Reporting (BRSR).***

C) TECHNOLOGY ABSORPTION

During the financial year, the Company made continuous efforts towards technology absorption, including the procurement of latest technology machines and implementation of Kaizen/process improvements. These endeavors resulted in improved quality, process efficiency, product development, increased production output, reduced rejections, enhanced employee health and safety, cost reduction, higher customer satisfaction, and overall organisational growth.

D) FOREIGN EXCHANGE EARNINGS AND OUTGO

The details of foreign exchange earnings / outgo during the financial year are as follows:

PARTICULARS	2023-24 (₹ in Mn)	2022-23 (₹ in Mn)
Inflow in Foreign Currency	456.14	315.78
Outflow in Foreign Currency	403.73	343.78

For & on behalf of the Board of Directors

K.A. Joseph	**Sanjay Thapar**
Managing Director	CEO & Executive Director
DIN: 00784084	DIN: 01029851

Place: Bengaluru
Dated: 20th May, 2024

ANNEXURE – F

STATEMENT OF DISCLOSURE OF REMUNERATION UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 AND RULE 5(1) OF COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

(a) The ratio of remuneration of each director to the median remuneration of the employees of the Company and percentage increase in remuneration of each director, CFO, CEO, Company Secretary or Manager, if any, in the financial year:

Name	Designation	Remuneration of Director for financial year 2023-24 (₹ in Mn.)	Ratio of Remuneration of each Director to the median remuneration of employees for financial year 2023-24	% Increase in remuneration
Non-Executive Directors				
Mr. Ramesh C Jain	Chairman & Independent Director	1.43	3.29	N.A.
Mrs. Veni Thapar	Independent Director	1.83	4.22	N.A.
Mr. Matthias Frenzel	Independent Director	1.05	2.43	N.A.
Mr. Vishal Sharma	Nominee Director	Nil	Nil	N.A.
Mr. Kazi Arif Uz Zaman	Nominee Director	Nil	Nil	N.A.
Executive Directors and Key Managerial Personnel				
Mr. K A Joseph	Managing Director	29.18	67.43	10%
Mr. Sanjay Thapar	CEO & Executive Director	49.07	113.38	10%
Mr. Kevin K Joseph	Executive Director	3.00	6.93	150%
Mr. Mahendra Kumar Naredi	Chief Financial Officer	13.96	32.25	13%
Mr. Thabraz Hushain W	Company Secretary & Compliance Officer	1.73	4.00	20%

Note: Independent directors were paid remuneration by way of sitting fees

(b) The percentage increase in the median remuneration of employees in the financial year:
10%

(c) The number of permanent employees on the rolls of Company:
Permanent employees on the rolls of the Company as on 31st March 2024 were 501

(d) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:
Average percentage increase made in the salaries of employees other than the managerial personnel in the financial year was 6.10% whereas the increase in the managerial remuneration for the financial year was Nil.

The increment given to each individual employee is based on the employees' potential, experience, performance and contribution to the Company's growth over a period of time and also benchmarked against Industry standard.

(e) Affirmation that the remuneration is as per the remuneration policy of the company: Yes

ANNEXURE - G

DETAILS OF S.J.S. ENTERPRISES – EMPLOYEE STOCK OPTION PLAN – 2021

[Pursuant to the provisions of Section 62 of the Companies Act, 2013, read with Rule 12 of The Companies (Share Capital and Debentures) Rules, 2014 and Part F of Schedule I of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021]

The Company, pursuant to resolution passed by the Board on 12th July 2021 and the resolution passed by the members on 14th July 2021, adopted S.J.S. Enterprises – Employee Stock Option Plan – 2021 ("ESOP 2021") to create, offer, issue and allot in one or more tranches, stock options which are convertible into Equity Shares. ESOP 2021 was further amended pursuant to a resolution passed by the Board on 24th September 2021 and the resolution passed by the members on 27th September 2021.

Subsequently, pursuant to an IPO, the equity shares of the Company were listed on the BSE and NSE with effect from 15th November 2021. Accordingly, in terms of the Regulation 12(1) of the SEBI (Share Based Employee Benefits & Sweat Equity) Regulations, 2021, the Company obtained approval from its shareholders through postal ballot on 29th March 2022 for ratification of the ESOP 2021 and further amended pursuant to a resolution passed by the Board on 04th August, 2022.

Note: All the above approvals were based on the recommendations of Nomination and Remuneration Committee ("NRC Committee").

The purpose of ESOP 2021 is to reward the employees of the Company and its Subsidiaries any successor company thereof, for their association, retention, dedication and contribution to the goals of the Company. The aggregate number of Equity Shares issued under ESOP 2021, upon exercise, shall not exceed 2,435,000 Equity Shares at such price and on such terms and conditions as may be fixed or determined by the NRC Committee.

18,57,000 Employee stock options have been granted to a total of 336 employees of the Company and its subsidiaries under ESOP 2021 across various levels, of which 2,47,000 options of 75 employees have been forfeited due to resignation.

Details of ESOP		ESOP 2021
1.	**Description of each ESOP that existed at any time during the year:**	
	Date of Shareholders approval	Refer above Para 1 & 2 above
	Total number of options approved under ESOP 2021	2,435,000
	Vesting requirement	• Options granted under ESOP 2021 shall vest not earlier than One year and not later than maximum Vesting Period of Five years from the date of Grant. • Vesting of Options would be subject to compliance with Vesting Condition(s) specified in the Grant Letter as well as continued employment with the Company including Subsidiary(ies), as relevant (please refer below "Variation in terms of options").
	Exercise price/Pricing Formula	The exercise price will be determined by the NRC Committee from time to time in accordance with the by SEBI regulation. Note: The specific Exercise Price will be stated in the grant letter
	Minimum term of options granted (years)	• Options granted under ESOP 2021 shall vest not earlier than One year and not later than maximum Vesting Period of Five years from the date of Grant. • Vesting of Options would be subject to compliance with Vesting Condition(s) specified in the Grant Letter as well as continued employment with the Company including Subsidiary(ies), as relevant (please refer below "Variation in terms of options").
	Source of shares	• NRC Committee shall, in accordance with this Plan and applicable laws, determine the source of shares during the time of exercise of options
	Variation in terms of options	Variations pertain only to the Vesting Period as follows: • All employees: after completion of 3rd year - 50%, after completion of 4th year - 25%, after completion of 5th year - 25%, • Mr. Sanjay Thapar: After completion of 3rd year (Only for the 4,50,000 options grant before IPO)

Details of ESOP		ESOP 2021
2.	**Method used to account for ESOP:** The Company has calculated the employee compensation cost using the Fair value method of accounting for the Options granted.	
3.	**Option Movement during the year:**	
	Number of options outstanding at the beginning of the year	1,313,500
	Number of options granted during the year	309,000
	Number of options forfeited/lapsed during the year	12,500
	No. of options vested during the year	Nil
	Number of options exercised during the year	Nil
	Total number of shares arising as a result of exercise of options	Nil
	Money realised by exercise of options	Nil
	Number of options outstanding at the end of the year	1,610,000
	Number of options exercisable at the end of the year	Nil
4	**Weighted-average exercise price of options granted during the year whose:**	
	Weighted average price equals market price Exercise price is greater than market price Exercise price is less than market price	Please refer to the Note No. 39 of the Standalone Financial Statements and Note No. 39 of the Consolidated Financial Statements of the Company for the financial year ended 31st March 2024.
	Exercise price equals market price Exercise price is greater than market price Exercise price is less than market price	
5	**Employee-wise details of options granted during the FY 2023-24 to:**	
	Senior Managerial personnel / Key Managerial Personnel	Mr. Roy Mathew – Whole-Time Director at Walter Pack Automotive Products India Private Limited ("Subsidiary") – 1,00,000
	Employees who were granted, during any one year, options amounting to 5% or more of the options granted during the year	Nil
	Identified employees who were granted options, during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant	Nil

Method and Assumptions used to estimate the fair value of options granted during the year:
The fair value has been calculated using the Black Scholes Option Pricing Model. The Assumptions used in the model are as follows:

Particulars	ESOP 2021
Grant date	Please refer to the Note No. 39 of the Standalone Financial Statements and Note No. 39 of the Consolidated Financial Statements of the Company for the financial year ended 31st March 2024.
Weighted average fair value of options granted Exercise price	
Share price at the grant date	
Expected volatility	
Expected option life	
Risk free interest rate	
Expected dividend yield	

For & on behalf of the Board of Directors

K.A. Joseph
Managing Director
DIN: 00784084

Sanjay Thapar
CEO & Executive Director
DIN: 01029851

Place: Bengaluru
Dated: 20th May, 2024

Corporate Governance Report

In terms of SEBI (LODR) Regulations, 2015, the details of compliance for the year ended 31st March 2024.

A BRIEF STATEMENT ON COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

S.J.S. Enterprises Limited (hereinafter "Company") believes that good corporate governance drives the direction and control of the affairs of the Company in an efficient manner and helps in achieving the goal of maximising the value of Company's stakeholders in a sustainable manner. Company's Governance framework is built on transparency, integrity, ethics, honesty and accountability as core values, and the management believes that practice of each of these creates the right corporate culture, fulfilling the purpose of Corporate Governance.

Key tools devised for achieving the enshrined objectives are a well-defined code of conduct, robust internal and financial controls, systems, transparency, risk management procedures/ systems; communications, ESH standards, product quality standards, etc., which are properly implemented through continuous review process and mechanism setup for the said purpose.

BOARD OF DIRECTORS

The Board of the Company consists of eminent individuals with optimum balance of Executive Directors and Non-Executive Directors, having professional expertise from different fields including but not limited to, technical, business strategy and management, marketing, finance, governance, supply chain management and thus meets the requirements of the Board diversity.

COMPOSITION AND CATEGORY OF DIRECTORS

The Chairman is a Non-Executive Independent Director and the Board comprises of an optimum combination of Executive, Non-Executive Directors including Woman Director as required under the Companies Act, 2013 ("the Act") and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"). As on the end of the financial year 2023-24 and as on date, the Board comprises of six (6) Directors, out of which three (3) are Independent Directors (including an independent woman director) and three (3) are Executive Directors, of whom two (2) directors belong to the Promoter Category.

The composition of board is covered in the Directors' Report, please refer to the heading "BOARD OF DIRECTORS" for more details.

The Board further confirms that in its opinion, the Independent Directors fulfil the conditions specified in SEBI Listing Regulations and are independent from the management of the Company.

While appointing new Directors on the Board, the Nomination and Remuneration Committee of the Board considers the qualifications, positive attributes and independence as per the criteria laid down in that behalf and recommends to the Board, for its consideration, the appointment of such identified Directors.

The Board, inter alia, provides leadership, strategic guidance, objective and independent view / judgment to the Company's management. The Board meets at regular intervals for planning, assessing and evaluating all important business.

The Board members are updated from time to time, on the Company's procedures and policies as per the familiarisation program devised in that behalf by the Company, copy of the same is available on the Company's website at www://sjsindia.com/investors.html#policies.

None of the Board of Directors of the Company are Director in more than twenty (20) companies or Director in more than ten (10) public companies (including private companies that are either holding or subsidiary company of a public company) or Director in more than seven (7) listed companies.

None of the Board of Directors of the Company is a member in more than 10 committees or Chairman of more than 5 committees as specified under SEBI Listing Regulations, across all the listed / public limited companies in which he/ she is a Director.

None of the Independent Directors have any material pecuniary relationship or transaction with the Company, its holding, associate or subsidiary companies. The Board confirms that the Independent Directors fulfill the conditions specified in SEBI Listing Regulations and the Act and that they are Independent of the management.

As per the information available with the Company, except Mr. K A Joseph and Mr. Kevin K Joseph, none of the Directors are related to each other.

BOARD MEETINGS

The Board meets at regular intervals to discuss and decide on business strategies/policies and review the financial performance of the Company. The notice and detailed agenda along with the relevant notes and other material information are sent in advance to each Director (in compliance with the Act and the Articles of Association of the Company in case of meetings being held at a short notice) and in exceptional cases, tabled at the meeting with the approval of the Board. This ensures timely and informed decisions by the Board. The Board reviews the performance of the Company vis-à-vis the budgets/targets.

During the financial year 2023-24, the Board of Directors of the Company duly met eight (08) times as depicted below on 25th April 2023, 27th April 2023, 03rd May 2023, 15th May 2023, 26th July 2023, 07th November 2023, 14th December 2023 and 01st February 2024.

The interval between any two meetings of the Board was well within the maximum period mentioned under Section 173 of the Act and the SEBI Listing Regulations.

Information on various important business proposals including the information as stipulated in Schedule II of the SEBI Listing Regulations and recommendations of various committees have been placed before the Board for its consideration. During the financial year 2023-24, the Board has accepted all the recommendations from the Committees.

Attendance of Directors at the Board Meetings held during the financial year 2023-24 and the last Annual General Meeting held on 04th September, 2023 and the number of other Directorship(s) and Committee Membership(s) or Chairpersonship(s) held by Directors are as follows:

Directors of the Company as of 31st March 2024:

Name of the Director Designation / Category	No. of Board Meetings		Whether attended AGM	[1]No. of other Directorships held in other companies as on 31.03.2024	[2,3&4]No. of Board/ Committee in which director is a Member / Chairperson as on 31.03.2024	
	Liable to attend	Attended			Member	Chairperson
Mr. Ramesh C Jain Chairman & Independent Director	08	08	Yes	6	3	1
Mr. K A Joseph Managing Director	08	08	Yes	2	1	-
Mr. Sanjay Thapar CEO & Executive Director	08	08	Yes	3	2	-
Mr. Kevin K Joseph Executive Director	08	08	Yes	-	-	-
Mrs. Veni Thapar Independent Director	08	08	Yes	3	5	-
Mr. Matthias Frenzel Independent Director	08	08	Yes	-	1	-

*Notes:-

1. Directorships exclude companies incorporated outside India, Section 8 Company under the Companies Act, 2013.
2. For the purpose of membership in Committees, private limited companies, foreign companies, high value debt listed entities and companies under Section 8 of the Companies Act, 2013 shall be excluded.
3. As required by Regulation 26(1) of the SEBI Listing Regulations, the disclosure includes membership(s)/ chairpersonship(s) of the Audit Committee and Stakeholders' Relationship Committee in Indian Public Companies (listed and unlisted) including membership(s)/ chairpersonship(s) in the Company.
4. Membership(s) of Committees includes chairpersonship(s), if any.

Corporate Governance Report (Contd.)

Number of directors resigned during the year:

Name of the Director Designation / Category	No. of Board Meetings		Remarks
	Liable to attend	Attended	
Mr. Vishal Sharma Nominee Director	05	05	Mr. Vishal Sharma (DIN: 01599024) and Mr. Kazi Arif UZ Zaman (DIN: 00237331) have stepped down from their positions as Non-Executive, Nominee Directors (Nominee Directors of Evergraph Holdings Pte Ltd) on the Company's Board, effective from 27th September, 2023.
Mr. Kazi Arif Uz Zaman Nominee Director	05	05	

Number of Meetings held and attendance of the Directors

The details of Meetings held and attended by the directors during the financial year 2023-24 are given below:

Name of the Director Designation / Category	Meeting No.								No. of Meetings during the year 2023-24	
	1	2	3	4	5	6	7	8		
	25th April 2023	27th April 2023	03rd May 2023	15th May 2023	26th July 2023	07th November 2023	14th December 2023	01st February 2024	Liable to attend	Attended
Mr. Ramesh C Jain Chairman & Independent Director	VC	VC	VC	VC	VC	VC	P	VC	08	08
Mr. K A Joseph Managing Director	VC	VC	VC	P	P	P	P	VC	08	08
Mr. Sanjay Thapar CEO & Executive Director	VC	VC	VC	P	P	P	P	VC	08	08
Mr. Kevin K Joseph Executive Director	VC	VC	VC	VC	VC	VC	P	VC	08	08
#Mr. Vishal Sharma Nominee Director	VC	VC	VC	VC	VC	NA	NA	NA	05	05
#Mr. Kazi Arif Uz Zaman Nominee Director	VC	VC	VC	VC	VC	NA	NA	NA	05	05
Mrs. Veni Thapar Independent Director	VC	VC	VC	VC	VC	VC	P	VC	08	08
Mr. Matthias Frenzel Independent Director	VC	VC	VC	VC	VC	VC	VC	VC	08	08

Note:

P - Present in person

VC - Attended through Video/Audio Visual Means

- Mr. Vishal Sharma has been a member of the Board until 27th September 2023.

- Mr. Kazi Arif Uz Zaman has been a member of the Board until 27th September 2023.

Details of the other listed entities where the Directors hold directorship

Name of the Director and DIN	Name of the listed entity	Category of Directorship
Mr. Ramesh C Jain DIN: 00038529	Frick India Limited	Independent and Non-Executive Director
Mr. K A Joseph DIN: 00784084	Nil	NA
Mr. Sanjay Thapar DIN: 01029851	Nil	NA

Name of the Director and DIN	Name of the listed entity	Category of Directorship
Mr. Kevin K Joseph DIN: 09206689	Nil	NA
Mr. Vishal Sharma DIN: 01599024	Nil	NA
Mr. Kazi Arif Uz Zaman DIN: 00237331	Nil	NA
Mrs. Veni Thapar DIN: 01811724	Bank of India	Independent Director (Shareholder Director)
Mr. Matthias Frenzel DIN: 09168925	Nil	NA

Separate Meeting of Independent Directors:

A meeting of the Independent Directors was held on 27th February 2024 and inter alia, discussion on matters pertaining to performance review of the Board, Chairman and Non-Independent Directors took place.

List of Core skills/ expertise/ competencies as identified by the Board of Directors:

The Board comprises of highly qualified members possessing required skills, expertise and competence in making effective contributions towards the growth of the Company. Leadership, Industry knowledge, Technical, Production, Sales and Marketing experience, are the key core skill / expertise / competence, in the context of the Company's business apart from governance, finance, taxation and regulatory affairs functions. In the opinion of the Board, these skills are available with the Board and the following chart / matrix depicts the aforesaid skills/expertise/competence possessed by the Board:

Sl. No	Director Name	Industry knowledge	Technical, Production, Sales and Marketing	People practices/ Leadership	Governance, Risk and Compliance	Accounts, Audit, Finance and Taxation
1.	Mr. Ramesh C Jain Chairman & Independent Director	P	P	E	E	E
2.	Mr. K A Joseph Managing Director	E	E	E	P	P
3.	Mr. Sanjay Thapar CEO & Executive Director	E	E	E	P	P
4.	Mr. Kevin K Joseph Executive Director	P	P	P	P	P
5.	Mrs. Veni Thapar Independent Director	P	P	E	E	E
6.	Mr. Matthias Frenzel Independent Director	E	E	E	P	P

Note:

E – Expert

P – Proficient

AUDIT COMMITTEE:

The constitution and terms of reference of the Audit Committee are in compliance with Section 177 of the Act and Regulation 18 of the SEBI Listing Regulations, as applicable.

Composition of Audit Committee

The composition of the Audit Committee as on 31st March 2024 is given below:

Name	Position on the Committee	Designation
Mrs. Veni Thapar	Chairperson	Independent Director
Mr. Ramesh C Jain	Member	Chairman & Independent Director
Mr. Sanjay Thapar	Member	Member

Note:

1. Mr. Vishal Sharma has been a member of the committee until 27th September 2023.
2. Mr. Sanjay Thapar has been appointed as a member of the committee with effect from 18th October 2023.

The Audit Committee was constituted by the Board of Directors at their meeting held on 12th July 2021 and it was reconstituted on 18th October 2023, through a circular resolution, with Mr. Sanjay Thapar joining the committee in place of Mr. Vishal Sharma. The scope and functions of the Audit Committee are in accordance with Section 177 of the Act and the SEBI Listing Regulations.

During the financial year 2023-24, the Audit Committee of the Company duly met five (05) times as depicted below on 25th April 2023, 15th May 2023, 26th July 2023, 07th November 2023, and 01st February 2024.

The gap between any two meetings did not exceed one hundred and twenty days and necessary quorum was present at all meetings.

The Chairperson is a fellow member of the Institute of Chartered Accountants of India and the qualified Cost Accountant from the Institute of Cost Accountants and a Certified Information Systems Auditor from the Information Systems and Audit Control Association, USA. All the members of the committee are financially literate. Accordingly, the Composition of the Audit Committee is in conformity with Section 177 of the Act and the SEBI Listing Regulations.

Mr. Thabraz Hushain. W, Company Secretary and Compliance Officer of the Company, acts as the Secretary to the Committee.

Number of Meetings held and attendance of the Members

The details of Meetings held and attended by the members during the financial year 2023-24 are given below:

Name of Members	Meeting 1	Meeting 2	Meeting 3	Meeting 4	Meeting 5	No. of Meetings during the year 2023-24	
	25th April 2023	15th May 2023	26th July 2023	07th November 2023	01st February 2024	Liable to attend	Attended
Mrs. Veni Thapar	VC	VC	VC	VC	VC	5	5
Mr. Ramesh C Jain	VC	VC	VC	VC	VC	5	5
*Mr. Sanjay Thapar	NA	NA	NA	P	VC	2	2
#Mr. Vishal Sharma	VC	VC	VC	NA	NA	3	3

Note:

P – Present in person

VC – Attended through Video/Audio Visual Means

Mr. Vishal Sharma has been a member of the committee until 27th September 2023.

* Mr. Sanjay Thapar has been appointed as a member of the committee with effect from 18th October 2023.

Terms of Reference

The terms of reference of the Audit Committee include:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

2. Recommendation to the board of directors of the Company (the "Board") for appointment, replacement, reappointment, remuneration and terms of appointment of auditors of the Company;

3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;

4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:

    a) Matters required to be included in the director's responsibility statement to be included in the Board's report, in terms of Section 134(3)(c) of the Companies Act, 2013, as amended;

    b) Changes, if any, in accounting policies and practices and reasons for the same;

    c) Major accounting entries involving estimates based on the exercise of judgment by management;

    d) Significant adjustments made in the financial statements arising out of audit findings;

    e) Compliance with listing and other legal requirements relating to financial statements;

    f) Disclosure of any related party transactions; and

    g) Qualifications and modified opinion(s) in the draft audit report.

5. Reviewing, with the management, the quarterly, half-yearly and annual financial statements before submission to the Board for approval;

6. Examination of the financial statement and auditor's report thereon;

7. Monitoring the end use of funds raised through public offers and related matters;

8. Reviewing, with the management, the statement of uses/application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document/prospectus/notice and making appropriate recommendations to the Board to take up steps in this matter;

9. Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;

10. Approval or any subsequent modification of transactions of the Company with related parties;

11. Scrutiny of inter-corporate loans and investments;

12. Valuation of undertakings or assets of the Company, wherever it is necessary;

13. Evaluation of internal financial controls and risk management systems;

14. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;

15. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;

16. Discussion with internal auditors of any significant findings and follow up thereon;

17. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;

18. Discussion with statutory auditors, internal auditors, secretarial auditors and cost auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

19. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

20. To review the functioning of the whistle blower mechanism;

21. Approval of appointment of chief financial officer, or any other person heading the finance function or discharging that function, after assessing the qualifications, experience and background, etc. of the candidate;

22. Ensuring that an information system audit of the internal systems and process is conducted at least once in two years to assess operational risks faced by the Company;

23. Establishing a vigil mechanism/ whistle blower policy for directors and employees to report their genuine concerns or grievances;

24. Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the Company and its shareholders;

25. Reviewing the utilisation of loan and/or advances from investment by the holding company in the subsidiary exceeding rupees 100 Crs or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments; and

26. Carrying out any other function as may be required / mandated by the Board from time to time and/ or mandated as per the provisions of the Securities and Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Companies Act, 2013, as amended (including Section 177), the listing agreements to be entered into between the Company and the respective stock exchanges on which the equity shares of the Company are proposed to be listed and/or any other applicable laws.

    The Audit Committee shall mandatorily review the following information:

    (1) management discussion and analysis of financial condition and results of operations;

    (2) statement of significant related party transactions (as defined by the Audit Committee), submitted by management;

    (3) management letters / letters of internal control weaknesses issued by the statutory auditors;

    (4) internal audit reports relating to internal control weaknesses;

    (5) the appointment, removal and terms of remuneration of the internal auditor shall be subject to review by the Audit Committee; and

    (6) the examination of the financial statements and the auditors' report thereon; and

    (7) statement of deviations as and when becomes applicable:

    (a) quarterly statement of deviation(s) submitted to stock exchange(s) in terms of Regulation 32(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

    (b) Annual statement of funds utilised for purposes other than those stated in the offer document/ prospectus/notice in terms of Regulation 32(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

    The powers of the Audit Committee will include the following:

    (1) to investigate activity within its terms of reference;

    (2) to seek information from any employees;

    (3) to obtain outside legal or other professional advice; and

    (4) to secure attendance of outsiders with relevant expertise, if it considers necessary.

NOMINATION AND REMUNERATION COMMITTEE:

The constitution and the terms of reference of the Nomination and Remuneration Committee ('"NRC") are in compliance with Section 178(1) of the Act and Regulation 19 of the SEBI Listing Regulations as at the end of the financial year 2023-24.

Composition of NRC

The composition of the NRC as on 31st March 2024 is given below:

Name	Position on the Committee	Designation
Mrs. Veni Thapar	Chairperson	Independent Director Chairman &
Mr. Ramesh C Jain	Member	Independent Director
Mr. Matthias Frenzel	Member	Independent Director

Note:

1. Mr. Vishal Sharma has been a member of the committee until 27th September 2023.
2. Mr. Matthias Frenzel has been appointed as a member of the committee with effect from 18th October 2023.

The NRC was constituted by the Board of Directors at their meeting held on 12th July 2021 and it was reconstituted on 18th October 2023, through a circular resolution, with Mr. Matthias Frenzel joining the committee in place of Mr. Vishal Sharma. The scope and functions of the NRC is in accordance with Section 178 of the Act and the SEBI Listing Regulations.

During the financial year 2023-24, the NRC of the Company duly met five (5) times on 15th May 2023, 21st July 2023, 26th July 2023, 06th November 2023 and 27th February 2024.

The constitution and composition of the Committee satisfy the requirements of Section 178 of the Act, read with SEBI Listing Regulations as at the end of the financial year 2023-24.

Mr. Thabraz Hushain. W, Company Secretary and Compliance Officer of the Company, acts as the Secretary to the Committee.

Number of Meetings held and attendance of the Members

The details of Meetings held and attended by the members during the financial year 2023-24 are given below:

Name of Members	Meeting 1	Meeting 2	Meeting 3	Meeting 4	Meeting 5	No. of Meetings during the year 2023-24	
	15th May 2023,	21st July 2023	26th July 2023	06th November 2023	27th February 2024	Liable to attend	Attended
Mrs. Veni Thapar	VC	VC	VC	VC	VC	5	5
Mr. Ramesh C Jain	VC	VC	VC	VC	VC	5	5
*Mr. Matthias Frenzel	NA	NA	NA	VC	VC	2	2
#Mr. Vishal Sharma	VC	VC	VC	NA	NA	3	3

Note:

VC – Attended through Video/Audio Visual Means

Mr. Vishal Sharma has been a member of the committee until 27th September 2023.

* Mr. Matthias Frenzel has been appointed as a member of the committee with effect from 18th October 2023.

Terms of Reference

The terms of reference of the NRC are as follows:

1. Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to, the remuneration of the directors, key managerial personnel and other employees;

   The Nomination and Remuneration Committee, while formulating the above policy, should ensure that:

   (i) the level and composition of remuneration be reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully;

   (ii) relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and

   (iii) remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals;

2. Formulating criteria for evaluation of performance of independent directors and the board of directors of the Company (the "Board");

3. Devising a policy on diversity of Board;

4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal and carrying out evaluation of every director's performance and specifying the manner for effective evaluation of performance of Board, its committees and individual directors, to be carried out either by the Board, by the Nomination and

Remuneration Committee or by an independent external agency and reviewing its implementation and compliance;

5. Extending or continuing the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;

6. Recommending to the Board, all remuneration, in whatever form, payable to senior management;

7. Administering, monitoring and formulating detailed terms and conditions of the Company's ESOP plan;

8. Performing such functions as are required to be performed by the compensation committee under the Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021, as amended;

9. Engaging the services of any consultant/professional or other agency for the purpose of recommending compensation structure/policy;

10. Analyzing, monitoring and reviewing various human resource and compensation matters;

11. Reviewing and approving compensation strategy from time to time in the context of the then current Indian market in accordance with applicable laws;

12. Framing suitable policies and systems to ensure that there is no violation, by an employee of any applicable laws in India or overseas, including:

    (i) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended; or

    (ii) The Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to the Securities Market) Regulations, 2003, as amended;

13. Carrying out any other function as may be required/ mandated by the Board from time to time and/ or mandated as per the provisions of the Securities and Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations, 2015, the Companies Act, 2013, each as amended, the listing agreements to be entered into between the Company and the respective stock exchanges on which the equity shares of the Company are proposed to be listed and/or any other applicable laws; and

14. Performing such other functions as may be necessary or appropriate for the performance of its duties.

Details of shareholdings of the Directors who are holding shares in the Company as of 31st March 2024:

Name	No. of Shares of ₹ 10/- each	% of Holding
Mr. Ramesh C Jain	Nil	NA
#Mr. K A Joseph	55,51,244	16.92%
Mr. Sanjay Thapar	5	Negligible
Mr. Kevin K Joseph	100	Negligible
Mrs. Veni Thapar	Nil	NA
Mr. Matthias Frenzel	Nil	NA

Note:

Evergraph Holdings Pte Ltd has agreed to sell 14,36,337 equity shares of the Company, representing 4.63% of the total share capital, to Mr. KA Joseph under the terms outlined in the Letter Agreement dated 23rd February 2024. However, on 29th February 2024, in the first tranche, Evergraph transferred 9,00,000 equity shares (2.90%) to Mr. KA Joseph.

As a result of a Corporate Action awaiting processing by NSDL, the shares were credited to Mr. K A Joseph's account on 04th April 2024, following this acquisition of 9,00,000 equity shares (2.90%), Mr. K A Joseph's holds post-acquisition at 6,151,244 equity shares, representing 19.82% of the share capital of the company.

Performance Evaluation Criteria are determined and evaluated by the NRC:

The Act and SEBI Listing Regulations mandates evaluation of performance of Independent Directors, Non-Independent Directors and Chairperson. The Act states that a formal annual evaluation needs to be done by the Board of its own performance and that of its committees and individual Directors.

The performance evaluation criteria for Independent Directors: The Schedule IV to the Act, states that the performance evaluation of Independent Directors shall be done by the entire Board of Directors, excluding the Director being evaluated. The evaluation of the performance of the Independent Directors is based on their qualification, experience, knowledge and competency, ability to fulfill allotted functions / roles, ability to function as a team, pro-activeness, participation and attendance, commitment, contribution, integrity, independence from the Company and ability to articulate independent views and judgement. Accordingly, the performance evaluation of the Independent Directors was carried out by the entire Board, excluding the Director being evaluated.

The performance of the Board as a whole was evaluated by the Board after seeking inputs from all the Directors by way of a questionnaire on the basis of criteria such as the Board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the Committees of the Board was evaluated by the Board after seeking inputs from the committee members by way of a questionnaire on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.

The NRC has evaluated the performance of every individual Director by way of a questionnaire on the basis of the criteria approved by the Board.

Remuneration to Directors:

The Company has formulated nomination and remuneration policy to provide a framework for remuneration of members of the board of directors, key managerial personnel, and other employees of the Company.

This Policy is guided by the principles and objectives as enumerated in Section 178 (3) of the Act and the rules made thereunder, and Regulation 19 read with Part D of Schedule II of the SEBI Listing Regulations, to ensure reasonableness and sufficiency of remuneration to attract, retain and motivate competent resources, a clear relationship of remuneration to performance and a balance between rewarding short and long-term performance of the Company.

This Policy reflects the remuneration philosophy and principles of the Company and considers the pay and employment conditions with peers / competitive market to ensure that pay structures are appropriately aligned. The Nomination & Remuneration Policy of the Company is available on the website of the Company at https://www.sjsindia.com/investors.html#policies.

Statement of disclosure of remuneration under Section 197(12) of the Act and Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed as Annexure – F to the Directors' Report.

The details of Remuneration paid to Directors during the financial year 2023-24 are given below:

(₹ in Mn)

Director	Designation	Salary	Perquisites (ESOP)	Commission	Performance Linked Incentive	Sitting Fees	Total
Mr. Ramesh C Jain	Chairman & Independent Director	-	-	-	-	1.43	1.43
Mr. K A Joseph	Managing Director	29.18	-	-	-	-	29.18
Mr. Sanjay Thapar	CEO & Executive Director	29.18	19.89	-	-	-	49.07
Mr. Kevin K Joseph	Executive Director	3.00	-	-	-	-	3.00
*Mr. Vishal Sharma	Nominee Director	-	-	-	-	-	-
*Mr. Kazi Arif Uz Zaman	Nominee Director	-	-	-	-	-	-
Mrs. Veni Thapar	Independent Director	-	-	-	-	1.83	1.83
Mr. Matthias Frenzel	Independent Director	-	-	-	-	1.05	1.05

Note:

* Mr. Vishal Sharma and Mr. Kazi Arif UZ Zaman have stepped down from their positions as Non-Executive, Nominee Directors on the Company's Board, effective from 27th September, 2023.

STAKEHOLDERS' RELATIONSHIP COMMITTEE:

The constitution and the terms of reference of the Stakeholders' Relationship Committee ("SRC") are in compliance with Section 178 of the Act and Regulation 20 of the SEBI Listing Regulations.

Composition of SRC

The composition of the SRC as on 31st March 2023 is given below:

Name	Position on the Committee	Designation
Mr. Matthias Frenzel	Chairman	Independent Director
Mr. K A Joseph	Member	Managing Director
Mr. Sanjay Thapar	Member	CEO & Executive Director
Mr. Veni Thapar	Member	Independent Director

Note:

1. Mr. Kazi Arif Uz Zaman has been a member of the committee until 27th September 2023.
2. Mrs. Veni Thapar has been appointed as a member of the committee with effect from 28th March 2024.

The SRC was constituted by the Board of Directors at their meeting held on 12th July 2021 and it was reconstituted on 28th March 2024, through a circular resolution, with Mrs. Veni Thapar joining the committee in place of Mr. Kazi Arif Uz Zaman. The scope and functions of the SRC is in accordance with Section 178 of the Act and the SEBI Listing Regulations.

During the financial year 2023-24, the SRC of the Company duly met one (1) time on 27th February 2024.

The constitution and composition of the Committee satisfy the requirements of Section 178 of the Act, read with SEBI Listing Regulations.

Number of Meetings held and attendance of the Members

The details of Meetings held and attended by the members during the financial year 2023-24 are given below:

Name of Members	Meeting 1	No. of Meetings during the year 2023-24	
	27th February 2024	Liable to attend	Attended
Mr. Matthias Frenzel	VC	1	1
Mr. K A Joseph	VC	1	1
Mr. Sanjay Thapar	VC	1	1
#Mr. Kazi Arif Uz Zaman	NA	NA	NA
*Mrs. Veni Thapar	NA	NA	NA

Note:

VC – Attended through Video/Audio Visual Means

Mr. Kazi Arif Uz Zaman has been a member of the committee until 27th September 2023.

* Mrs. Veni Thapar has been appointed as a member of the committee with effect from 28th March 2024.

Terms of Reference

The terms of reference of the SRC are as follows:

1) To resolve the grievances of the security holders of the Company including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc., and assisting with quarterly reporting of such complaints;

2) To review measures taken for effective exercise of voting rights by shareholders;

3) To review adherence to the service standards adopted by the Company in respect of various services being rendered by the registrar and share transfer agent;

4) To review the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company;

5) To formulate procedures in line with the statutory guidelines to ensure speedy disposal of various requests received from shareholders from time to time;

6) To approve, register, refuse to register transfer or transmission of shares and other securities;

7) To sub-divide, consolidate and/or replace any share or other securities certificate(s) of the Company;

8) To issue duplicate share or other security(ies) certificate(s) in lieu of the original share/security(ies) certificate(s) of the Company; and

9) Carrying out such other functions as may be specified by the Board from time to time or specified/provided under the Companies Act, 2013 or the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, each as amended or by any other regulatory authority.

Details of complaints received and redressed during the financial year 2023-24:

Pending at the beginning of the financial year	Received during the financial year	Disposed off during the financial year	Number of complaints not solved to the satisfaction of shareholders	Pending at the end of the financial year
Nil	Nil	Nil	Nil	Nil

Name and designation of the Compliance Officer

Name	Designation and Contact Details
Thabraz Hushain W	Company Secretary & Compliance Officer Contact No.: +91 80 6194 0777 E-mail: compliance@sjsindia.com

RISK MANAGEMENT COMMITTEE

The constitution and the terms of reference of the Risk Management Committee ("RMC") are in compliance with the Regulation 21 and Schedule II Part D (C) of the SEBI Listing Regulations respectively.

Composition of RMC

The composition of the RMC as on 31st March 2024 is given below:

Name	Position on the Committee	Designation
Mr. Sanjay Thapar	Chairperson	CEO & Executive Director
Mrs. Veni Thapar	Member	Independent Director
Mr. K A Joseph	Member	Managing Director

Note:

1. Mr. Vishal Sharma has been a member of the committee until 27th September 2023.
2. Mr. KA Joseph has been appointed as a member of the committee with effect from 18th October 2023.

The RMC was constituted by the Board of Directors at their meeting held on 12th July 2021 and it was reconstituted on 18th October 2023, through a circular resolution, with Mr. KA Joseph joining the committee in place of Mr. Vishal Sharma.

During the financial year 2023-24, the RMC of the Company duly met two (2) times on 28th August 2023 and 21st February 2024.

The constitution and composition of the Committee are in line with the requirements of Regulation 21 of the SEBI Listing Regulations.

Number of Meetings held and attendance of the Members.

The details of Meetings held and attended by the members during the financial year 2023-24 are given below:

Name	Meeting 1	Meeting 2	No. of Meetings during the year 2023-24	
	28th August 2023	21st February 2024	Liable to attend	Attended
Mr. Sanjay Thapar	VC	VC	2	2
Mrs. Veni Thapar	VC	VC	2	2
*Mr. KA Joseph	NA	VC	1	1
# Mr. Vishal Sharma	A	NA	1	1

Note:

VC – Attended through Video/Audio Visual Means

A – Absent

Mr. Vishal Sharma has been a member of the committee until 27th September 2023.

* Mr. KA Joseph has been appointed as a member of the committee with effect from 18th October 2023.

Terms of Reference

The terms of reference of the RMC are as follows:

1) To formulate a detailed risk management policy which shall include:

   a) A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.

   b) Measures for risk mitigation including systems and processes for internal control of identified risks.

   c) Business continuity plan.

2) To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;

3) To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;

4) To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;

5) To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;

6) The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee.

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:

The composition and terms of reference of the Corporate Social Responsibility Committee ("CSR Committee") are in compliance Section 135 of the Act.

Composition of CSR Committee

The composition of the CSR Committee as on 31st March 2024 is given below:

Name	Position on the Committee	Designation
Mr. Matthias Frenzel	Chairman	Independent Director
Mrs. Veni Thapar	Member	Independent Director
Mr.K A Joseph	Member	Managing Director
Mr.Sanjay Thapar	Member	CEO & Executive Director

Note:

1. Mr. Vishal Sharma has been a member of the committee until 27th September 2023.

The CSR Committee was first constituted by the Board in its meeting held on 7th April 2014 and was last reconstituted on 12th July 2021.

During the financial year 2023-24, the CSR Committee of the Company duly met one (1) time on 30th October 2023.

The constitution and composition of the CSR Committee satisfy the requirements of Section 135 of the Act.

Number of Meetings held and attendance of the Members

The details of Meetings held and attended by the members of CSR Committee during the financial year 2023-24 are given below:

Name of Members	Meeting 1	No. of Meetings during the year 2023-24	
	30th October 2023	Liable to attend	Attended
Mr. Matthias Frenzel	VC	1	1
Mrs. Veni Thapar	VC	1	1
Mr.K A Joseph	VC	1	1
Mr.Sanjay Thapar	VC	1	1
#Mr.Vishal Sharma	NA	-	-

Note:

VC – Attended through Video/Audio Visual Means.

Mr. Vishal Sharma has been a member of the committee until 27th September 2023.

Terms of Reference

The terms of reference of the CSR Committee are as follows:

1) Formulation of a corporate social responsibility policy to the Board, indicating the activities to be undertaken by the Company in areas or subjects specified in the Companies Act, 2013. The activities should be within the list of permitted activities specified in the Companies Act, 2013 and the rules thereunder;

2) Recommending the amount of expenditure to be incurred, amount to be at least 2% of the average net profit of the Company in the three immediately preceding financial years or where the Company has not completed the period of three financial years since its incorporation, during such immediately preceding financial years;

3) Instituting a transparent monitoring mechanism for implementation of the corporate social responsibility projects or programs or activities undertaken by the Company;

4) Monitoring the corporate social responsibility policy from time to timeand issuing necessary directions as required for proper implementation and timely completion of corporate social responsibility programmes;

5) Identifying corporate social responsibility policy partners and corporate social responsibility policy programmes;

6) Identifying and appointing the corporate social responsibility team of the Company including corporate social responsibility manager, wherever required; and

7) Performing such other duties and functions as the Board may require the corporate social responsibility committee to undertake to promote the corporate social responsibility activities of the Company or as may be required under applicable laws.

SENIOR MANAGEMENT:

The following personnel's are the senior management of the Company. There were no changes in the senior management since the closure of the previous financial year.

Sl. No.	Name of Senior Management Personnel's	Designation
1.	Mr. Mahendra Kumar Naredi	Chief Financial Officer
2.	Mr. Thabraz Hushain W	Company Secretary & Compliance Officer
3.	Mr. Sadashiva Baligar	Chief Operating Officer
4.	Mr. R. Raju	Chief Marketing Officer
5.	Mr. Mandeep Singh	Chief Information Officer

GENERAL BODY MEETINGS:

1) The particulars of day, date, time, venue, special resolutions passed, if any, in last three annual general meetings of the Company are given below:

Year	Particulars of the AGM	Day, Date & Time	Venue	Special Resolutions passed, if any
2023	18th AGM	Monday, 04th September 2023 at 03.30 p.m.	Through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)	1. To increase managerial remuneration payable to Mr. Sanjay Thapar, CEO & Executive Director (DIN: 01029851) in excess of 5% of the net profits of the Company
2022	17th AGM	Thursday, 15th September 2022 at 11.30 a.m.	Through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)	No
2021	16th AGM	Thursday 22nd July 2021 at 04:00 PM IST	Through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)	1. Appointment of Mr. Ramesh C Jain (DIN: 00038529) as Independent Director 2. Approval of Grant of stock options to the employees of Exotech Plastic Private Limited (Subsidiary Company) under S.J.S. Enterprises Employee Stock Option Plan 2021 3. Approval of Grant of Options under S.J.S. Enterprises Employee Stock Option Plan 2021 ('SJS ESOP 2021') to the employee's equivalent to or exceeding 1% of the current issued share capital of the Company. 4. To fix the limit of investment by non-resident Indian in the equity shares

2) Details of Extra-ordinary General Meetings (EGMs) of the Company held during the financial year 2023-24 are as under:

Day, Date & Time	Venue	Special Resolutions Passed, if any
Tuesday 30th May 2023 04:30 PM	Through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)	1. Issuance of equity shares of the company on preferential basis 2. To increase the threshold of providing loans/ guarantees/ securities in connection to loans and making of investments in securities under section 186 of the Companies Act, 2013

3) **Postal Ballot**

During the financial year 2023-24, the Company has conducted one (1) Postal Ballot.

The details of the postal ballot are as follows:

Date of postal ballot notice: 10th January 2024

Date of declaration of result: 14th February 2024.

Voting period: Monday, 15th January 2024 from 9:00 a.m. IST to Tuesday, 13th February 2024 upto 5:00 p.m. IST.

Date of approval: 13th February 2024.

Res. No.	Business/ Resolution proposed	Type of Resolution	No. of Votes in favour	% of total votes in favour on votes polled	No Votes against	% of total votes against on votes polled	Result
1.	Approval for giving loan or guarantee or providing security in connection with loan availed by any of the Company's subsidiary(ies) or any other person specified under section 185 of the Companies Act, 2013	Special Resolution	1,53,16,697	79.1914	40,24,668	20.8086	Passed with requisite majority

Procedure for Postal Ballot and the person who conducted the postal ballot exercise

Pursuant to Section 108 and Section 110 of the Act, , as amended read together with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Regulation 44 of the SEBI Listing Regulations, Secretarial Standards issued by the Institute of Company Secretaries of India on General Meeting ("SS-2") and the relaxations and clarifications issued by Ministry of Corporate Affairs vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023, (collectively the 'MCA Circulars') and other applicable laws and regulations, the Company sent Postal Ballot Notice by e-mail to all its Members who had registered their e-mail addresses with the Company's Registrar and Transfer Agent (RTA) or Depository/ Depository Participants (DPs) and voting by the Members was allowed only through Remote E-voting system.

The Notice is also available on the Company's website at https://sjsindia.com/investors.html#stockexfilings and on the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com respectively, and on the website of Link Intime India Private Limited at https://instavote.linkintime.co.in.

Pursuant to Rule 22(5) of the Companies (Management and Administration) Rules, 2014, the Board of Directors of the Company had appointed Mr. Ananta R Deshpande, Company Secretary in Practice (FCS 11869 – and CP No: 20322) ("Scrutinizer"), as scrutinizer for conducting the postal ballot process in a fair and transparent manner.

The result of remote E-voting along with Scrutinizer's report was published on the website of the Company at www.sjsindia.com and on the website of the LIIPL at https://instavote.linkintime.co.in and the same was simultaneously communicated to BSE and NSE.

The Resolutions, as set out in the Postal Ballot Notice dated 10th January 2024 were passed with requisite majority.

MEANS OF COMMUNICATION

Limited reviewed /Audited financial results of the Company are published in Financial Express (English edition) and Vishwavani (Regional edition) newspapers respectively on quarterly basis, in addition to being displayed on the Company's website at "www.sjsindia.com". Press releases highlighting the financial performance on quarterly/half yearly/annually basis, presentations made to institutional investors and details of Conference Calls, are intimated to stock exchanges apart from being uploaded on the website of the Company.

Limited reviewed / Audited financial results of the Company (Quarterly, Half yearly and Annual) are immediately, after the Board's approval uploaded / displayed on the Company's website at www.sjsindia.com under investors tab (a separate section for investors information) in addition to submitting the same to BSE Limited ("BSE") and National Stock Exchange of India Limited("NSE"). They are also published in daily newspapers within stipulated time of 48 hours of Baord's approval.

The annual reports are sent to members of the Company in addition to it being submitted to BSE and NSE and are also uploaded on the Company's website.

OTHER DISCLOSURES

i) Disclosure of relationships between directors inter-se: Mr. K.A. Joseph, Managing Director of the Company, is father of Mr. Kevin K Joseph, Executive Director of the Company.

ii) During the financial year 2023-24 there are no materially significant related party transactions, which have potential conflict with the interest of Company at large. Related party transactions entered during the financial year 2023-24 are disclosed in the notes to the audited financial statements of the Company.

These transactions entered were at an arm's length basis and were in the ordinary course of business and the Company has formulated a 'Policy on Materiality of Related Party Transactions and on dealing with Related Party Transactions' and is available on the website of the Company at https://www.sjsindia.com/investors.html#policies.

iii) There were no cases of non-compliance by the Company, penalties, strictures imposed on the Company by stock exchanges or SEBI or any statutory authority, on any matter related to capital markets, during the last three years ending 31st March 2024.

iv) Vigil Mechanism (Whistle Blower Policy): The Company has a Vigil mechanism (Whistle blower policy) in place enabling the employees or other connected persons having interest in any transactions with the Company to report any unethical or improper practices noticed in the organisation. The Policy also provides the procedure for making such representation and dealing with the said representation. It also covers providing protection from victimization. During the financial year 2023-24, no employee was denied access to the Audit Committee in this behalf.

v) The Company is in compliance with all the applicable mandatory requirements and has fulfilled the following non-mandatory / discretionary requirements as prescribed in Listing Regulations:

a) Audit qualifications: There were no qualifications by the statutory auditors on the financial statements for the financial year ended 31st March 2024.

b) Separate post of Chairman and CEO: The Company has separate Chairman and Managing Director.

c) Reporting of Internal Auditor: Audit Committee, on a time-to-time basis, reviews the reports submitted by the Internal Auditor.

vi) Code of conduct: The code of conduct as adopted by the Board of Directors is applicable to all Directors, senior management and employees above officers' level. The prime purpose of the code is to create an environment wherein all the Board Members and Senior Management of the Company maintain ethical standards and to ensure compliance with the ethical standards laid down. The code is available on the Company's website at https://sjsindia.com/investors.html#policies.

DECLARATION UNDER THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE CODE OF CONDUCT

In accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby confirm that, all Board Members and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct, as applicable to them, for the financial year ended 31st March 2024.

Date:20th May 2024
Place: Bengaluru

Name: Sanjay Thapar
Designation: CEO & Executive Director
DIN: 01029851

Corporate Governance Report (Contd.)

vii) **CEO and CFO CERTIFICATION:**

As required under Regulation 17(8) of the SEBI Listing Regulations, the CEO and CFO of the Company has certified the accuracy of the Financial Statements, the Cash Flow Statement and adequacy of Internal Control Systems for financial reporting for the financial year ended 31st March 2024 and same has been annexed to this report.

viii) Certificate of Non-Disqualification of Directors issued by an Independent Practicing Company Secretary as required under Regulation 34(3) And Schedule V Para C Clause (10)(I) of the SEBI Listing Regulations, has been annexed to this report.

ix) Share Capital Audit: Company Secretary in Practice has carried out a quarterly audit (four times during the FY 2023-24) of the Company's Equity shares, to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository services (India) Limited (CDSL) and the total issued and listed capital. The audit confirms that the total issued / paid-up capital of the Company is in agreement with the total number of shares in physical form and the total number of dematerialised shares held with NSDL and CDSL.

x) The Company has paid a sum of ₹ 15.50 Mn as fees on consolidated basis to the statutory auditors for the services rendered for Company and its subsidiary,

xi) Credit Ratings: Credit rating agency "CARE Ratings" reviewed various credit facilities of the Company during the financial year 2023-24 and the following are the details in relation to the same:

Sl. No.	Facilities	Rating	Remarks
1.	Rated on Long-Term Scale	[ICRA] A+(Positive)	Reaffirmed, Outlook revised to Positive from Stable.

Symbols	Rating Definition
[ICRA] A+(Stable)	Instruments with this rating are considered to have high degree of safety regarding timely servicing of financial obligations. Such instruments carry very low credit risk.

xii) Prohibition of Insider Trading: The Company has a policy for prohibiting insider trading i.e., Code of conduct for regulating, monitoring and reporting of Trading by Insiders, in conformity with SEBI (Prohibition of Insider Trading) Regulations, 2015. The said policy contains necessary procedures applicable to Directors, Officers and designated persons for trading in the securities of the Company.

The trading window closures and freezing of the PAN of designated persons are intimated in advance to all the concerned, during which period, the Board of Directors and designated persons are not permitted to trade in the securities of the Company.

xiii) Subsidiary Companies: During the financial year, your company has Exotech Plastics Private Limited (**EPPL**) and Walter Pack Automotive Products India Private Limited (**WPI**) as the subsidiary of the Company and they have been classified into the material subsidiary as per criteria laid down in the Policy on Material Subsidiary adopted by the Board in its meeting held on 19th July 2021 and in compliance with Listing Regulations. The audited financial statements together with related information and other reports of the material subsidiary company have also been placed on the website of the Company at https://www.sjsindia.com/investors.html#financials.

The details of the material subsidiaries are given below:

Name	Date of Incorporation	Place of Incorporation	Name of Statutory Auditors	Date of Appointment of Statutory Auditors
Walter Pack Automotive Products India Private Limited	07th February 2006	Pune, India	B S R & Co. LLP	04th November 2023
Exotech Plastics Private Limited	17th July 1996	Pune, India	B S R & Co. LLP	22nd July 2021

In terms of the provisions of Regulation 24(1) of the Listing Regulations, your company has appointed one of its Independent Directors on the Board of its both material subsidiary companies.

The Company is in compliance with Regulation 24A of the Listing Regulations. The Company's material subsidiaries undergo Secretarial Audit. The copy of the Secretarial Audit reports of the EEPL and WPI were annexed to this annual report and the Secretarial Audit Report of these material subsidiaries does not contain any qualification, reservation, adverse remark or disclaimer.

The Company reviews and monitors the performance of subsidiary companies, inter alia, by the following means:

- Financial statements, in particular investments made by subsidiary companies, are reviewed by the Company's Audit Committee.
- Minutes of Board meetings of subsidiary companies are placed before the Company's Board regularly.
- A statement containing all significant transactions and arrangements entered into by subsidiary companies is placed before the Company's Board.
- Presentations are made to the Company's Board on business performance of major subsidiaries of the Company by the senior management.
- Related Party Transactions of subsidiary companies are reviewed quarterly by the Company's Audit Committee, wherever applicable.

xiv) During the financial year, the Company and its subsidiaries have not given any loans and advances in the nature of loans to any firms/companies in which Directors of the Company are interested.

xv) During the financial year, the Company raised ₹ 300/- Mn (Rupees Three Hundred Million Only), through a preferential issue on a private placement basis by allotting 6,00,000 equity shares with a face value of ₹ 10 each at a price of ₹ 500 each, including a premium of ₹ 490 each to Mr. K.A. Joseph ("Investor"), Founder, Promoter & Managing Director of the Company.

The application of proceeds/funds raised from the preferential allotment are reviewed by Audit Committee as part of quarterly review of financial results and the details are also filed with the Stock Exchanges on a quarterly basis, pursuant to Regulation 32 of the SEBI Listing Regulations.

The proceeds raised through the preferential issue have been entirely utilised, for the period under review, for the allocated objective for which they were raised and there has been no deviations from the planned usage of funds.

xvi) Policy for determining 'material' subsidiaries: As required under SEBI Listing Regulations, the Company has formulated a Policy for determining 'material' subsidiaries and is available on the website of the Company at https://www.sjsindia.com/investors.html#policies.

xvii) The Company's website contains all information, disclosures, policies etc., as applicable to it.

xviii) Adoption of discretionary requirements specified in Part E of Schedule II of the Listing Regulations:

Sl No	Requirements specified in Part E of Schedule II	Adoption by the Company
1	**The Board:** A non-executive chairperson may be entitled to maintain a Chairperson's office at the listed entity's expense and also allowed reimbursement of expenses incurred in performance of his duties	Your Company doesn't have a separate chairperson's office.
2	**Shareholders Rights:** A half-yearly declaration of financial performance including summary of the significant events in last six-months, may be sent to each household of shareholders	As the quarterly and half yearly financial performance along with significant events are published in the newspapers and are also posted on the Company's website, the same are not being sent to the shareholders.
3	**Modified opinion(s) in audit report:** The listed entity may move towards a regime of financial statements with unmodified audit opinion	The Statutory Auditors of the Company have issued Audit Report on Audited Financial Results for year ended 31st March, 2024 with unmodified opinion. A declaration has submitted to the stock exchanges as per Regulation 33(3)(d) of the Listing regulations.

Sl No	Requirements specified in Part E of Schedule II	Adoption by the Company
4	**Separate posts of Chairperson and the Managing Director or the Chief Executive Officer:** The listed entity may appoint separate persons to the post of the Chairperson and the Managing Director or the Chief Executive Officer, such that the Chairperson shall – (a) be a non-executive director; and (b) not be related to the Managing Director or the Chief Executive Officer as per the definition of the term "relative" defined under the Companies Act, 2013	Separation of Chairperson and Managing Director is not mandatory as per SEBI (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2022. However, your company has a separate post of chairperson, Managing Director and Chief Executive Officer
5	**Reporting of Internal Auditor:** The Internal auditor may report directly to the Audit Committee	The Internal Auditors of the Company report directly to the Audit Committee.

xix) The Disclosures of the Compliance with Corporate Governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of Sub-Regulation (2) of Regulation 46 of the Listing Regulations are as follows:

Regulations	Particulars of regulations	Compliance status (Yes/No)
17	Board of Directors	Yes
17A	Maximum numbers of Directors	Yes
18	Audit Committee	Yes
19	Nomination and Remuneration Committee	Yes
20	Stakeholders Relationship Committee	Yes
21	Risk Management Committee	Yes
22	Vigil Mechanism	Yes
23	Related Party Transaction	Yes
24	Corporate Governance requirements with respect to subsidiary of listed entity	Yes
24A	Secretarial Audit and Secretarial Compliance Report	Yes
25	Obligations with respect to Independent Directors	Yes
26	Obligation with respect to Employees including Senior Management, Key Managerial Personnel, Directors and Promoters	Yes
27	Other Corporate Governance requirements	Yes
46(2)(b) to (i)	Website	Yes

GENERAL SHAREHOLDERS' INFORMATION

1	Annual General Meeting	
	Date	20th August 2024
	Time	03.30 P.M.
	Venue	The Company is conducting the AGM through Video Conference / Other Audio-Visual Mode (VC/OAVM) pursuant to the circular of Ministry of Corporate Affairs dated 25th September 2023 read with circulars dated 28 December 2022, 8 April 2020, 13 April 2020, 5 May 2020, 13 January 2021, 8 December 2021 and 5 May 2022 (collectively referred to as "MCA Circulars") and hence there is no requirement for physical venue for the meeting *For details, please refer to the Notice of the AGM.
2	Financial Calendar	2023-24
	Year ending	31st March 2024
	AGM	20th August 2024

3	Date of Book Closure	Wednesday, 14th August, 2024 to Tuesday, 20th August, 2024 (both days inclusive)
4	Dividend Payment Date	Will be paid within 30 days from the date of approval at the 19th AGM.
5	Listing on Stock Exchanges	The Equity Shares of the Company are listed on: 1. BSE Limited Phiroze Jeejeeboy Towers, Dalal Street, Fort, Mumbai- 400 001 1) National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot no. C/1, G Block, Bandra Kurla Complex, Bandra (E), Mumbai- 400 051
6	Stock Code / Symbol on NSE / BSE respectively	The BSE Scrip code of equity shares is 543387 The NSE Scrip symbol of equity shares is SJS
7	Listing Fees	Annual listing fees for the year 2023-24 (as applicable) has been paid by the Company to both the Stock Exchanges.
8	International Securities Identification Number (ISIN) allotted to the Company's Shares	INE284S01014
9	International Securities Identification Number (ISIN) allotted to the Company's Share Warrants	Nil

The equity shares of the Company have not been suspended from trading on the said Stock Exchanges or by any Regulatory/ Statutory Authority.

Market Price Data:

Details of monthly high and low market price as per stock exchanges data for the financial year ended 31st March 2024 are as follows:

Sl. No.	Month - Year	Share Price at BSE (543387)			BSE Sensex
		High	Low	Close	
1.	April - 2023	473.00	390.00	464.05	61112.44
2.	May – 2023	505.00	451.40	479.75	62622.24
3.	June – 2023	593.90	476.15	566.00	64718.56
4.	July – 2023	674.20	560.35	658.35	66527.67
5.	August – 2023	703.95	597.00	686.20	64831.41
6.	September – 2023	729.15	657.10	684.45	65828.41
7.	October – 2023	720.00	623.00	676.70	63874.93
8.	November – 2023	708.25	608.10	630.15	66988.44
9.	December – 2023	655.20	607.50	615.80	72240.26
10.	January - 2024	624.80	552.90	599.85	71752.11
11.	February - 2024	666.00	582.85	634.85	72500.3
12.	March - 2024	667.90	580.00	608.85	73651.35

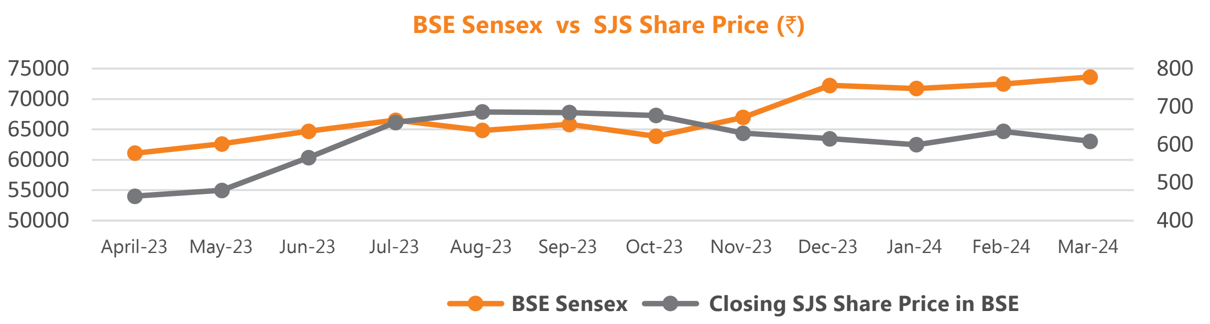
Corporate Governance Report (Contd.)

Sl. No.	Month - Year	Share Price at NSE (SJS)			NSE Nifty
		High	Low	Close	
1.	April - 2023	473.70	394.40	464.75	18,065.00
2.	May – 2023	505.10	451.00	479.45	18,534.40
3.	June – 2023	594.00	474.65	566.00	19,189.05
4.	July – 2023	674.40	564.60	658.45	19,753.80
5.	August – 2023	699.70	595.30	685.10	19,253.80
6.	September – 2023	745.00	668.00	684.80	19,638.30
7.	October – 2023	718.80	622.40	676.65	19,079.60
8.	November – 2023	709.75	605.00	630.60	20,133.15
9.	December – 2023	655.20	607.30	618.80	21,731.40
10.	January - 2024	626.05	552.05	601.60	21,725.70
11.	February - 2024	667.00	588.70	635.35	21,982.80
12.	March - 2024	668.00	578.35	610.65	22,326.90

Note:

1. Source: The information is compiled from the data available from the BSE and NSE websites respectively.

Performance of the share price of the Company in comparison to the BSE Sensex



Registrar and Transfer Agents (RTAs)
Link Intime India Private Limited
C 101, 247 Park, L B S Marg,
Vikhroli West, Mumbai- 400 083
Tel: +91 22 4918 6000
Fax: +91 22 4918 6060
E-mail: rnt.helpdesk@linkintime.co.in

Share Transfer System

The Company's shares are traded on the stock exchanges, compulsorily in demat form. The Company's RTA is the common agency to look after physical and demat registry work. Shares lodged for transfer with the RTA are processed and returned to shareholders within the stipulated time. The Company has been obtaining half yearly certificates as to the compliances made, with regard to transfers and transmissions of shares lodged with the Company during the financial year ended 31st March 2024 from Practicing Company Secretary.

Shareholding (as on 31st March 2024):

a. List of investor's category wise

Category	No. of Shareholders	Total no. of Shares	% of Issued Capital
Alternate Investment Funds - III	8	1055125	3.3995
Body Corporate - Ltd Liability Partnership	32	58907	0.1898
Clearing Members	1	2	0.0000
Directors and their relatives (excluding independent Directors and nominee Directors)	1	5	0.0000
Foreign Promoter Company	1	1436337	4.6277
FPI (Corporate) - I	41	4446756	14.3269
FPI (Corporate) - II	4	243128	0.7833
Hindu Undivided Family	1442	243297	0.7839
Insurance Companies	1	943614	3.0402
Key Managerial Personnel	1	1	0.0000
Mutual Funds	26	7953301	25.6245
Non Resident (Non Repatriable)	388	150777	0.4858
Non-Resident Indians	552	416083	1.3406
Other Bodies Corporate	297	1440173	4.6400
Promoters	4	5331444	17.1772
Public	58703	7318954	23.5807
TOTAL :	**61501**	**31037904**	**100**

b. Distribution of Shareholding

Number of Shares held	Number of Shareholders	% of Total Shareholders	Total Number of Shares	% of Total Share Amount
1 to 500	59055	96.0213	3015847	9.7167
501 to 1000	1247	2.0276	920856	2.9669
1001 to 2000	587	0.9544	835388	2.6915
2001 to 3000	195	0.3171	490248	1.5795
3001 to 4000	94	0.1528	333937	1.0759
4001 to 5000	57	0.0927	255617	0.8236
5001 to 10000	114	0.1854	782762	2.5220
10001 to 999999999	153	0.2488	24403249	78.6240
TOTAL :	**61502**	**100**	**31037904**	**100**

Dematerialisation of shares and liquidity:

As on 31st March 2024, your company has 3,10,37,902 equity shares out of 3,10,37,904 equity shares, forming 99.99% of the Company's paid up capital are held in the dematerialised form with National Securities Depository Ltd. ('NSDL') and Central Depository Services (India) Ltd. ('CDSL') and 2 equity shares are held in physical form.

ADR/GDR:

The company has no outstanding global depository receipts (GDR) or American depository receipts (ADR) or warrants or any convertible instruments, conversion date and likely impact on equity shares as on 31st March, 2024.

Commodity Price Risk or Foreign Exchange Risk and Hedging Activities:

i) Risk management policy of the listed entity with respect to commodities including through hedging: The Company does not have any significant exposure to commodity price risk.

ii) Exposure of the Company to commodity and commodity risks faced by the entity throughout the year: a) Total exposure of the listed entity to commodities in INR: Nil. b Exposure of the listed entity to various commodities:

Commodity Name	Exposure in INR towards the particular commodity	Exposure in Quantity terms towards the particular commodity	% of such exposure hedged through commodity derivatives				Total
			Domestic market		International market		
			OTC	Exchange	OTC	Exchange	
NA	NA	NA	NA	NA	NA	NA	NA

Manufacturing facilities and Plants/Warehouse Locations:

Sl. No.	State	Location / district	Nature of holding	Purpose of property	Remarks
1	Karnataka	Bangalore South	Own	Old Vacant factory	Available
2	Karnataka	Bangalore South	Lease	Registered office and Manufacturing Facility	Available
3	Karnataka	Mysuru	Lease	Warehouse	Available
4	Haryana	Gurgaon	Lease	Warehouse	Available
5	Maharashtra	Aurangabad	Lease	Warehouse	Available
6	Maharashtra	Pune	Lease	Warehouse	Available
7	Tamil Nadu	Kanchipuram	Lease	Warehouse	Available
8	Uttarakhand	Awas Vikas Rudrapur	Lease	Warehouse	Available
9	Himachal Pradesh	Nalagarh, Solan	Lease	Warehouse	Available
10	Maharashtra	Ranjangaon, Pune	Lease	Registered office and Manufacturing Facility of Exotech	Available
11	Maharashtra	Ranjangaon, Pune		Registered office and Manufacturing Facility of Walterpack	Available
12	Haryana	Manesar		Warehouse	Available
13	Maharashtra	Ranjangaon, Pune		Warehouse	Available

Address for Correspondence/registering investor grievances:

Enquiries, if any, relating to shareholder accounting records, share transfers, transmission of shares, change of address / bank mandate details for physical shares, receipt of dividend warrants, loss of share certificates etc., and related grievances may be addressed to Link Intime India Private Limited/Company Secretary & Compliance Officer of the Company.

Mr. Thabraz Hushain W

Company Secretary & Compliance Officer
Sy. Nos – 28/P16 of Agra Village & 85/ P6 of BM Kaval Village, Kengeri Hobli
Bangalore South - 560 082
Karnataka, India
Tel: +91 80 6194 0777
Email: compliance@sjsindia.com

To know more about the Company, you are welcome to visit us at www.sjsindia.com

ANNEXURE - I

CEO & CFO Certification

[As per Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To
The Board of Directors
S.J.S. Enterprises Limited

In compliance with the Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby certify that:

(a) We have reviewed financial statements and the cash flow statement for the year ended 31st March, 2024 and that to the best of my knowledge and belief:

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

  (ii) These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

(b) There are, to the best of our knowledge and belief, no transactions entered into by the company during the year 2023-2024 which are fraudulent, illegal or violative of the company's code of conduct.

(c) We accept responsibility for establishing and maintaining internal controls for the financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and they have disclosed to the auditors and the audit committee, we have not observed any deficiencies in the design or operation of such internal controls.

(d) We have indicated to the Auditors and the Audit committee that there are:

  (i) No significant changes in internal control over financial reporting during the year;

  (ii) No significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

  (iii) No instances of significant fraud where the involvement of the management or an employee having a significant role in the company's internal control system over financial reporting have been observed.

Place: Bengaluru
Dated: 20th May 2024

Sanjay Thapar
CEO & Executive Director

Mahendra Kumar Naredi
Chief Financial Officer

ANNEXURE - II

Certificate on Compliance with the Regulations of Corporate Governance

TO THE SHAREHOLDERS OF S.J.S. ENTERPRISES LIMITED

1. I, C. Dwarakanath, Company Secretary in Practice, the Secretarial Auditor of S.J.S. Enterprises Limited [formerly S.J.S. Enterprises Private Limited] (the 'Company'), have examined the compliance of conditions of Corporate Governance by the Company, for the year ended on 31st March 2024, as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and paras C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments from time to time (the 'Listing Regulations').

MANAGEMENT'S RESPONSIBILITY

2. The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure compliance with the conditions of the Corporate Governance stipulated in the Listing Regulations.

AUDITORS' RESPONSIBILITY

3. My responsibility is limited to examining the procedures and implementation thereof adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

4. I have examined the relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

OPINION

5. Based on my examination of the relevant records and according to the information and explanations provided to me and the representations provided by the Management, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and paras C and D of Schedule V of the Listing Regulations during the year ended 31st March 2024.

6. I state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company Reporting of internal auditor directly to the Audit Committee.

C. Dwarakanath
Company Secretary in Practice
C.P: 4847 FCS: 7723
UDIN: F007723F000414571
Peer Review Certificate No.: 647/2020

Place: Bengaluru
Dated: 20th May 2024

ANNEXURE - III

Certificate of Non-Disqualification of Directors

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

To,
The Members,
S.J.S. Enterprises Limited
Sy No 28/P16 of Agra village and
Sy No 85/P6 of B.M Kaval Village,
Kengeri Hobli, Bangalore,
Bangalore Rural KA – 560082

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **S.J.S. Enterprises Limited having** CIN: L51909KA2005PLC036601 [formerly S.J.S. Enterprises Private Limited] (the 'Company') and having registered office at Sy No 28/P16 of Agra village and Sy No 85/P6 of B.M Kaval Village, Kengeri Hobli, Bangalore, Bangalore Rural KA – 560082 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March 2024 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of the Director	DIN	Date of appointment in the Company
1.	Mr. Ramesh Chandra Jain	00038529	06/07/2021
2.	Mr. Kannampadathil Abraham Joseph	00784084	21/06/2005
3.	Mr. Sanjay Thapar	01029851	24/09/2015
4.	Mrs. Veni Thapar	01811724	12/07/2021
5.	Mr. Matthias Frenzel	09168925	06/07/2021
6.	Mr. Kevin Kannampadathil Joseph	09206689	19/07/2021

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

C. Dwarakanath
Company Secretary in Practice
FCS No: 7723; CP No: 4847
UDIN: F007723F000414508
Peer Review Certificate No. 647/2020

Place: Bengaluru
Date: 20th May 2024

ANNEXURE - IV

Secretarial Audit Report

For the financial year ended 31st March 2024

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

To,
The Members
Exotech Plastics Private Limited
(CIN: U25206MH1996PTC101162)
Plot No. F-27 C, MIDC Ranjangaon Village
Karegaon, Taluka Shirur, District Pune
Pune – 412220 MH

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Exotech Plastics Private Limited** (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 authorised 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 Audit Period, according to the provisions of:

(i) The Companies Act, 2013 and the rules made there under ("Act");

(ii) The Securities Contracts (Regulation) Act, 1956 and the Rules made there under;

(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 there under ("**FEMA**") to the extent of Foreign Direct Investment, Overseas Direct Investment ('ODI') and External Commercial Borrowings ('ECB') [The Company has neither invested in the form of ODI nor received any FDI or raised any ECB during the Audit Period];

(v) The following regulations and guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("**SEBI Act**") as amended from time to time, to the extent applicable:

a. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; ***Not Applicable;***

b. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; ***Not Applicable;***

c. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; ***Not Applicable;***

d. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; ***Not Applicable;***

e. Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; ***Not Applicable;***

f. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021: ***Not Applicable;***

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

h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 - ***Not Applicable;***

i. Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - ***Not Applicable;*** and

(vi) Other laws informed by the management of the Company, as applicable to the Company, are enclosed as Annexure-1 hereto.

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

i. Secretarial Standards issued by The Institute of Company Secretaries of India with respect to Board and General meetings.

During the Audit Period, the Company has complied with the applicable laws, rules, regulations, guidelines, standards etc. as mentioned above except for a few instances where the Company has filed e-forms beyond the due dates, with additional fees.

I further report that:

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the Audit Period 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 by complying with prescribed procedure where the meetings are called with less than seven days' notice), 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 the Board Meetings and Committee Meetings are carried out unanimously, as recorded in the minutes.

I further report that:

- there are systems and processes in the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

- the Company is a "Material Unlisted Subsidiary" of S.J.S. Enterprises Limited and hence has been subject to Secretarial Audit under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

C. Dwarakanath
Company Secretary in Practice
FCS No: 7723; CP No: 4847
UDIN: F007723F000368292
Peer Review Certificate No. 647/2020

Place: Bengaluru
Date: 10th May 2024

Note: This report is to be read with my letter of even date which is annexed as Annexure-2 hereto and forms an integral part of this report.

Annexure-1

LIST OF OTHER LAWS APPLICABLE

A. Corporate laws

1. The Depositories Act, 1996 and regulation and bye-laws there under

B. Labour laws

1. The Factories Act, 1948;
2. Child Labour (Prohibition and Regulation) Act, 1986;
3. Sexual Harassment at Workplace (Prevention, Prohibition and Redressal) Act, 2013;
4. The Contract Labour (Regulation and Abolition) Act, 1970;
5. The Employees' Provident Fund and Miscellaneous Provisions Act, 1952;
6. The Employees' State Insurance Act, 1948
7. The Employees' Compensation Act, 1923 and Workmen's Compensation Rules, 1924
8. The Equal Remuneration Act, 1976;
9. The Industrial Disputes Act, 1947;
10. The Industrial Employment (Standing Orders) Act, 1946;
11. The Maternity Benefit Act, 1961;
12. The Minimum Wages Act, 1948;
13. The Payment of Bonus Act, 1965;
14. The Payment of Gratuity Act, 1972;
15. The Payment of Wages Act, 1936;
16. The Employment Exchanges (Compulsory Notification of Vacancies) Act, 1959;
17. The Labour Welfare Fund Act, 1965; and
18. The Apprentices Act, 1961

C. Taxation laws

1. The Income Tax Act, 1961;
2. Goods & Service Tax Act, 2017
3. The Customs Act, 1962;
4. Professional tax related state-wise legislation
5. Customs Tariff Act, 1975
6. Customs and Central Excise Duties Drawback Rules, 2017

D. Environmental laws

1. The Water (Prevention and Control of Pollution) Act, 1974;
2. The Air (Prevention and Control of Pollution) Act, 1981;
3. The Environment Protection Act, 1986; and

F. Miscellaneous laws

1. The Prevention of Money Laundering Act, 2002;
2. The Micro, Small and Medium Enterprises Development Act, 2006; and
3. The Competition Act, 2002

C. Dwarakanath
Company Secretary in Practice
FCS No: 7723; CP No: 4847
UDIN: F007723F000368292
Peer Review Certificate No. 647/2020

Place: Bengaluru
Date: 10th May 2024

Annexure-2

To,
The Members
Exotech Plastics Private Limited
(CIN: U25206MH1996PTC101162)
Plot No. F-27 C, MIDC Ranjangaon Village
Karegaon, Taluka Shirur, District Pune
Pune – 412220 MH

My Secretarial Audit 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 the 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 random test basis to ensure that correct facts are reflected in the 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. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards etc., is the responsibility of the management of the Company. My examination was limited to the verification of procedures on random test basis.

5. Wherever required, I have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.

6. The list of laws applicable to the Company enclosed as Annexure-1 to the Secretarial Audit Report is as confirmed by the management of the Company. The Secretarial Audit Report is neither an assurance nor a confirmation that the list is exhaustive.

7. 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.

C. Dwarakanath
Company Secretary in Practice
FCS No: 7723; CP No: 4847
UDIN: F007723F000368292
Peer Review Certificate No. 647/2020

Place: Bengaluru
Date: 10th May 2024

ANNEXURE - V

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,
Walter Pack Automotive Products India Private Limited,
Plot No. D 50, MIDC, Ranjangaon Industrial Area Taluka,
Shirur, Pune – 412 220

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Walter Pack Automotive Products India Private Limited** (hereinafter referred to as "the Company"). The secretarial audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minutes, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents, and authorised representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2024, complied with the statutory provisions 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 / observations made hereinafter.

We have examined the books, papers, minutes, 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 and the Rules made thereunder;

ii. The Securities Contract (Regulation) Act, 1956 and the rules made thereunder (not applicable to the Company during the year under report);

iii. The Depositories Act, 1966 and the regulations and bye-laws framed there under (applicability restricted to provisions as mentioned in Section 29 of Companies Act, 2013 read with Rule 9, 9A, and 9B of Companies (Prospectus and Allotment of Securities) Rules, 2014);

iv. Foreign Exchange Management Act, 1999 and rules and regulations made there under to the extent Foreign Direct Investment, Overseas Direct Investment, External Commercial Borrowings;

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

   a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (not applicable to the Company during the year under report);

   b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (not applicable to the Company during the year under report);

   c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (not applicable to the Company during the year under report);

   d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (not applicable to the Company during the year under report);

   e. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities)

Regulations, 2021 (not applicable to the Company during the year under report);

f. The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client (not applicable to the Company during the year under report);

g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (not applicable to the Company during the year under report);

h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (not applicable to the Company during the year under report);

vi. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (not applicable to the Company during the year under report);

vii. Other laws specifically applicable to the Company, as identified by the management of the Company:

a. Water (Prevention and Control of Pollution) Act, 1974,

b. Air (Prevention and Control of Pollution) Act, 1981

c. The Environment (Protection) Act, 1986 read with Hazardous and other Wastes (Management and Transboundary Movement) Rules, 2016

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

i. Secretarial Standards issued by The Institute of Company Secretaries of India.

ii. The Listing Agreements entered into by the Company with Stock Exchange(s), if applicable (not applicable as the Company is an unlisted private Company);

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

i. The majority shareholding of the Company was acquired by S.J.S. Enterprises Limited, a publicly listed Company, on 04 July 2023. Therefore, with effect from 04 July 2023, the Company has become a deemed public Company in terms of Section 2 (71) of the Companies Act, 2013. However, the Company has not increased its number of members from two (2) to seven (7) as it continues to remain a private limited company in its Articles of Association.

ii. The Company has filed a few e-forms beyond the due date prescribed under the Companies Act, 2013.

iii. Compliance with Secretarial Standards needs to be improved.

We further report that:

Until 03 July 2023, the Board of Directors of the Company, being a private limited Company, was duly constituted with proper balance of Executive and Non-Executive Directors. There were no changes in the composition of the Board of Directors from the period 01 April 2023 to 30 June 2023.

On 04 July 2023, the Company became a deemed public Company in terms of Section 2 (71) of the Companies Act, 2013 and was required to appoint two (2) Independent Directors on the Board of Directors. The changes in composition of the Board of Directors that took place between 01 July 2023 and 31 March 2024 were carried out in compliance of the provisions of the Companies Act, 2013.

Adequate notice is given to all directors to schedule the Board Meetings, agenda was sent at least seven days in advance, other than meeting(s) convened at a shorter notice, and a system exists for seeking and obtaining further information and clarifications on the agenda items at the meeting and for meaningful participation at the meeting.

All the decisions in the board meetings were carried through by majority and it was informed to us that there are no dissenting views of directors and hence not captured and recorded as part of the minutes.

We further report that based on review of the compliance mechanism established by the Company and on the basis of explanations provided to us by the management and officers of the Company, we report that there are systems and processes in place to monitor and ensure compliances. However, the same needs to be strengthened to ensure effective compliance of applicable laws, rules, regulations, standards, and guidelines.

I further report that during the audit period, the following events occurred having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.:

(i) The Company became a deemed public Company with effect from 04 July 2023 due to acquisition of 3,15,442 equity shares of the Company aggregating 90.10% of the total equity share capital of the Company by S.J.S. Enterprises Limited which also resulted in change in the management of the Company.

For **KANJ & Co. LLP**
FRN: P2000MH005900
PR: 1331/2021

Vinayak S. Khanvalkar
Partner
FCS 2489
CP 1586
UDIN: F002489F000334634

Date: 09th May 2024
Place: Pune

Annexure A

To,
The Members,
Walter Pack Automotive Products India Private Limited,
Plot No. D 50, MIDC, Ranjangaon Industrial Area Taluka,
Shirur, Pune – 412 220
Auditor's responsibility

Based on audit, our responsibility is to express an opinion on the compliance with the applicable laws and maintenance of records by the Company. We conducted the audit in accordance with the auditing standards CSAS 1 to CSAS 4 ("CSAS") prescribed by the Institute of Company Secretaries of India ("ICSI"). These standards require that the auditor complies with statutory and regulatory requirements and plans and performs the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.

Due to the inherent limitations of an audit including internal, financial, and operating controls, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with the CSAS. Our 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. Our responsibility is to express an opinion on these secretarial records based on our audit.

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

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts including cost records of the Company and for which we relied on the report of statutory auditor.

4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

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

For **KANJ & Co. LLP**
FRN: P2000MH005900
PR: 1331/2021

Vinayak S. Khanvalkar
Partner
FCS 2489
CP 1586
UDIN: F002489F000334634

Date: 09th May 2024
Place: Pune

Business Responsibility and Sustainability Report

[Regulation 34(2)(f) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015]

The present report has been formulated in accordance with the SEBI Guidelines for Business Responsibility and Sustainability Reporting (BRSR). Its principal aim is to enhance transparency by showcasing how businesses generate value through active contributions to a sustainable economy. The report serves to emphasize our steadfast dedication to fostering sustainable development and creating enduring value for our stakeholders.

SECTION A: GENERAL DISCLOSURES

1) DETAILS OF THE ENTITY

Serial no.	Particulars	Response
1.	Corporate identity Number (CIN) of the Entity	L51909KA2005PLC036601
2.	Name of the Entity	S.J.S. ENTERPRISES LIMITED
3.	Year of incorporation	2005
4.	Registered office address	Sy No 28/P16 of Agra village and Sy No 85/P6 of B.M Kaval Village, Kengeri Hobli Bangalore, Bangalore Rural, Karnataka -560082 India
5.	Corporate address	Sy No 28/P16 of Agra village and Sy No 85/P6 of B.M Kaval Village, Kengeri Hobli Bangalore, Bangalore Rural, Karnataka -560082 India
6.	E-mail	compliance@sjsindia.com
7.	Telephone	+91 080 6194 0777
8.	Website	https://www.sjsindia.com/
9.	Financial year for which reporting is being done	2023-24 (1st April 2023 to 31st March 2024)
10.	Name of the Stock Exchange(s) where shares are listed	• BSE Limited (BSE) • National Stock Exchange of India Limited (NSE)
11.	Paid-up Capital	3,10,37,904
12.	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Mr. Thabraz Hushain. W Company Secretary & Compliance Officer Tel: +91 80 6194 0777 Email: compliance@sjsindia.com
13.	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e., only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together).	The disclosures under this report are made on Standalone Basis, unless otherwise specified.
14.	Name of assurance provider	J. Sundharesan and Associates
15.	Type of assurance obtained	Limited Assurance

2) PRODUCTS/SERVICES

16. Details of business activities (accounting for 90% of the turnover):

S.No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1.	Manufacturing	Plastic products, non-metallic mineral products, rubber products, fabricated metal products	100%

17. Products/Services sold by the entity (accounting for 90% of the entity's Turnover):

S.No.	Product/Service	NIC Code	% of total Turnover contributed
1.	Manufacture of self-adhesive labels including decals and body graphics, 2D appliques and dials, 3D appliques and dials, 3D lux badges, domes, overlays, aluminium badges, in-mould label or in-mould decoration, lens mask assembly, optical plastics / cover glass, chrome plated, printed and painted injection moulded plastic parts.	22209	98.10%

3. OPERATIONS

18. Number of locations where plants and/or operations/offices of the entity are situated:

Location	Number of plants	Number of offices	Total
National	01	01	01*
International	NIL	NIL	NIL

*The plant and office are co-located at the same premises.

19. Markets served by the entity:

a) Number of locations

Locations	Number
National (No. of States)	06
International (No. of Countries)	22

b) Contribution of exports:

What is the contribution of exports as a percentage of the total turnover of the entity?	12.69%

c) Type of Customers

A brief on types of customers

S.J.S. Enterprises Limited (The Company / SJS) is amongst the leading players in the Indian decorative aesthetics industry with the widest range of products across both traditional and premium segments. The Company is a unique blend of strong manufacturing and design capabilities, expert workforce and long-standing customer relationships. The Company provides decorative aesthetic products to automobile, consumer appliances, medical devices, farm equipment and sanitary ware manufacturers both in India and overseas. The Company serves its customers with a diverse range of products including:

- Decals and body graphics
- 2D and 3D appliques and dials
- 3D lux badges & domes
- Overlays
- Aluminium badges
- In-mould label or decoration parts (IML/IMD)
- Lens mask assembly
- Optical plastics / Cover Glass
- Chrome-plated, printed and painted injection moulded plastic parts

The Company also offers a range of aftermarket accessories for 2Ws and PVs under the brand name 'Transform'.

SJS has the scale and capability to manage 6,700 SKUs and supplied more than 136 Mn parts to 175+ customer locations across 22 countries during financial year 2023-24.

SJS is a partner, co-creator, and supplier of choice to several leading OEMs with a dominant share of business in India and focused strategy to increase global presence. In India, SJS supplies directly or indirectly to:

- All Top 7 Two-Wheeler OEMs
- 9 of Top 10 Passenger Vehicle OEMs
- 5 of Top 10 consumer durable OEM

The Company's robust capabilities, quality performance, price competitiveness and timely delivery have made it a preferred partner for the world's renowned and most esteemed brands. SJS has been associated with its 10 largest revenue contributors for an average of 19 years which is a testament to its strong and trusted customer relationships.

4. EMPLOYEES

20. Details at the end of the year of financial year:

a) Employees and workers (including differently abled):

S. No	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
		Employees				
1.	Permanent (D)	194	170	89.5%	24	12.6%
2.	Other than Permanent (E)	-	-	-	-	-
3.	**Total employees (D + E)**	**194**	**170**	**89.5%**	**24**	**12.6%**
		Workers				
1.	Permanent (F)	307	271	88.3%	36	11.7%
2.	Other than Permanent (G)	950	775	81.6%	175	18.4%
3.	**Total workers (F + G)**	**1257**	**1046**	**83.2%**	**211**	**16.8%**

b) Differently abled Employees and workers:

S. No	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
		Differently Abled Employees				
1.	Permanent (D)	1	1	100%	-	-
2.	Other than Permanent (E)	-	-	-	-	-
3.	**Total employees (D + E)**	**1**	**1**	**100%**	**-**	**-**
		Differently Abled Workers				
1.	Permanent (F)	1	1	100%	-	-
2.	Other than Permanent (G)	-	-	-	-	-
3.	**Total workers (F + G)**	**1**	**1**	**100%**	**-**	**-**

21. Participation/Inclusion/Representation of women:

Category	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors	6	1	16.67%
Key Management Personnel*	5	-	-

* Key Managerial Personnel includes Managing Director, Wholetime Director, Company Secretary, Chief Executive Officer and Chief Financial officer.

22. Turnover rate for permanent employees and workers:

(Disclose trends for the past 3 years)

	FY 2023-24 (Turnover rate in current FY)			FY 2022-23 (Turnover rate in previous FY)			FY 2021-22 (Turnover rate in the year prior to the previous FY)		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	6.86%	0.21%	7.07%	11%	6%	10.4%	11%	4%	10.6%
Permanent Workers	2.51%	0%	2.51%	5%	0%	4.7%	8%	2%	7.2%

5. HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

23. Names of holding / subsidiary / associate companies / joint ventures:

S. No.	Name of the holding / subsidiary / associate companies / joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1	Exotech Plastics Private Limited	Subsidiary	100%	No
2	Walter Pack Automotive Products India Private Limited	Subsidiary	90.1%	No
3	Plastoranger Advance Technologies Private Limited (Wholly owned subsidiary of Walter Pack Automotive Products India Private Limited)	Subsidiary	90.1%	No

6 CORPORATE SOCIAL RESPONSIBILITY (CSR) DETAILS

24.

S. No.	Requirement	Response
1.	Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes/No)	Yes
2.	Turnover (in ₹)	363,36,10,000
3.	Net worth (in ₹)	521,86,90,000

7. TRANSPARENCY AND DISCLOSURES COMPLIANCES

25. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If yes, then provide web-link for grievance redress policy)	FY 2023-24 Current Financial Year			FY 2022-23 Previous Financial Year		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes*	NIL	NIL	None	NIL	NIL	None
Investors (other than shareholders)	Yes *	NIL	NIL	None	NIL	NIL	None
Shareholders	Yes *	NIL	NIL	None	NIL	NIL	None
Employees and workers	Yes *	NIL	NIL	None	NIL	NIL	None
Customers	Yes *	07	NIL	All complaints received during this financial year were related to general concerns, and the same has been promptly resolved with utmost priority.	11	NIL	All complaints received during this financial year were related to general concerns, and the same has been promptly resolved with utmost priority.
Value Chain Partners	Yes *	NIL	NIL	None	NIL	NIL	None

*The Company has a Stakeholder Management Policy which formalises grievance management for both internal and external stakeholders, aiming to minimise social risks to the business. Grievances will be managed confidentially to reduce conflicts and strengthen relationships. Stakeholders can use the redressal channel provided if no other mechanism is available in Company policy.

The policy can be accessed at the given link.

https://www.sjsindia.com/Docs/Stakeholder%20Management%20Policy.pdf

26. Overview of the entity's material responsible business conduct issues:

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format:

S. No	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1.	Energy Management	Risk	In manufacturing operations, a significant amount of energy is usually utilised for various purposes such as operating machinery, providing heating and cooling, and lighting facilities. Any interruptions in energy supply, whether caused by power outages, fluctuations in prices, or issues with quality, can result in operational disruptions. These disruptions may lead to delays in production schedules and impact the quality of products. Besides the financial consequences, inadequate energy management can also cause operational disruptions for the company, resulting in product delays, quality problems, and interruptions in the supply chain.	In response to energy management risks, the company has adopted a proactive approach focused on promoting energy efficiency and sustainability throughout its operations. This involves a series of strategic initiatives, including the widespread installation of solar panels across its facilities, procurement of wind and solar power, and reducing electricity consumption from conventional sources like BESCOM. Additionally, the company is actively exploring and investing in energy-efficient technologies and increasing its procurement of power from renewable sources. Furthermore, the company has installed EV charging stations and entirely dependent on renewable energy sources. Notably, the Bengaluru facility has achieved LEED Gold certification (Leadership in Energy Efficiency and Environmental Design) from the US Green Building Council, underscoring its commitment to energy efficiency and environmentally sustainable practices.	POSITIVE Although there are upfront expenses associated with installing solar panels, procuring wind power, and making other capital investments, the company can realise significant long-term cost savings through these actions. By reducing its dependence on costly fossil fuels, such as traditional grid electricity, the company can mitigate future price fluctuations and stabilise its energy expenses. Moreover, the implementation of energy-efficient technologies and practices further enhances operational efficiency, leading to decreased energy consumption and lower overall costs. Consequently, this positive impact on the Company's financials can observed over time.

S. No	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
2.	Water & Waste Management	Risk	Water is essential for cooling machinery, cleaning parts, and various production stages, making any disruptions in supply or usage restrictions detrimental to production schedules and operational effectiveness. Moreover, water scarcity in operational regions can lead to supply shortages, increased costs, and potential conflicts over resources. On the waste management front, the generation of wastewater containing pollutants necessitates careful handling to prevent environmental pollution and health hazards. Regulatory compliance is paramount in both water usage and waste management to avoid fines, legal repercussions, and damage to the company's reputation.	In response to the water and waste management risks inherent in its operations, the Company has implemented a proactive strategy focused on efficiency, sustainability, and regulatory compliance. As part of this strategy, The Company has installed water-efficient fixtures such as low-flow toilets and faucets to minimise water consumption. Additionally, staff members receive thorough training in proper water management techniques to ensure responsible usage throughout the organisation. The Company has established efficient wastewater treatment processes, including Sewage Treatment Plants (STP) and Effluent Treatment Plants (ETP). These facilities process liquid waste, converting it into reusable water and sludge, thereby minimising environmental impact and promoting resource efficiency. The treated water derived from this process is reused for purposes such as toilet flushing and gardening. Furthermore, the Company has installed Reverse Osmosis (RO) water plants to ensure access to high-quality water for manufacturing processes. Company has implemented a zero liquid discharge mechanism which ensures that no liquid waste is discharged from the facility. To ensure the safe and responsible disposal of waste, the sludge is handed over to authorised vendors who specialise in its appropriate management and disposal. Through these measures, the Company effectively mitigates water and waste management risks, demonstrating its commitment to environmental stewardship and sustainability while safeguarding its operations and reputation.	POSITIVE The comprehensive water and waste management measures implemented by the Company not only contribute to environmental sustainability but also generate financially positive results. By optimising water usage and minimising wastage, the facility can significantly reduce its water consumption, resulting in lower water bills and operational costs. Additionally, improved wastewater treatment can help the facility avoid regulatory fines, which can protect the company's financial resources. Moreover, by demonstrating responsible water management practices, the Company can enhance its reputation, potentially attracting environmentally conscious customers and investors, thereby positively impacting sales, and revenue. Moreover, the zero liquid discharge mechanism minimises disposal costs and potential fines associated with improper waste disposal. Therefore, while initially investing in water and waste management infrastructure and initiatives may incur upfront costs, the long-term financial benefits far outweigh these expenses, ultimately generating positive results for the Company.

S. No	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
3.	Waste & Hazardous Materials Management	Risk	The manufacturing process involves the use of various raw materials and chemicals, some of which may be hazardous to human health and the environment. Improper handling, storage, or disposal of these materials can lead to contamination of soil, water, and air, posing risks to ecosystems and human health. Additionally, regulatory non-compliance regarding waste management can result in legal penalties, fines, and damage to the company's reputation. Packaging plays a crucial role in the supply chain of finished products, ensuring their safe transportation and delivery to customers. However, excessive or non-sustainable packaging can contribute to resource depletion, waste generation, and environmental pollution. By adopting eco-friendly packaging materials and optimising packaging designs to reduce material usage, the company can minimise its carbon footprint and conserve natural resources. Furthermore, implementing responsible disposal practices, such as recycling or reusing packaging materials, helps divert waste from landfills and reduces environmental pollution.	The Company has implemented a comprehensive waste management plan to address the risks associated with waste and materials management effectively. To ensure efficient waste disposal, the Company engages waste collection agents appointed by Local Authorities, who conduct regular pickups according to scheduled intervals. In handling hazardous waste, the Company has established a well-defined plan to ensure proper identification and storage practices, minimising the risk of spillage. Hazardous waste is exclusively disposed of through authorised parties, with meticulous records maintained to track disposal activities. Additionally, the Company categorises waste into three distinct levels of risk, each accompanied by appropriate packaging and labelling for easy identification during emergencies. By adhering to these waste management practices, the Company demonstrates its commitment to environmental responsibility and the promotion of a safe working environment. The company has taken the additional step of registering on Extended Producer Responsibility (EPR) platforms. This indicates the company's commitment to environmental sustainability and its willingness to actively participate in programs aimed at reducing its environmental impact.	POSITIVE First, the company has adopted waste reduction strategies such as lean manufacturing principles to minimise waste generation at the source and optimise production processes. Strict protocols and training programs should be established for the proper handling, storage, and disposal of hazardous materials to mitigate health and safety risks. Further to better waste management practices, the Company is in the process of establishing procedures.

S. No	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
4.	Product Quality & Safety	Opportunity	Ensuring product quality and safety presents significant opportunities for the company across multiple facets of its operations. Company believes that High-quality and safe products are essential for maintaining customer satisfaction and loyalty. Product quality and safety can serve as key differentiators in a competitive market to attract new customers, retain existing ones, and even justify premium pricing, ultimately strengthening the company's position in the market. By addressing potential issues early in the product development and manufacturing processes, the company can avoid the need for costly rework, recalls, or product failures.	-	POSITIVE The Company's commitment to product quality and safety is evident through its implementation of a rigorous system to uphold essential standards. This unwavering dedication has led to remarkable outcomes, with the Company successfully avoiding instances of product recalls or losses that could have otherwise posed significant financial implications. Furthermore, by consistently adhering to stringent quality and safety protocols, the Company has not only safeguarded its reputation but also fostered unwavering trust among its customers. This trust has translated into increased customer loyalty and satisfaction, driving repeat business and strengthening the Company's position in the market. Additionally, the Company's proactive approach to quality assurance has enabled it to identify and address potential issues early on, further enhancing its ability to deliver superior products that meet customer expectations. Overall, the Company's steadfast commitment to product quality and safety has not only mitigated risks but also positioned it for sustained success and growth in the marketplace.

S. No	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
5.	Employee Health & Safety	Risk	The utilisation of heavy machinery, chemicals, and other hazardous materials can present substantial risks to the health and safety of employees if not effectively managed. Compliance with occupational health and safety regulations is imperative, as employers are legally obligated to provide a safe and healthy work environment. Failure to do so can lead to legal liabilities, financial penalties, and reputational damage for the company. It is crucial for companies to prioritise proper management of these risks to ensure the well-being of their employees and maintain compliance with occupational health and safety regulations.	The Company has implemented an effective employee health and safety management system, encompassing the identification and management of workplace hazards, the implementation of suitable safety measures, and comprehensive training for employees on the usage of Personal Protective Equipment (PPE) and safety protocols for handling hazardous materials. The Company has established mechanisms to monitor safety-related incidents, enabling timely intervention and preventive measures. To mitigate workplace hazards, the Company has implemented engineering controls, such as machine guards and ventilation systems, that effectively reduce or eliminate associated risks. Additionally, the provision of appropriate PPE, including gloves, safety glasses, shoes, and respirators, plays a crucial role in safeguarding employees from workplace hazards. By prioritising employee health and safety through comprehensive management systems, effective training, and the implementation of necessary safety measures, the Company fosters a secure work environment, mitigates risks, and ensures the well-being of its employees.	POSITIVE The Company's unwavering commitment to product quality and safety has resulted in impressive outcomes, including the avoidance of product recalls and losses. Through a rigorous adherence to stringent standards, the Company has not only safeguarded its reputation but also cultivated unwavering trust among its customers, leading to increased loyalty and satisfaction. Proactively addressing potential issues has further enhanced the Company's ability to deliver superior products, positioning it for sustained success and growth in the marketplace.

S. No	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
6.	Business Model Resilience	Risk and Opportunity	RISK The Company acknowledges that failing to align innovation with market trends and customer preferences poses a risk of decreased sales and market share. Additionally, technological advancements present a risk of product obsolescence. Neglecting to foster a culture of risk awareness within the organisation poses a risk of missed opportunities. Fluctuations in consumer demand, economic conditions, and geopolitical factors can lead to market volatility. Proactively identifying and addressing these risks is crucial for maintaining competitiveness and long-term success. OPPORTUNITY Embracing innovation as a core strategic priority enables the Company to navigate uncertainties and capitalise on emerging opportunities, ensuring long-term success and sustainability in an ever-changing business landscape. By exploring new materials, production processes, and product designs, the Company not only distinguishes its offerings from competitors but also taps into new markets and revenue streams. This proactive approach to innovation enables the Company to adapt swiftly to changing consumer preferences and market dynamics, reducing its vulnerability to external shocks and disruptions.	To leverage the evolving market dynamics, SJS has successfully expanded its range of products to include state-of-the-art, premium offerings such as IML/ IMD parts, 3D appliques, lens mask assemblies, and aluminium badges. The Company has established a dedicated team focused on new product development (NPD), resulting in the introduction of four to five innovative products over the past three to four years. By strategically diversifying its product portfolio and investing in NPD, SJS remains at the forefront of industry trends and is poised to capitalise on emerging market opportunities.	POSITIVE By continually introducing new and improved products, the Company has effectively differentiated itself in the market, expanded its reach, and attracted a wider customer base. This strategic approach has resulted in remarkable growth in both revenues and profits. Moreover, the financial benefits derived from product innovation provide the Company with the resources needed to invest in ongoing research and development initiatives, ensuring its sustained competitive advantage and market leadership over the long term. Moreover, innovation enables the Company to optimise production processes, reduce costs, and improve operational efficiency, further contributing to profitability.

S. No	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
7.	Supply Chain Management	Risk	Recognising and effectively managing supply chain risks is crucial for the Company to ensure a reliable and efficient flow of materials, components, and finished products throughout its operations. Potential disruptions or failures within the supply chain network, involving suppliers, manufacturers, and logistics providers, can have significant consequences. These consequences may include production delays, increased costs, and damage to the Company's reputation. Any disruption in the supply chain, such as material shortages, transportation delays, or production issues at supplier facilities, can lead to delays in product delivery. These delays can result in customer dissatisfaction, order cancellations, and financial penalties for failing to meet contractual obligations.	To mitigate the risks associated with supply chain disruptions, the Company employs several proactive strategies. Firstly, it maintains a diversified supplier base and cultivates strong relationships with multiple suppliers. This approach reduces dependency on any single source, enhancing the Company's ability to respond swiftly to disruptions. Additionally, the Company has developed a comprehensive contingency plan that is regularly reviewed and updated to ensure its effectiveness in mitigating potential disruptions. By proactively assessing and addressing vulnerabilities in the supply chain, the Company can pre-emptively mitigate risks. Furthermore, through random visits to suppliers, the Company monitors and verifies the smooth functioning of operations, ensuring adherence to quality standards and reliability. By continuously monitoring and adapting its strategies, the Company minimises the impact of supply chain disruptions, thereby maintaining a reliable and resilient supply chain network.	NEGATIVE Supply chain disruptions can lead to delays in production, impacting the timely delivery of products to customers. These delays can result in increased costs associated with expedited shipping, overtime wages for employees, and penalties for failing to meet contractual obligations. Inefficiencies in supply chain management can result in either excess inventory or stockouts. Excess inventory ties up capital and incurs storage costs, reducing profitability. On the other hand, stockouts lead to lost sales opportunities and dissatisfied customers, negatively impacting revenue and brand loyalty. Overall, ineffective supply chain management can lead to a cascade of financial challenges, including increased production costs, lost revenue, reputation damage, and regulatory compliance costs.

S. No	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
8.	Material Sourcing & Efficiency	Risk	The meticulous selection of materials is pivotal in the manufacturing process of the Company, as it directly impacts the quality and longevity of the finished products. It is crucial to select materials that align with specific criteria to guarantee durability and performance. A critical consideration is the materials' ability to withstand the diverse environmental conditions the parts may encounter during their operational lifespan. For instance, parts subjected to extreme temperatures, whether high or low, necessitate materials resilient enough to endure without brittleness or deterioration. Moreover, materials must exhibit resistance to the detrimental effects of moisture and UV radiation, as exposure to these elements can compromise both structural integrity and visual appeal. Through careful material selection that meets these stringent criteria, the Company ensures that its products maintain optimal performance and aesthetics over time.	The Company employs a variety of strategies to ensure the resilience of its products when exposed to harsh weather conditions. One common approach involves applying protective coatings or finishes to parts' surfaces, shielding them from damage, fading, or discoloration. Additionally, specialised materials, such as heat-resistant plastics or metals, are utilised to withstand extreme temperatures. Rigorous testing is integral, with products subjected to simulations of diverse weather conditions to evaluate their performance in challenging environments. These meticulous measures enable the Company to produce products known for their durability, reliability, and outstanding performance across a range of environmental conditions. Within the Green Inspired section of the Company's Sustainable Procurement Policy, a commitment is made to cultivate an environmentally friendly and responsible value chain in accordance with local environmental regulations. Particular emphasis is placed on reducing carbon emissions, minimising water usage, managing hazardous materials and toxic waste, and promoting the adoption of renewable energy sources. The principles of "reduce, reuse, and recycle" are endorsed to minimise waste generation and promote responsible resource consumption, including sustainable practices in packaging materials. Moreover, the Company expects suppliers to establish and maintain robust Quality Management Systems, comply with relevant local regulations, participate in training programs, conduct management reviews and internal audits, and monitor and minimise their environmental impact through the adoption of green initiatives and sustainable practices.	NEGATIVE: The Company's financial outlook is directly impacted by material procurement, with raw material costs representing a significant expense that can substantially affect profitability. Fluctuations in material prices, scarcity, or market conditions present challenges and potential cost increases, which may adversely impact the Company's financial performance. POSITIVE: Conversely, the integration of sustainable and eco-friendly materials, while initially incurring higher costs, can lead to long-term savings. These materials often offer increased durability and longer lifespans, reducing the need for frequent replacements and repairs. Moreover, the adoption of sustainable materials aligns with the Company's environmental commitments, potentially decreasing waste management and disposal expenses. As a result, strategic utilisation of sustainable materials can yield financial benefits while demonstrating the Company's dedication to environmental responsibility.

S. No	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
9.	Advancements in technology	Risk and Opportunity	The manufacturing sector has undergone a significant transformation propelled by technological advancements like 3D printing and digital design tools. This evolution has extended to automotive aesthetic parts manufacturers, presenting lucrative opportunities. These innovations empower the creation of intricate designs, personalised components, and more efficient production processes. Embracing such technological advancements enables companies to gain a competitive edge, develop unique products, and improve profitability. However, it's vital to acknowledge that investing in new technologies comes with considerable costs, necessitating a thorough assessment of potential benefits and risks. The Company prioritises technology development, viewing it as a pivotal component of its unique selling proposition (USP) and allocating substantial resources accordingly. In line with its vision, the Company aims for excellence by exploring the possibilities of colors, materials, textures, and functionality. Their objective is to craft visually captivating and sensorially pleasing products that offer intuitive delight. They aspire to lead the aesthetic and functional industrial graphic parts industry, leveraging specialised design and printing technologies to achieve their goals.	To proactively mitigate the risks linked to technological advancements, the Company is actively enhancing its capabilities to introduce in-mould electronics (IME) solutions. These solutions have seen growing applications across various industries, including two-wheelers, passenger vehicles, consumer appliances, and electric vehicles (EVs). By offering these innovative products, the Company aims to expand its customer base not only within the consumer appliances industry but also in the medical devices sector. To facilitate the successful implementation of these advancements, the company has made acquisition of Walter Pack India (WPI) to reinforce our market leadership in the decorative aesthetics industry. The acquisition of Walter Pack represents a significant growth catalyst for SJS, offering abundant opportunities across IMD, IML, IMF, and IME technologies within the PV and consumer segments. These technologies, including large in-mould forming and decoration, enhance our capacity to supply sizable IMF panels for washing machines. With expertise in 1K and 2K injection moulding and IMD, we are poised to expedite our entry into the medical devices sector. Going forward, we will also assess additional acquisition proposals that we deem beneficial to enhancing the Company's value proposition.	POSITIVE The Company acknowledges the significant impact that technological advancements can have on its financial performance, recognising the potential for positive outcomes from the acquisition such as improved efficiency, enhanced quality control, and expanded product offerings. However, it also acknowledges the possibility of negative financial implications, including substantial initial investments, implementation disruptions, and ongoing investment requirements. In order to make prudent decisions, the Company conducts thorough assessments of the costs and benefits associated with adopting new technologies. By carefully evaluating the potential financial impact, the Company can make informed decisions regarding the adoption of technology, taking into account both short-term and long-term financial considerations. This strategic approach enables the Company to leverage the opportunities presented by technological advancements while minimising any potential financial risks.

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

S. No	Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
Policy and management processes										
1.	**a) Whether your entity's policy/ policies cover each principle and its core elements of the NGRBCs. (Yes/No)**	Yes	Yes	Yes	Yes	Yes	Yes	No	Yes	Yes
	Particulars of the Policies	Anti-corruption or anti-bribery policy	Supplier Code of conduct	Health and Safety Policy Code of Conduct for Employees	Stakeholder Management Policy	Human Rights Policy	Environmental Policy	-	Corporate Social Responsibility Policy	Cyber Security and Data Privacy Policy
	b) Has the policy been approved by the Board? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	-	Yes	Yes
	c) Web Link of the Policies, if available	The Company's policies can be accessed at the given link: https://www.sjsindia.com/investors.html#policies Moreover, in light of the operations and the imperative of upholding confidentiality, a subset of the Company's policies can be conveniently accessed through the intranet platform exclusively designated for internal use. The intranet functions as a comprehensive repository for a multitude of policies that regulate the operations and comportment within the organisation.								
2.	**Whether the entity has translated the policy into procedures. (Yes / No)**	Yes	Yes	Yes	Yes	Yes	Yes	-	Yes	Yes
3.	**Do the enlisted policies extend to your value chain partners? (Yes/No)**	Not all the enlisted policies may extend to our value chain partners. We wish to clarify that while the Company is committed to upholding the highest standards of ethical and sustainable business practices, our policies and practices are limited to our own operations and do not extend to our value chain partners. The Company ensures that its suppliers/contractors comply with the law of the land by getting such clauses incorporated in their respective contracts/agreements and terms and conditions of the tenders.								
4.	**Name of the national and international codes /certifications/ labels / standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustee) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.**	ISO 9001	ISO 14001/ IATF 16949	ISO-45001	-	ISO 14001 / ISO-45001	ISO 14001 *ISO 50001	-	-	ISO 9001 / 14001 / IATF 16949
		In addition to these standards, the Company's operations are also guided by the National Guidelines on Responsible Business Conduct (NGBRC), further demonstrating its commitment to responsible business practices. *The Company has initiated the process for obtaining the certification and remains focused on fulfilling the requirements of ISO 50001 certification and aims to successfully obtain the accreditation within September 2024.								

S. No	Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
5.	**Specific commitments, goals and targets set by the entity with defined timelines, if any.**									

Specific commitments, goals and targets	Base Year	Target Year	Expected Results
Environment • To reduce the carbon emissions	2022-23	2023-24	Our short-term goal is to reduce carbon emissions by the financial year 2023-24 through complete energy offsetting, relying entirely on renewable sources, thereby significantly reducing our carbon footprint.
• Inclusion of bioplastic in our operations	2023-24	2028-29	Our medium-term goal is to eliminate conventional plastics from our operations by integrating 30% bioplastics by the financial year 2028-29.
• To increase the consumption of Renewable Energy	2022-23	2023-24	Our short-term goal is to increase the consumption of renewable energy by 50% in our operations by 2023-24 through the implementation of sustainable energy sources and efficiency measures.
• To reduce electricity consumption and increase solar consumption	2022-23	2023-24	Our short-term objective is to reduce 80% electricity usage through doubling of our solar panel capacity coupled with third-party power by the financial year 2023-24.
Social • To increase differently abled employees by 1%	2022-23	2025-26	Our medium-term goal is to increase the representation of differently abled employees by 1% by the financial year 2025-26.
• To improve gender diversity	2023-24	2028-29	Our medium-term goal is to bolster gender diversity by launching a new department, called the Pink Line, which will be entirely managed by women by the financial year 2028-29.
Governance • To obtain ISO 50001	2022-23	2024-25	Our short-term goal is to obtain ISO 50001 for designing, implementing and maintaining an energy management system by the financial year 2024-25.
• To align Companies Sustainability goals with Global Sustainable Rating Platforms.	2022-23	2024-25	Our short-term goal is to modify procedures and policies that are sustainability related to align with International Sustainability Assessment Platform.

S. No	Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
6.	Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met	In response to all the specific commitment goals set by the Company with respect to ESG, the performance for the same is mentioned below: 1. The Company is delighted to announce a substantial decrease in emissions during the financial year 2023-24, demonstrating an impressive reduction of Scope 2 emissions of approximately 71.66% compared to the previous financial year 2022-23. The overall reduction in Carbon emissions is 69.95% compared to the previous financial year 2022-23. This accomplishment underscores our unwavering dedication to environmental sustainability and exemplifies our continued endeavours to mitigate our carbon footprint. 2. The company is actively working towards the goal of incorporating bioplastics into its operations. In the medium term, the company aims to completely eliminate the use of conventional plastics by transitioning to 50% bioplastics by the financial year 2028-29. This initiative aligns with the company's long-term vision of operating in a way that is both environmentally sustainable and commercially viable. Through ongoing research, development, and strategic partnerships, the company is confident in its ability to achieve this goal and contribute to a more sustainable future. 3. The Company is delighted to share a significant accomplishment in the financial year 2023-24: • Wherein our renewable energy consumption witnessed a remarkable rise of 60.07%. This achievement surpasses our predetermined target of 50%, underscoring our commitment to sustainable practices and resource efficiency. • Wherein the electricity consumption through BESCOM reduced 71.64% compared to previous year since the consumption from renewable energy increased. 4. The Company has made substantial progress in meeting its power requirements for manufacturing through the utilisation of renewable solar energy. • A significant portion of the electricity needed during the year, approximately 67.61%, was supplied by third party power. Additional power purchases were made during the year, totalling an extra 25,62,479 KWH. This represents a 74.06% increase in third-party power purchases compared to the previous year, 2022-23. • The total energy consumed from renewable sources accounts for 89.98%, surpassing our target of 80% renewable energy consumption. 5. The company is actively working towards increasing the representation of differently abled employees as part of its diversity and inclusion efforts. With a short-term goal of increasing the representation of differently abled employees by 1% by the financial year 2025-26, the company is implementing various initiatives to attract, hire, and retain individuals with diverse abilities. These initiatives include targeted recruitment strategies, accessible hiring processes, and inclusive workplace policies and accommodations. By fostering an environment that values diversity and empowers all employees, the company is not only enhancing its workforce but also contributing to a more inclusive society. 6. The company is dedicated to enhancing gender diversity within its workforce and has embarked on a strategic initiative to achieve this goal. Through the establishment of a new department, named the Pink Line, the company aims to create opportunities for women to thrive in leadership positions. By the financial year 2028-29, the Pink Line will be fully operational, with women comprising the entire management team. This initiative not only promotes gender diversity but also empowers women to contribute their unique perspectives and talents to the company's decision-making processes. Additionally, the Pink Line serves as a catalyst for fostering an inclusive work environment where all employees, regardless of gender, feel valued and supported. Through ongoing efforts to attract, retain, and advance women in the workplace, the company is demonstrating its commitment to gender equality and creating a more diverse and equitable organisation. Tracking the progress of the Pink Line initiative and regularly evaluating its impact allows the company to make informed decisions and continuously improve its gender diversity efforts.									

S. No	Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
		7. The company has made significant strides towards achieving its short-term goal of obtaining ISO 50001 certification for its energy management system. A dedicated team has been tasked with designing, implementing, and maintaining the necessary infrastructure and processes to meet the requirements of the ISO 50001 standard. Comprehensive energy audits have been conducted across all facilities to identify areas for improvement and optimise energy consumption. Additionally, employee training programs have been initiated to raise awareness about energy efficiency practices and promote a culture of energy conservation throughout the organisation. As the financial year 2024-25 progresses, the company remains focused on fulfilling the requirements of ISO 50001 certification and aims to successfully obtain the accreditation within September 2024. 8. The company has made significant strides in aligning its sustainability goals with Global Sustainable Rating Platforms. We have aligned policies such as human rights, environmental policies, and sustainable procurement policies to comply with these requirements. Moving forward, we are committed to continuing to modify these policies to stay updated and aligned with international standards. Additionally, we aspire to achieve various sustainability awards and recognitions. Notably, the company has been honoured with the prestigious title of "Great Workplace" in the category of "Small and Mid-Sized Organisations" by the renowned Great Place to Work Institute®, India. This recognition underscores our dedication to maintaining a conducive and safe working environment.								
		Governance, leadership and oversight								
7.	**Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements**	"As a pioneering corporate entity, we are deeply committed to conducting our operations with an unwavering focus on sustainability, environmental stewardship, and robust social responsibility. At the core of our ethos is a dedication to minimising our ecological footprint and driving excellence in corporate governance. We strive to lead by example, continuously advancing initiatives to reduce greenhouse gas emissions, enhance energy efficiency, and innovate waste management practices. Our pursuit of exceptional progress in these pivotal areas is driven by a steadfast determination to create lasting, transformative impacts within the communities we serve. Moreover, we harness our steadfast determination to make lasting, transformative contributions to the communities we serve. When it comes to reporting our accomplishments, we take immense pride in trumpeting our extraordinary achievements. The financial year 2023-24 marked significant milestones for us, particularly in environmental sustainability. We achieved a remarkable 71.66% reduction in Scope 2 carbon emissions, contributing to an overall 69.95% decrease in our carbon footprint. These achievements underscore our unwavering dedication to environmental stewardship and our proactive approach to mitigating climate impact. Moreover, we exceeded expectations in renewable energy consumption, surpassing our 50% target and reducing reliance on conventional electricity sources by 71.64%. Our total energy consumption from renewables soared to an impressive 89.98%, well above our 80% goal. These strides demonstrate our commitment to enhancing energy efficiency and leveraging sustainable resources. Inclusivity remains a cornerstone of our corporate ethos. We are steadfast in our efforts to enhance the representation of differently abled employees through inclusive hiring practices and supportive workplace policies. Likewise, our commitment to gender diversity is evident as we strive for parity within our management team, empowering women leaders and fostering a culture of inclusion across our organisation. These initiatives are integral to our overarching ESG vision, which prioritises sustainable operations, diversity promotion, and positive societal impact. By setting ambitious targets and implementing robust strategies, we aim not only to meet but to exceed the expectations of our stakeholders, while advancing our commitment to responsible business practices and sustainable growth. Our unequivocal dedication to cultivating a safe, nurturing work environment has earned us the prestigious distinction of being recognised as a "Great Workplace" by the venerable Great Place to Work Institute® fifth time in a row.								

S. No	Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
		Aligned with our purpose, we forge transformative partnerships to champion cancer research, provide firm support to 200 underprivileged women with vocational trainings., empower brick lane workers through comprehensive welfare programs, deliver crucial educational and healthcare resources to marginalised communities, offer solace and rehabilitation to orphans and extend medical care to the underprivileged. Fueled by steadfast dedication, strong leadership, and an unwavering quest for excellence, we are committed to setting new benchmarks in our industry and shaping a sustainable future for the collective benefit. We invite others to join us on this transformative journey toward a brighter, more resilient world." Sanjay Thapar, CEO and Executive Director DIN: 01029851								
8.	Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy(ies).	The individual who holds the highest authority for the implementation and oversight of the Business Responsibility policies is Mr. Sanjay Thapar. With his role as CEO & Executive Director, Mr. Thapar has been specifically designated to ensure the effective implementation and adherence to the policy, safeguarding its objectives and principles. His expertise and leadership play a crucial role in upholding the organisation's commitment to responsible business practices.								
9.	Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details	Risk Management Committee has been tasked with decision-making authority on all aspects related to sustainability issues. Composition of Risk Management Committee								

Sl. No	Name of the member	Designation
1	Mr. Sanjay Thapar	Chairman (CEO & Executive Director) DIN : 01029851
2	Mrs. Veni Thapar	Member (Independent Director) DIN : 01811724
3	Mr. K A Joseph	Member (Managing Director) DIN : 00784084

10. Details of Review of NGRBCs by the Company:

Subject for Review	Indicate whether review was undertaken by Director / Committee of the Board/ Any other Committee									Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)								
	P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow up action	Yes, performance against enlisted policies and necessarily follow up actions are duly reviewed by the Risk Management Committee as well as the Board of Directors									Annually								
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	Yes, we comply with statutory requirements relevant to the principles and review was undertaken by the Board of Directors.									Quarterly								

11. Independent assessment/ evaluation of the working of its policies by an external agency:

	P1	P2	P3	P4	P5	P6	P7	P8	P9
Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.	Yes, all the policies of the Company are evaluated internally. Further, J. Sundharesan & Associates, specialising in Compliance, Governance and Sustainability advisory has provided 'limited assurance' on working of its policies.								

12. If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated:

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the Principles material to its business (Yes/No)	-	-	-	-	-	-	Yes	-	-
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)	-	-	-	-	-	-	No	-	-
The entity does not have the financial or/human and technical resources available for the task (Yes/No)	-	-	-	-	-	-	No	-	-
It is planned to be done in the next financial year (Yes/No)	-	-	-	-	-	-	No	-	-
Any other reason (please specify)	-	-	-	-	-	-	Please refer note 1	-	-

Note:

1) The Company has made a conscious effort to align its business practices with various public advocacy forums that promote social, environmental, and ethical values. By doing so, the Company is able to operate in a way that is not only profitable, but also responsible towards society and the environment.

   As a member in these forums, the Company has exhibited its dedication to social responsibility by actively engaging in initiatives and programs that endorse sustainable business practices. The Company may share its expertise to help in the formulation of public policy, but we do not directly engage in advocacy activities and hence do not have a specific policy for this purpose.

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

The purpose of this section is to assist organisations in showcasing their proficiency in integrating principles and core elements into critical processes and decisions. The Company has duly provided all mandatory disclosures as per the BRSR framework.

PRINCIPLE 1 BUSINESSES SHOULD CONDUCT AND GOVERN THEMSELVES WITH INTEGRITY, AND IN A MANNER THAT IS ETHICAL, TRANSPARENT AND ACCOUNTABLE

The Company's governance framework is deeply rooted in its dedication to ethical and legal business conduct, shared by all stakeholders from the Board of Directors to every employee. Emphasising enduring relationships and value provision through agility and innovation, SJS ensures that clients realise tangible results. Upholding personal responsibility and commitment fulfillment, the Board has established a "Code of Conduct for Directors and Senior Management" in line with SEBI's Listing Regulation, ensuring adherence across all operations.

The Company maintains high standards of professionalism, honesty, integrity, and transparency, supported by a Stakeholder Management Policy encouraging reporting of non-compliance and improper behaviour. In exceptional cases, direct contact with key figures such as the Chairman, CEO, or Chairperson of the Audit Committee is facilitated. Furthermore, the Company's "Code of Conduct for Insider Trading and Fair Disclosure" reinforces ethical standards and legal compliance, promoting integrity in securities trading.

ESSENTIAL INDICATORS:

1. Percentage coverage by training and awareness programmes on any of the Principles during the financial year:

Segment	Total number of training and awareness programmes held	Topics / principles covered under the training and its impact	% age of persons in respective category covered by the awareness programmes
Board of Directors and Key Managerial Personnel	3	(i) An ESG training session was scheduled for Directors and KMP, focusing on the company's actions related to Environmental, Social, and Governance aspects, particularly within the context of the BRSR framework, for the forthcoming years. (ii) The Company introduced the board to Industry 4.0 highlighting its transformative potential and impact on manufacture, technology and further emphasising the predominant need for its adaptability & Innovation. (iii) The Board undergoes cybersecurity training to understand practices to avoid cyber attacks.	100%

Segment	Total number of training and awareness programmes held	Topics / principles covered under the training and its impact	% age of persons in respective category covered by the awareness programmes
Employees other than BOD and KMPs	78	(i) Following the installation of renewable energy sources, employees have undergone training emphasising the significance of energy management. (ii) POSH Training is crucial for creating a safe and respectful work environment, preventing sexual harassment incidents, and ensuring that everyone understands Company policies and procedures for dealing with such incidents. (iii) EHS Training is vital for creating a safe and healthy workplace, minimising accidents, and ensuring that employees understand Company policies and procedures for handling hazardous materials and situations. (iv) Waste Management and Segregation Training is important to minimise environmental impact, ensure compliance, and educate employees on handling and disposing of waste responsibly. (v) Human Rights Training is critical to ensure employees understands and respects human rights, creating a diverse and inclusive workplace that values and respects all employees.	100%
Workers	162	(i) Following the implementation of renewable energy sources, workers have undergone training sessions emphasising the significance of energy management. (ii) POSH Training is crucial for creating a safe and respectful work environment, preventing sexual harassment incidents, and ensuring that everyone understands Company policies and procedures for dealing with such incidents. (iii) EHS Training is vital for creating a safe and healthy workplace, minimising accidents, and ensuring that workers understand company policies and procedures for handling hazardous materials and situations. (iv) Waste Management and Segregation Training is important to minimise environmental impact, ensure compliance, and educate workers on handling and disposing of waste responsibly. (v) Human Rights Training is critical to ensure employees understands and respects human rights, creating a diverse and inclusive workplace that values and respects all employees and workers.	100%

- The Company strongly advocates for the growth and advancement of its workforce, recognising it as essential for achieving organisational objectives and fostering prosperity. To this end, we have instituted training and awareness initiatives tailored for the Board of Directors, Key Managerial Personnel, employees, and labour force. These initiatives are designed to bolster the team's competencies, knowledge, and adherence to best practices, equipping them to navigate the dynamic business landscape effectively.
- These programs serve to deepen our team members' comprehension of the company's ethos and aspirations, empowering them to actively contribute to our sustained growth. We view these initiatives as pivotal investments in our personnel and remain steadfast in our commitment to furnish the requisite resources and assistance to ensure their efficacy.

2. Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year, in the following format:

MONETARY

Particulars	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (In INR)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Penalty/ Fine	NIL	NIL	NIL	NIL	NIL
Settlement	NIL	NIL	NIL	NIL	NIL
Compounding fee	NIL	NIL	NIL	NIL	NIL

NON-MONETARY

Particulars	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (In INR)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Imprisonment	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL

3. Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed:

Case Details	Name of the regulatory/ enforcement agencies/ judicial institutions
-	-

Considering that the Company has not filed any appeal/revision, the particular section is not applicable.

4. Anti-corruption or Anti-bribery policy:

Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.	Yes, the Company has an Anti-Bribery and Anti-Corruption Policy which provides the requirements in detail. The said policy can be accessed at the below mentioned link. https://www.sjsindia.com/investors.html#policies The Company is dedicated to preventing, deterring, and uncovering instances of fraud, bribery, and any other unethical business behaviours. Our policy mandates conducting all business operations with utmost honesty, integrity, and ethical standards, rigorously enforced across all operations to avoid any engagement in bribery or corruption. In alignment with this pledge, the Company has instituted the Anti-Bribery and Anti-Corruption Policy, prohibiting any form of bribery or corruption and ensuring transparent and accountable business conduct.

5. Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption:

	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
Directors	NIL	NIL
KMPs	NIL	NIL
Employees	NIL	NIL
Workers	NIL	NIL

- There was no disciplinary action that has been initiated against any director, KMP, employees or workers of the Company by any law enforcement agency for charges of bribery or corruption.

- We maintain a zero-tolerance policy towards corruption, and we are committed to upholding the highest standards of ethical conduct and transparency in all our business dealings. We believe that transparency and accountability are critical to building trust with our stakeholders, and we will continue to work towards promoting a culture of integrity throughout our operations.

6. Details of complaints with regard to conflict of interest:

	FY 2023-24 (Current Financial Year)		FY 2022-23 (Previous Financial Year)	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	NIL	None	NIL	None
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	NIL	None	NIL	None

- We prioritise the avoidance of conflicts of interest among our directors and KMPs, as it can negatively affect our stakeholders and reputation. To address this, we have established policies and procedures to identify and resolve any conflicts of interest, ensuring our leaders act in the best interests of the company and stakeholders.

- We are dedicated to handling potential conflicts of interest responsibly and upholding the highest ethical standards among all our Directors and KMPs.

7. Corrective Actions:

Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest	This section is not applicable to the Company as there were no fines / penalties / action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest.

8. Number of days of account payable ((Accounts payable *365) / Cost of goods/services procured) in the following format:

	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
Number of days of accounts Payables	61	68

9. Open-ness of Business

Provide details of Concentration of purchase and sales with trading houses, dealers, and related parties along -with loans and advances & investments, with related parties, in the following format:

Parameter	Metrics	FY 2023-2024 (Current Financial Year)	FY 2022-2023 (Previous Financial Year)
Concentration of purchases	a. Purchases from trading houses as % of total purchases	97.71%	99.64%
	b. Number of Trading houses where purchases are made from	136	144
	c. Purchases from top 10 Trading houses as % of total purchases from trading houses	58.50%	62.09%
Concentration of Sales	a. Sale to dealers / distributed as % of total sales	96.88%	99.51%
	b. Number of dealers / distributions to whom sales are made	192	180
	c. Sales upto 10 dealers / distributors as % of total sales to dealers / distributors	75.80%	82.90%

Parameter	Metrics	FY 2023-2024 (Current Financial Year)	FY 2022-2023 (Previous Financial Year)
Share of RPTs in	a. Purchases (Purchases with related parties / Total Purchases)	2.29%	0.36%
	b. Sales (Sales to related parties / Total Sales)	3.12%	0.49%
	c. Loans & advances (Loans & advances given to related parties / Total loans & advances)	100%	100%
	d. Investments (Investments in related parties / Total Investments made)	98.05%	94.58%

LEADERSHIP INDICATORS:

1. Awareness programmes conducted for value chain partners on any of the principles during the financial year:

Total number of awareness programmes held	Topics / principles covered under the training	%age of value chain partners covered (by value of business done with such partners) under the awareness programmes

The Company organised an awareness program on environmental protection for all value chain partners, facilitated by an external party, in alignment with Principle 6. This program aimed to educate stakeholders from various departments—such as procurement, logistics, supply, maintenance, and quality—about the importance of environmental conservation, sustainable practices, and their roles in fostering positive environmental outcomes.

The initiative covered topics including energy, waste and water management, emissions, ESG for the value chain, and various case studies. Through this effort, the Company sought to raise awareness, foster understanding, and encourage active participation in environmental stewardship among its value chain partners, enabling them to comprehensively understand and engage with multiple environmental topics.

Furthermore, the emphasis on ESG principles helped value chain partners understand the broader implications of their actions and the importance of integrating these principles into their business operations. By sharing case studies, the Company provided real-world examples of how these practices could be implemented effectively, thus enabling the value chain partners to comprehensively understand and become aware of multiple environmental topics.

2. Management of conflict of Interest:

Does the entity have processes in place to avoid/ manage conflict of interests involving members of the Board? (Yes/ No) If Yes, provide details of the same	Yes, the company has established a comprehensive Code of Conduct for all members of the Board, which mandates that Directors always act in the best interests of the company. This code also stipulates that any personal or business associations they may have should not conflict with the company's operations. In the event of any actual or potential conflicts of interest, Directors are required to promptly report such conflicts and seek necessary approvals as per applicable laws and company policies. Furthermore, the company receives annual declarations from its Board of Directors and all employees, confirming their adherence to the Code of Conduct, which includes provisions for dealing with conflicts of interest.

PRINCIPLE 2 BUSINESSES SHOULD PROVIDE GOODS AND SERVICES IN A MANNER THAT IS SUSTAINABLE AND SAFE

We recognise that as a Company, we have a responsibility to reduce our environmental impact and contribute to sustainable development. By providing goods and services in a sustainable manner, we can reduce waste, emissions, and other negative environmental impacts.

Providing goods and services in a sustainable and safe manner is critical for the Company's success and for building a responsible and sustainable business. By prioritising sustainability and safety, the Company has enhanced reputation, reduced risks, and contributed to a more sustainable future. The Company remains committed to upholding this principle and will continue to seek ways to improve our sustainability and safety practices.

Providing sustainable and safe goods and services is important for protecting stakeholders' health, reducing environmental impact, and enhancing reputation.

ESSENTIAL INDICATORS:

1. **Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively:**

	2023-24 Current Financial Year	2022-23 Previous Financial Year	Details of improvements in environmental and social impacts
R&D*	-	-	-
Capex*	-	-	-

*While the Company has made investments in research and development (R&D) and Capex in both the Current and Previous Financial Years, there is currently no detailed breakdown or categorisation available to assess the specific environmental and social impacts resulting from these investments. However, our steadfast dedication to innovation and technological advancements has yielded remarkable outcomes. Through the utilisation of cutting-edge solutions and the adoption of innovative practices, we have successfully reduced our environmental footprint.

2. **Sustainable sourcing:**

Does the entity have procedures in place for sustainable sourcing? (Yes/No)	The Company maintains strong collaborative relationships with its vendors, suppliers, and service providers, integrating them into its business strategies and growth plans. To ensure sustainable sourcing, the Company has implemented rigorous procedures for selecting, assessing, and monitoring both new and existing suppliers of raw materials and outsourced services. These procedures enable the Company to partner with suppliers who share its values and sustainable practices, while continuously monitoring their performance to ensure adherence to environmental standards and regulations. This approach promotes responsible sourcing practices throughout the supply chain, reducing the environmental footprint of the Company's operations. Embedded within its Sustainable Procurement policy is the Green Inspired section, which aims to establish an environmentally responsible value chain in compliance with local environmental laws and regulations. Priorities include reducing carbon emissions, water usage, hazardous materials, and toxic waste, as well as promoting the adoption of renewable energy sources. The policy advocates for the "reduce, reuse, and recycle" approach to minimise waste and promote responsible resource consumption, including in packaging materials. Additionally, suppliers are required to establish a Quality Management System and adhere to local regulations, training, registrations, management reviews, and internal audits. Furthermore, the Company encourages its suppliers to embrace green initiatives and practices to monitor and mitigate their environmental impact.
If yes, what percentage of inputs were sourced sustainably?	100%

3. Processes in place to reclaim products for reuse, recycle and safe disposal of products at the end of life:

Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste.	Recognising the significance of product marking in facilitating effective reclamation and recycling, the Company has established a standardised system for marking its products. Each part produced is clearly labelled with a raw material code, such as >ABS< for Acrylonitrile Butadiene Styrene or >PMMA< for Polymethyl Methacrylate, providing vital information about the materials used. This marking system serves as a crucial identification tool for end users and recycling facilities, enabling easy sorting and processing of materials for recycling or reuse. By ensuring efficient material separation, the Company minimises waste and promotes environmental sustainability. Through the implementation of this robust product marking system, the Company underscores its dedication to environmentally responsible practices. This ensures that their products are managed in an environmentally sustainable manner, reducing their environmental impact and contributing to the establishment of a circular economy.

4. Extended Producer Responsibility (EPR) plan:

Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.	Yes, Extended Producer Responsibility (EPR) is applicable to the entity's activities. The waste collection plan is in line with the EPR plan submitted to Pollution Control Board.

LEADERSHIP INDICATORS:

1. Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?

NIC Code	Name of Product / Service	% of total Turnover contributed	Boundary for which the Life Cycle Perspective / Assessment was conducted	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/ No) If yes, provide the web-link.
The Company has not any conducted Life Cycle Perspective / Assessments (LCA) for any of its products.					

2. If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same:

Name of Product / Service	Description of the risk / concern	Action Taken
NIL		

3. Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry):

Name of Product / Service	Recycled or re-used input material to total material	
	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
NIL		

4. Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format:

	FY 2023-24 (Current Financial Year)			FY 2022-23 (Previous Financial Year)		
	Re-Used	Recycled	Safely Disposed	Re-Used	Recycled	Safely Disposed
Plastics (including packaging)	-	-	6,98,860	-	-	5,97,093
E-waste	-	-	-	-	-	480
Hazardous waste	-	230	1,625	-	180	420
Other waste	-	-	-	-	-	-

5. Reclaimed products and their packaging materials (as percentage of products sold) for each product category:

Indicate product category	Reclaimed products and their packaging materials as % of total products sold in respective category
NIL	

PRINCIPLE 3 BUSINESSES SHOULD RESPECT AND PROMOTE THE WELL-BEING OF ALL EMPLOYEES, INCLUDING THOSE IN THEIR VALUE CHAINS

As a company, we acknowledge the importance of prioritising the welfare of all our employees, both within our organisation and across our value chains. This commitment stems not only from ethical considerations but also from the understanding that it fosters a conducive business environment.

Our pledge involves establishing a safe and supportive workplace environment, devoid of discrimination or harassment. Recognising our employees as invaluable assets, we are dedicated to equipping them with the necessary resources and assistance to safeguard their well-being. This encompasses access to comprehensive health and wellness initiatives, ample training and development avenues, and equitable compensation packages.

Moreover, we recognise the vital role played by our suppliers and partners in our value chain. Hence, we are devoted to collaborating with them to ensure the promotion of employee welfare within their organisations. By closely engaging with our suppliers, we ensure alignment with our ethical and social standards, providing them with the requisite guidance and support to uphold these principles.

Prioritising the welfare of all our employees, from our workforce to our partners, not only aligns with our moral compass but also cultivates a positive and productive work culture. This, in turn, fosters heightened employee engagement, amplified productivity, and ultimately, enhanced profitability.

ESSENTIAL INDICATORS:

1. A) Details of measures for the well-being of employees:

Category	Total (A)	% of employees covered by									
		Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent employees											
Male	170	170	100%	170	100%	-	-	-	-	-	-
Female	24	24	100%	24	100%	24	100%	-	-	24	100%
Total	**194**	**194**	**100%**	**194**	**100%**	**24**	**12.3%**	**-**	**-**	**24**	**12.3%**
Other than Permanent employees											
Male	-	-	-	-	-	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-	-
Total	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**

B) Details of measures for the well-being of workers:

Category	Total (A)	% of employees covered by									
		Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent workers											
Male	271	271	100%	271	100%	-	-	-	-	-	-
Female	36	36	100%	36	100%	36	100%	-	-	36	100%
Total	**307**	**307**	**100%**	**307**	**100%**	**36**	**11.7%**	**-**	**-**	**36**	**11.7%**
Other than Permanent workers											
Male	775	775	100%	775	100%	-	-	-	-	-	-
Female	175	175	100%	175	100%	-	-	-	-	-	-
Total	**950**	**950**	**100%**	**950**	**100%**	**-**	**-**	**-**	**-**	**-**	**-**

C. Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format;

	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
Cost incurred on well-being measures as a % of total revenue of the company	2.56%	3.24%

2. Details of retirement benefits, for Current FY and Previous Financial Year:

Benefits	FY 2023-24 (Current Financial Year)			FY 2022-23 (Previous Financial Year)		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	100%	100%	Yes	100%	100%	Yes
Gratuity	100%	100%	Yes	100%	100%	Yes
ESI	100%	100%	Yes	100%	100%	Yes
Others – Medi - claim	100%	100%	-	100%	100%	–

3. Accessibility of workplaces:

Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.	Yes, our offices are fully accessible to all employees, including those with disabilities. We actively engage with our employees to address and manage their mobility needs, ensuring their input is valued and incorporated into our accessibility initiatives. Our buildings, rooms, toilets, and recreational areas are designed to be securely accessible, allowing differently abled employees to navigate the premises comfortably and enjoy the same amenities as their colleagues. Various safety measures, such as handrails and ramps, are in place to enhance safety and comfort for all employees. The surrounding area features pathways and dedicated walkways equipped with accessible stairs and lifts, facilitating easy access for differently abled employees and individuals with mobility challenges. These features promote inclusivity and ensure that everyone can navigate public spaces with ease. Furthermore, there are no restrictions on personal vehicles within the factory premises, enhancing convenience for all employees.

4. Equal Opportunity Policy:

Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.	In accordance with our Human Rights policy, we uphold principles of equality as an employer. Our policy promotes inclusivity and fairness in the workplace, prohibiting any form of discrimination or harassment based on factors such as race, color, religion, disability, gender, sexual orientation, age, or any other legally protected status. The Policy can be accessed at the given link: https://www.sjsindia.com/investors.html#policies

5. Return to work and Retention rates of permanent employees and workers that took parental leave:

Gender	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	NIL	NIL	NIL	NIL
Female	100%	100%	100%	100%
Total	**100%**	**100%**	**100%**	**100%**

6. Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief:

	Yes/No (If Yes, then give details of the mechanism in brief)
Permanent Workers Other than Permanent Workers Permanent Employees Other than Permanent Employees	Yes, the Company is committed to providing an inclusive and supportive work environment for all employees. As part of this commitment, we have established a grievance redressal mechanism to address any concerns or issues that employees may have. ➢ Every employee in the company will receive respectful and dignified treatment, free from any form of discrimination. There shall be no tolerance for Physical, Sexual, Psychological, or Verbal Harassment or Abuse towards any employee. ➢ Employees are encouraged to communicate their concerns, complaints, grievances, and suggestions through the following channels: a. Utilising complaint/suggestion boxes placed strategically within the unit. b. Contacting business unit heads directly. c. Registering complaints in writing with the Grievance Desk. Upon receipt of a grievance, our internal grievance committee will review the matter and utilise an escalation matrix to determine the most appropriate course of action. This matrix outlines a set of steps that are designed to facilitate the resolution of the grievance, taking into consideration various factors such as the severity of the grievance, the seniority of the involved parties, and the timeline for resolution.

Yes/No (If Yes, then give details of the mechanism in brief)

Our escalation process comprises several stages, including:

A. Informal Discussion with Supervisor:

The first stage of our escalation process involves encouraging employees to speak with their manager before filing a formal grievance. This informal discussion can often help to bridge communication gaps and allow for issues to be resolved quickly and effectively.

B. Formal Written Grievance:

If the informal discussion is not successful in resolving the grievance, employees can file a formal written grievance. We have developed a grievance form that employees can use to document their concerns.

C. Evaluation of Grievance:

Once a formal grievance has been received, the grievance committee will evaluate the matter and determine the appropriate course of action. This can include mediation or other forms of conflict resolution.

D. Conduct a Formal Investigation:

In some cases, a formal investigation may be necessary to gather additional information or evidence. This may involve interviewing witnesses and gathering documents in order to arrive at a fair and impartial resolution.

Upon conclusion of the investigation, the grievance committee will work towards creating a resolution that is fair and equitable for all parties involved. Our aim is to ensure that grievances are resolved in a timely and impartial manner, and that employee's feel supported and valued throughout the process.

It is important to note that our grievance policy recognises and provides for Anonymous Reporting Option and ensures that No employee will face retaliation for filing a grievance or participating in the grievance resolution process.

7. Membership of employees and worker in association(s) or Unions recognised by the entity:

Category	FY 2023-24 (Current Financial Year)			FY 2022-23 (Previous Financial Year)		
	Total employees / workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	% (B / A)	Total employees / workers in respective category (C)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	% (D / C)
Total Permanent Employees	194	NIL	-	178	NIL	-
Male	170	NIL	-	160	NIL	-
Female	24	NIL	-	18	NIL	-
Total Permanent Workers	307	NIL	-	295	NIL	-
Male	271	NIL	-	259	NIL	-
Female	36	NIL	-	36	NIL	-

The Company's staff and labour force do not possess any acknowledged associations or union affiliations. We maintain the belief that each individual should receive equitable and respectful treatment, regardless of their affiliations or absence thereof. We endeavour to cultivate an all-encompassing environment that encourages cooperation and novelty. We pledge to guarantee that all our staff and labour force are provided with just and unbiased prospects and perks.

8. Details of training given to employees and workers:

Category	FY 2023-24 (Current Financial Year)					FY 2022-23 (Previous Financial Year)				
	Total (A)	On Health and safety		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
Employees										
Male	170	170	100%	170	100%	160	160	100%	160	100%
Female	24	24	100%	24	100%	18	18	100%	18	100%
Total	**194**	**194**	**100%**	**194**	**100%**	**178**	**178**	**100%**	**178**	**100%**
Workers										
Male	271	271	100%	271	100%	259	259	100%	259	100%
Female	36	36	100%	36	100%	36	36	100%	36	100%
Total	**307**	**307**	**100%**	**307**	**100%**	**295**	**295**	**100%**	**295**	**100%**

9. Details of performance and career development reviews of employees and worker:

Category	FY 2023-24 (Current Financial Year)			FY 2022-23 (Previous Financial Year)		
	Total (A)	No. (B)	% (B / A)	Total (C)	No. (D)	% (D / C)
Employees						
Male	170	17	10%	160	12	7.5%
Female	24	-	-	18	-	-
Total	**194**	**17**	**8.76%**	**178**	**12**	**7.5%**
Workers						
Male	271	3	1.11%	259	5	1.93%
Female	36	-	-	36	-	-
Total	**307**	**3**	**0.98%**	**295**	**5**	**1.93%**

10. Health and safety management system:

S.no	Particulars	Response
a)	**Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage such system?**	Yes, the Company has implemented a comprehensive occupational health and safety management system. This system encompasses various components aimed at promoting a safe and healthy work environment for all employees: 1) **Pre-employment and Annual Medical Check-ups:** These assessments are conducted to identify any health risks present among employees and ensure they are physically fit to perform their job duties safely. 2) **Training on Environment and Employee Health and Safety:** Essential training programs are provided to employees to increase awareness of workplace hazards and educate them on the necessary precautions to prevent accidents and injuries. 3) **Comprehensive Fire Safety Program:** Employees receive training on various aspects of fire safety, including the proper use of fire hydrant systems, smoke detectors, sprinkler systems, fire extinguishers, safe assembly points, and emergency exits. 4) **Work Permit System:** Before commencing work, employees undergo a formal work permit process to ensure they are adequately trained and certified for their roles. This system also ensures compliance with safety regulations and the provision of a safe working environment.

S.no	Particulars	Response
		5) Safety Committee: A dedicated safety committee is established to oversee safety compliance, conduct regular safety audits and inspections, and develop and implement safety programs to minimise the risk of injuries to workers. **6) Emergency Preparedness/Mock Drills:** Regular mock drills are conducted to familiarise employees with emergency procedures such as evacuation routes and to assess the effectiveness of existing safety protocols. These drills also help identify areas for improvement in emergency response plans. **7) Near Miss Report and Incident Investigation System:** A reporting system is in place for employees to report near misses or incidents. These reports are thoroughly investigated to identify root causes and implement corrective measures to prevent similar incidents from occurring in the future. **8) Visitor Management System and Safety Guide:** A visitor management system is implemented to track visitors on-site and ensure they are aware of safety protocols. A safety guide is provided to visitors to inform them of potential hazards and safety procedures to follow while on the premises. **9) Safety Audits:** Regular safety audits are conducted to identify potential hazards and risks in the workplace. These audits help determine necessary measures to prevent accidents, injuries, and illnesses and ensure compliance with safety regulations and procedures.
b)	**What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?**	The identification of work-related hazards and assessment of risks is a critical process to ensure the safety and well-being of employees in any organisation. The specific processes used may vary depending on the industry, organisation, and local regulations, but generally include the following steps: The observance of work safety analysis, Hazard Identification and Risk Assessment (HIRA), standard operating procedure, and operational control plan helps to monitor routine activities. To ensure the health and safety of personnel, equipment, and materials involved, non-routine activities are supervised using a seven-type work permit system. The seven types of work permit cover various types of hazardous activities, including: 1) Hot work Operations 2) Cold work activities 3) Electrical installation and maintenance 4) Working at heights 5) Electromechanical services 6) Confined space entry 7) Heavy lifting operations This system ensures that every non-routine activity is evaluated and planned, with appropriate safety measures in place before work can begin. By strictly adhering to this system, the Company can minimise the risks associated with non-routine activities, preventing accidents and injuries.

S.no	Particulars	Response
c)	**Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks. (Y/N)**	Yes, to ensure a safe and healthy work environment, we are actively monitoring and addressing workplace hazards through a variety of forums. These forums allow us to gather feedback from workers and identify potential safety risks. The forums that we use to monitor and gather input from workers include Safety Patrols, Workplace Inspections, Pictorial PPE Displays, Identification of Unsafe Conditions and Unsafe Acts, Safety Audits (including Gemba and Departmental Audits), Monthly Safety Audits, On-the-Job Training on Safety, Safety Committee Meetings, and Mock Drills and Emergency Preparedness Training. Through these various forums, we are able to gather feedback and identify potential safety hazards. We then take proactive steps to address these hazards and ensure that our workers have the necessary knowledge and tools to work safely. This includes providing fire-fighting and first aid training, as well as ongoing safety training to help workers identify and avoid potential safety risks. Overall, our commitment to safety is a top priority, and we will continue to work to ensure that all of our workers are able to work in a safe and healthy environment.
d)	**Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No)**	Yes. The Company provides access to non-occupational medical and health services to employees and workers.

11. Details of safety related incidents, in the following format:

Safety Incident/Number	Category	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	NIL	NIL
	Workers	0.71	0.00042
Total recordable work-related injuries	Employees	NIL	NIL
	Workers	1	7
No. of fatalities	Employees	NIL	NIL
	Workers	NIL	NIL
High consequence work-related injury or ill-health (excluding fatalities) Including in the contract workforce	Employees	NIL	NIL
	Workers	NIL	NIL

12. Measures to ensure a safe and healthy workplace:

Describe the measures taken by the entity to ensure a safe and healthy workplace.

The Company places significant emphasis on upholding a safe and healthy workplace environment for all employees, considering it a paramount priority. Various measures have been implemented to ensure this commitment is met effectively.

Safety calendars have been introduced featuring RED/GREEN indicators to highlight accident incidence within specific months. This visual representation aids in tracking safety progress, empowering employees to strive for a zero-accident objective with clear evaluation.

Machinery is equipped with sensors to detect environmental changes and promptly shut down in response to potential danger, ensuring optimal performance while adhering to safety standards.

Stringent parameters have been established to regulate chemical release and maintain compliance with safety requirements, minimising risks associated with handling hazardous materials.

Yearly planning identifies areas for improvement, while regular shop floor inspections assess machinery, equipment, and working conditions. Employee awareness training on Environmental Health and Safety (EHS) is conducted, with incidents investigated and reported to management for hazard and risk assessment.

Additional measures include a reliable firefighting system, first aid and firefighting committees, workplace safety programs, and mandatory use of personal protective equipment (PPE). Annual medical check-ups are provided for all employees, alongside comprehensive fire safety training, reflecting the Company's unwavering commitment to a safe and healthy workplace.

13. Number of Complaints on the following made by employees and workers:

	FY (2023-24) Current Financial Year			FY (2022-23) Previous Financial Year		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	NIL	NIL	None	NIL	NIL	None
Health & Safety	NIL	NIL	None	NIL	NIL	None

We are pleased to report that our employees and workers have not lodged any grievances regarding their working conditions or health and safety. This reflects our commitment to providing a secure and healthy working environment for our staff. We will continue to prioritise employee welfare and maintain the highest standards of safety and health.

14. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	100%
Working Conditions	100%

15. Corrective Actions:

Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions.	In order to address any safety-related incidents and significant risks or concerns identified through health and safety assessments, we have implemented a structured root cause analysis format for detailed investigations and the formulation of corrective action plans. This procedure is followed at all locations and includes the following measures: 1. Establishment of safety committees and works committees. 2. Recognition of employees who have made notable contributions to safety through the Best Safety Kaizen award. 3. Identification and reporting of unsafe conditions and unsafe acts. 4. Installation of fire extinguishers in every department. Display boards promoting awareness about personal protective equipment (PPE) and fire safety classes throughout the plant.

LEADERSHIP INDICATORS:

1 .

Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) (B) Workers (Y/N)?	Yes. The entity provides compensatory coverage in the event of death for employees and workers. The company has a workmen compensation policy in place to ensure financial protection for workers and their families in case of workplace accidents resulting in injury, disability, or death. This policy provides coverage for employees and workers outside the company's premises during working hours. Further the Company also has Group Personal Accident policy and Group Medical Compensation. This coverage extends to all types of accidents, including those that occur during leave. The workmen compensation policy reflects the company's commitment to ensuring the safety and welfare of its workforce and compliance with legal requirements related to occupational health and safety.

2.

Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.	Prior to engaging with any vendors, we conduct thorough due diligence to assess their credibility and compliance history. This includes reviewing their commitment towards ESG , health and safety and human rights assessment , past performance, and adherence to legal requirements, including statutory deductions and deposits. To ensure rigorous compliance with statutory dues across our value chain, we have implemented a comprehensive vendor survey questionnaire. Within this questionnaire, specific inquiries are made regarding the vendors' processes and practices related to statutory deductions and deposits. By integrating this questionnaire into our vendor survey process, we establish clear expectations regarding legal compliance and accountability throughout our supply chain. Vendors must demonstrate adherence to all relevant legal requirements, including statutory obligations related to labour laws, environmental regulations, and any other applicable laws and regulations in their jurisdiction.

3. Provide the number of employees / workers having suffered high consequence work related injury / ill-health / fatalities (as reported in Q11 of Essential Indicators above), who have been rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:

Category	Total no. of affected employees/ workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
Employees	The Company has no reported cases of occupation related injury / ill-health.			
Workers				

4.

Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/ No)	Yes. In case of those who retire from employment, the organisation ensures that all the financial transactions and settlements are completed as soon as possible, so that it provides them with the necessary financial security. This includes all those settlements which have to be made through third parties also. In case of retirement, there was a case where a person was employed in the capacity of a consultant for the Company.

5. Details on assessment of value chain partners:

Category	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	35%
Working Conditions	35%

The assessment was conducted via a questionnaire and targeted the top 30-40% of vendors and service providers. The Company conducted an assessment of its value chain partners, focusing on the top 30-40% of vendors and service providers. This evaluation was carried out through a comprehensive questionnaire that encompassed various Environmental, Social, and Governance (ESG) factors including health and safety practices and working conditions.

The assessment process was designed to be thorough and informative, enabling the Company to gain a clear understanding of the practices and standards maintained by its value chain partners.

6.

Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners.	There were no significant risks/ concerns arising from assessments of value chain partners.

PRINCIPLE 4 BUSINESSES SHOULD RESPECT THE INTERESTS OF AND BE RESPONSIVE TO ALL ITS STAKEHOLDERS

ESSENTIAL INDICATORS:

1. Identification of stakeholders group:

Describe the processes for identifying key stakeholder groups of the entity	The Company has developed a Stakeholder Engagement Framework for identification of Stakeholders. In line with this framework, the stakeholder identification process at the Company considers the following scope in identifying the stakeholders: • **Dependency –** groups or individuals who are directly or indirectly dependent on the organisation's activities, products or services and associated performance, or on whom the organisation is dependent in order to operate. • **Responsibility –** groups or individuals to whom the organisation has, or in the future may have, legal, commercial, operational or ethical/moral responsibilities. • **Attention –** groups or individuals who need immediate attention from the organisation about financial, wider economic, social or environmental issues. • **Influence –** groups or individuals who can have an impact on the organisations or a stakeholder's strategic or operational decision-making. • **Diverse perspectives –** groups or individuals whose different views can lead to a new understanding of the situation and the identification of opportunities for action that may not otherwise occur.

2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group:

Stakeholder Group	Whether identified as Vulnerable & Marginalised Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Shareholders	No	• Annual General Meeting • Shareholder meets • Email • Stock Exchange (SE) Intimations • investor/analysts meet/ • conference calls • annual report, • quarterly results • media releases and • Company website • Notice • Newspaper advertisements	Quarterly, Half yearly and annually	**1) Share price appreciation, dividends, profitability and financial stability:** a) **Purpose:** Evaluate financial performance and stability for potential growth. b) **Key topics raised:** Share price trends, dividend history, profitability ratios, financial statements, and market conditions c) **Concerns raised:** Volatility in share prices, non-declaration of dividend and financial risks. **2) Queries/suggestions/ assurance /complaints etc:** a) **Purpose:** Address shareholder queries, suggestions, complaints, and provide assurance. b) **Key topics raised:** Shareholder queries, suggestions, assurances, and concerns.

Stakeholder Group	Whether identified as Vulnerable & Marginalised Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Customers	No	• Partnering with them in their journey from products to services. • One–on–one interaction. • Customer satisfaction survey. • Feedback surveys and calls post redressal of complaints. Customer service helpline. • Email, Telephone and physical and VC Meetings	Daily	**1) Queries/suggestions/ assurance/complaints:** a) Purpose: Address customer queries, suggestions, complaints, and provide assurance. b) Key topics: Customer service, complaint handling, feedback mechanisms. c) Concerns: On time delivery and quality related concerns. **2) Understanding the customers' requirements:** a) Purpose: Understand customer requirements to improve products and services. b) Key topics: Customer needs analysis, market research, product development.
Suppliers	No	• Supplier meets. • One-on-one interactions. • Email, Telephone and physical and VC Meetings	Fortnightly	**1) Supplier Feedback Mechanism:** **a) Purpose:** To gather feedback and input from suppliers regarding their experiences, challenges, and suggestions for improvement. **b) Key topics:** Supplier relationships, contract terms, payment processes, and communication channels. **2) Supplier Performance Evaluation:** **a) Purpose:** To assess the performance of suppliers and provide feedback on areas of improvement. **b) Key topics:** Quality of goods/services, timeliness, adherence to contractual obligations, and compliance with ethical standards. **3) Supplier Capacity Building:** **a) Purpose:** To provide support and resources to suppliers to enhance their capabilities and meet the company's requirements. **b) Key topics:** Training programs, supplier development initiatives, and sharing best practices. **4) Collaborative Innovation:** **a) Purpose:** To foster innovation and collaboration between the company and suppliers to drive mutual growth and development. **b) Key topics:** Joint research and development projects, co-creation of new products/services, and sharing market insights. **5) Ethical and Sustainable Practices:** **a) Purpose:** To ensure suppliers adhere to ethical and sustainable practices in their operations. **b) Key topics:** Compliance with labor standards, environmental regulations, and responsible sourcing.

Stakeholder Group	Whether identified as Vulnerable & Marginalised Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Employee and Workers	No	• Personalised learning and development programmes. • Regular performance review and feedback. • One-on-one engagement, townhall meetings. • Employee engagement surveys. • Programmes catered around overall wellbeing. • Intranet Portal. • Casual interaction and daily games post lunch • Emails, Notice Board, Meetings	Daily	**1) Hearing of all employee concerns:** **a) Purpose:** To provide an open forum for employees to voice their concerns and improve company culture. **b) Key topics:** Employee concerns, communication, and feedback mechanisms. **2) Conducting meetings:** **a) Purpose:** To facilitate communication and decision-making within the organisation. **b) Key topics:** Meeting agenda, participation, and outcomes. **3) Suggestion Schemes:** **a) Purpose:** To encourage employees to contribute innovative ideas and improve company operations. **b) Key topics:** Suggestion submission process, evaluation criteria, and implementation strategies. **4) Conducting enquiries:** **a) Purpose:** To investigate and resolve issues within the organisation. **b) Key topics:** Enquiry process, documentation, and communication with stakeholders.
Government and Regulators	No	• E-mails and letters. • Conferences. • Industry forums. • Regulatory filings. • Meetings with officials. • Representations.	On periodical basis as provided under relevant legislations	1) In relation to Compliances with applicable laws, Industry concerns, changes in regulatory frameworks, skill and capacity building, employment: **a) Purpose:** Ensure compliance with applicable laws, adapt to regulatory changes, stay informed of industry concerns, invest in employee skills. **b) Key topics:** Regulatory compliance, industry trends, workforce development, employment policies, and skill-building initiatives.
Community	Yes	• Collaboration with non-governmental organisations (NGOs). • Field visits. • CSR and sustainability initiatives. • Skill development. • One-on-one interactions.	Periodically	**a) Purpose:** Develop and implement sustainable CSR initiatives related to water and natural resource management, community development, education/skill development, and livelihood support. **b) Key topics:** Water and natural resource management, community development, education/skill development, livelihood support, and sustainability reporting.

Stakeholder Group	Whether identified as Vulnerable & Marginalised Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Board of Directors	No	• Board Meetings - Engage with Board members through regular board meetings, either in person or virtually, to discuss company performance, strategy, and challenges. Meetings usually happen on a regular basis, such as quarterly. • Board Committees - Engage with Board committee members, such as Audit, CSR, NRC, SRC, and Risk Management committees, for more focused updates and discussions on specific areas of the company's operations. • Board Reports - Provide regular reports to the Board on company performance and progress towards strategic goals. Reports may include financial updates, key performance indicators, or other relevant information. • Informal Updates - Provide informal updates to Board members on an ongoing basis through channels such as emails, phone calls, or meetings outside of regular Board meetings.	Quarterly and on any event/need basis.	**1) Company's business operations, planning, strategies etc:** **a) Purpose:** To review the company's current business operations, planning and strategies, and identify opportunities for improvement. **b) Key topics:** Business model, operational efficiency, market analysis, growth strategies, risk management, and financial performance.
Contractors	No	• Emails. • Need based meetings. • Periodical Reports	Periodically	**Purpose:** Manage the contractor relationship for quality performance and contractual compliance. **Key Topics:** Contractual Agreements, Performance Evaluation, Fair and Timely Payment, Quality and Performance.

Stakeholder Group	Whether identified as Vulnerable & Marginalised Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Subsidiary	No	• Emails. • Need based meetings. • Periodical Reports.	Quarterly and Requirement basis.	**1) Strategic Alignment:** **a) Purpose:** To align the subsidiary company's goals and strategies with the overall objectives of the Company. **b) Key topics:** Business plans, market expansion strategies, product development, and resource allocation. **2) Performance Reviews and Reporting:** **a) Purpose:** To review the performance of subsidiary company, assess key metrics, and ensure transparency in reporting. **b) Key topics:** Financial performance, operational efficiency, market share, and compliance with regulations. **3) Knowledge Sharing and Best Practices:** **a) Purpose:** To facilitate knowledge sharing and exchange of best practices among subsidiary company and the Company. **b) Key topics:** Innovation, process optimisation, risk management, and market insights.
Bankers	No	• Periodic Meetings • Periodic Reports • Emails	Requirement basis.	**1) Understand the banking compliance, maintaining rapport with our bankers, and banking/credit facilities:** **a) Purpose:** Understand banking compliance, maintain rapport with bankers, and manage banking/credit facilities. **b) Key topics:** Banking regulations, compliance requirements, credit facilities, maintaining relationships with bankers.
Peers	No	• Industry events and conferences • Trade associations and industry groups • Market research and analysis • Benchmarking studies	Requirement basis.	**To provide considerations and share insights on global developments:** **a) Purpose:** Provide insights on global developments that may impact the company's operations and strategies **b) Key topics:** Geopolitical risks, macroeconomic trends, emerging technologies, social and environmental issues, and industry developments.

LEADERSHIP INDICATORS:

1.

Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.	Management actively engages with various stakeholders, including investors, employees, and customers, as part of our ongoing business operations. These interactions occur both during planned events and as necessary to address specific needs or concerns. Any feedback or issues that warrant the attention of the Board are promptly brought to their notice. Suggestions, complaints, or grievances from stakeholders are communicated through established channels and processes. For these purposes, we have a stakeholder management policy in place, providing stakeholders with a structured route to address grievances and ensure effective resolution. Depending on their importance and impact, these matters are escalated to the relevant committees within the Board for careful consideration and resolution. This systematic approach ensures that all stakeholder feedback and concerns are appropriately addressed and managed within the organisational framework.

2.

Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.	Yes. The Company conducts materiality assessments to understand and identify pertinent environmental and social issues relating to its operations and stakeholders. These assessments actively seek input from stakeholders to ensure that key concerns and priorities are accurately reflected in the entity's sustainability strategy, objectives, and reporting frameworks. Stakeholder engagement involves consultations with various parties, including local community members, healthcare professionals, and government officials. These consultations may entail assessing healthcare and educational needs in the area, as well as identifying schools with the greatest requirements, and tailoring support accordingly. Additionally, stakeholder input plays a crucial role in shaping initiatives with social impact, such as education and skill development programs, free eye check-ups for children, distribution of school bags and e-learning kits. Furthermore, environmental initiatives like the Clean Village Initiative Campaign for waste management, construction of RO water plants, providing support upto 200 underprivileged women with vocational trainings were also taken up by the Company. This collaborative approach ensures that the organisation's sustainability efforts are aligned with the needs and expectations of its stakeholders, fostering meaningful impact within the community.

3.

Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalised stakeholder groups.	As a socially responsible Organisation, we are committed to working for the welfare of the communities around us. The Company has established community outreach programs specifically targeting vulnerable or marginalised groups. These programs include educational workshops, job training initiatives, health awareness campaigns, or access to basic services like clean water or sanitation like providing vocational training to 200 women in tailoring, computer skills, and driving, with a focus on facilitating job placement opportunities. Company implemented diversity and inclusion initiatives aimed at ensuring representation and equal opportunities for all employees, including those from marginalised groups. Our community engagement interventions include: • Providing home meals to economically backward and needy people • Sponsoring para-athlete for participating in international sports competitions • Contribution to CBCI Society for Medical Education for medical treatment of needy patients • Distributing e-learning kits and school bags. • Participation in garbage collection and waste management drive • Constructed a new building at Varahasandra government school including two classrooms with a seating capacity of 50 children each, an RO unit for clean drinking water, and building of additional classrooms and school infrastructure • Provided support upto 200 underprivileged women with vocational trainings • Conducted comprehensive health check-ups and free doctor consultations for up to 900 underprivileged villagers

PRINCIPLE 5 BUSINESSES SHOULD RESPECT AND PROMOTE HUMAN RIGHTS

ESSENTIAL INDICATORS:

1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:

Category	FY 2023-24 (Current Financial Year)			FY 2022-23 (Previous Financial Year)		
	Total (A)	No. of employees / workers covered (B)	% (B / A)	Total (C)	No. of employees / workers covered (D)	% (D / C)
Employees						
Permanent	194	194	100%	178	178	100%
Other than permanent	-	-	-	29	29	100%
Total Employees	194	194	100%	207	207	100%
Workers						
Permanent	307	307	100%	295	295	100%
Other than permanent	950	950	100%	950	950	100%
Total Workers	1257	1257	100%	1245	1245	100%

2. Details of minimum wages paid to employees and workers, in the following format:

Category	FY 2023-24 (Current Financial Year)					FY 2022-23 (Previous Financial Year)				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
Employees										
Permanent	194	-	-	194	100%	178	-	-	178	100%
Male	170	-	-	170	100%	160	-	-	160	100%
Female	24	-	-	24	100%	18	-	-	18	100%
Other than Permanent	-	-	-	-	-	29	-	-	29	100%
Male	-	-	-	-	-	25	-	-	25	100%
Female	-	-	-	-	-	4	-	-	4	100%
Workers										
Permanent	307	-	-	307	100%	295	-	-	295	100%
Male	271	-	-	271	100%	259	-	-	259	100%
Female	36	-	-	36	100%	36	-	-	36	100%
Other than Permanent	950	-	-	950	100%	950	-	-	950	100%
Male	775	-	-	775	100%	725	-	-	725	100%
Female	175	-	-	175	100%	225	-	-	225	100%

3. Details of remuneration/salary/wages, in the following format:

Category	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category	Number	Median remuneration/ salary/ wages of respective category
Board of Directors (BoD)	5	3,000,000	1	1,825,000
Key Managerial Personnel*	2	7,845,443	-	-
Employees other than BoD and KMP	170	709,552	24	601,286
Workers	271	378,484	36	359,136

*Comprising Chief Financial Officer and Company Secretary.

b. Gross wages paid to Female as % of total wages paid by the entity, in the following format

	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
Gross wages paid to females as % of total wages	10.3%	9.7%

4. Focal point for addressing human rights:

Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

Yes. The Head of HR department oversees the human resource's function. In addition, the Executive Directors are responsible for addressing any human rights issues caused or contributed by the business.

5. Internal mechanisms in place to redress grievances related to human rights issues:

Describe the internal mechanisms in place to redress grievances related to human rights issues.

The internal stakeholders of a business are groups or individuals who work directly within it, such as employees and contractual support staff. They are granted access to a redressal channel as specified in the human rights policy to address any concerns or complaints that they may have.

By providing regular training and awareness programs on human rights issues company prevents violations from occurring in the first place. The policy's objective is to establish an accessible and secure process for employees to report any incidents of discrimination, harassment, or other human rights violations that may occur in the workplace. The grievance mechanism is effectively communicated to all employees to ensure that they are informed of the process and their rights to report any violations. Company has established clear and comprehensive policy that define sexual harassment, outline unacceptable behaviours, and provide guidance on reporting procedures.

6. Number of Complaints on the following made by employees and workers:

Category	FY 2023-24 (Current Financial Year)			FY 2022-23 (Previous Financial Year)		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	NIL	NIL	None	NIL	NIL	None
Discrimination at workplace	NIL	NIL	None	NIL	NIL	None
Child Labour	NIL	NIL	None	NIL	NIL	None
Forced Labour/Involuntary Labour	NIL	NIL	None	NIL	NIL	None
Wages	NIL	NIL	None	NIL	NIL	None
Other human rights related issues	NIL	NIL	None	NIL	NIL	None

7. Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format:

	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	NIL	NIL
Complaints on POSH as a % of female employees / workers	NIL	NIL
Complaints on POSH upheld	NIL	NIL

8. Mechanism to prevent adverse consequences to the complainant in discrimination and harassment cases.

Mechanism to prevent adverse consequences to the complainant in discrimination and harassment cases.

To prevent harassment in the workplace, the company has established a mechanism that consists of various policies, procedures, and guidelines. The mechanism includes a code of conduct that outlines the company's expectations for appropriate workplace behaviour and provides guidance on identifying and addressing harassment.

The company has also established a confidential reporting system that allows employees to report any incidents of harassment without fear of retaliation. These reports are thoroughly investigated, and corrective action is taken where necessary. Additionally, the company provides regular training to all employees on identifying and preventing harassment in the workplace.

Confidentiality is strictly maintained throughout the process, ensuring that information is shared only with those directly involved in resolving the grievance. This safeguards the privacy and integrity of the parties concerned, minimising the risk of sensitive details being exposed unnecessarily. Furthermore, the policy includes a commitment to non-retaliation, guaranteeing that no employee will face repercussions for filing a grievance or participating in its resolution. This discourages any form of retaliation and fosters an environment where employees feel safe to voice their concerns without fear of retribution. Additionally, the option for anonymous reporting provides an alternative avenue for employees who may be uncomfortable reporting grievances openly. This option allows concerns to be addressed while protecting the anonymity of the reporting party, ensuring their safety and encouraging transparency in addressing workplace issues. Together, these measures create a supportive framework that prioritises fairness, confidentiality, and the well-being of all employees involved in the grievance process.

To ensure compliance with its harassment prevention policies, the company conducts regular audits and assessments of its workplace culture and practices. These assessments help identify areas for improvement and ensure that the company is taking all necessary steps to prevent harassment.

9. Human rights requirements forming part of your business agreements and contracts:

Do human rights requirements form part of your business agreements and contracts? (Yes/No).

The Human rights related requirements are covered as a part of supplier/Dealer/Vendor onboarding process. As part of our supplier/Dealer/Vendor onboarding process, we integrate human rights requirements to ensure compliance with relevant laws, labour standards, and environmental regulations, fostering an environment of ethics and integrity.

Our business agreements feature clauses mandating ethical recruitment practices, prohibiting human trafficking and forced labour. Contracts further stipulate the obligation to respect the land, forest, and water rights of local communities and indigenous peoples. Emphasising diversity and inclusion, our agreements encourage suppliers to cultivate diverse workforces and provide equal opportunities irrespective of race, gender, or ethnicity. Additionally, our onboarding process includes measures to ensure fair treatment of workers regarding wages, working hours, and occupational health and safety.

10. Assessments for the year:

Category	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	100%
Forced/involuntary labour	
Sexual harassment	
Discrimination at workplace	
Wages	
Others – please specify	

11. Corrective Actions to address significant risks / concerns arising from the assessments:

Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 9 above.

The Company is deeply committed to upholding human rights and has established a comprehensive framework to address key risks and concerns, including child labour, forced labour, sexual harassment, discrimination, and fair wages. We have enhanced our due diligence procedures to better identify and address any potential violations, ensuring compliance with ethical standards and environmental regulations throughout our supply chain. Regular assessments and employee training initiatives help raise awareness and prevent incidents. If any violations are detected, swift and decisive corrective actions are taken, including contract terminations or legal recourse as necessary. Furthermore, our policies and procedures are continuously reviewed and reinforced to uphold human rights standards across all operations.

As part of our ongoing efforts, there were no significant risk/concern that arose on its self-assessment and from the diligence of customers.

LEADERSHIP INDICATORS:

1.

Details of a business process being modified / introduced as a result of addressing human rights grievances/complaints.

As there were no major human rights grievances or complaints, there have been no specific business processes modified or introduced in response to addressing such grievances or complaints.

2.

Details of the scope and coverage of any Human rights due diligence conducted.

The Company conducts internal due diligence to ensure adherence to human rights standards. Employee rights are rigorously monitored, guaranteeing a safe and equitable workplace free from harassment and discrimination. Stakeholder engagement plays a crucial role in the process, with feedback from employees, communities, and civil society organisations being incorporated to ensure comprehensive coverage. Risks are identified and mitigated through detailed assessments, regular audits, and targeted training initiatives. These efforts foster awareness and build capacity to effectively address and overcome human rights challenges within the Company.

Monitoring mechanisms are in place to track compliance, with prompt remedial action taken in case of violations to ensure accountability and redress for affected individuals. Overall, this diligence reflects the Company's commitment to upholding human rights standards and promoting fairness and equality across its operations.

3. Is the premise/office of the entity accessible to differently abled visitors:

Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?

Yes, our premises fully comply with the requirements of the Rights of Persons with Disabilities Act, 2016. We actively engage with our differently abled visitors to address their mobility needs and incorporate their input into our accessibility initiatives.

The Company's buildings, rooms, toilets, and recreational areas are designed with secure accessibility features such as handrails and ramps, allowing differently abled visitors to navigate comfortably. Additionally, pathways and walkways surrounding the area are equipped with accessible stairs and lifts, facilitating easy access for individuals with mobility challenges.

These initiatives promote inclusivity and ensure that all visitors, including those with disabilities, can navigate our premises with ease.

4. Details on assessment of value chain partners:

Category	% of value chain partners (by value of business done with such partners) that were assessed
Child labour	35%
Forced/involuntary labour	
Sexual harassment	
Discrimination at workplace	
Wages	
Others – please specify	

The assessment was conducted via a questionnaire and targeted the top 30-40% of vendors and service providers. The Company conducted an assessment of its value chain partners, focusing on the top 30-40% of vendors and service providers. This evaluation was carried out through a comprehensive questionnaire that encompassed various Environmental, Social, and Governance (ESG) factors including the above-mentioned factors.

The assessment process was designed to be thorough and informative, enabling the Company to gain a clear understanding of the practices and standards maintained by its value chain partners.

5.

Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 4 above.
There were no significant risks/ concerns arising from assessments of value chain partners.

PRINCIPLE 6 BUSINESSES SHOULD RESPECT AND MAKE EFFORTS TO PROTECT AND RESTORE THE ENVIRONMENT

ESSENTIAL INDICATORS:

1. Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:

Parameter	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
From renewable sources		
Total electricity consumption (A)	28855.47 GJ	18026.58 GJ
Total fuel consumption (B)	-	-
Energy consumption through other sources (C)	-	-
Total energy consumption (A+B+C)	28855.47 GJ	18026.58 GJ
From non-renewable sources		
Total electricity consumption (D)	3009.22 GJ	10612.35 GJ
Total fuel consumption (E)	202.37 GJ	105.69 GJ
Energy consumption through other sources (F)	-	-
Total energy consumed from non-renewable sources (D+E+F)	**3211.59 GJ**	**10718.04 GJ**
Total energy consumed (A+B+C+D+E+F)	**32067.06 GJ**	**28744.62 GJ**
Energy intensity per rupee of turnover (Total energy consumed / Revenue from operations)	0.00000882	0.00000970
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumption / Revenue from operations adjusted for PPP)	0.00000039	0.00000043
Energy intensity in terms of physical output	-	-
Energy intensity (optional) – the relevant metric may be selected by the entity	-	-

*The revenue from operations has been adjusted for PPP based on the latest PPP conversion factor published by the IMF- for India. For the years ended 31st March 2024 and 31st March 2023, it is 22.401 and 22.167, respectively.

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

The assessment / evaluation has been carried out in-house and J. Sundharesan and Associates, Compliance Governance and Sustainability Advisors, has given limited assurances on the said parameter.

2. Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.

No, we have not identified any sites/facilities as Designated Consumers (DCs) under the PAT scheme of the Government of India.

3. Provide details of the following disclosures related to water, in the following format:

Parameter	FY 2023-2024 (Current Financial Year)	FY 2022-2023 (Previous Financial Year)
Water withdrawal by source (in kilolitres)		
(i) Surface water	-	-
(ii) Groundwater	52,321.346	46,862.428
(iii) Third party water	-	-
(iv) Seawater / desalinated water	-	-
(v) Others	-	-
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	**52,321.346**	**46,862.428**
Total volume of water consumption (in kilolitres)	**52,321.346**	**46,862.428**
Water intensity per rupee of turnover (Total water consumption / Revenue from operations)	0.00001439	0.00001582
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption / Revenue from operations adjusted for PPP) *	0.00000064	0.00000071
Water intensity in terms of physical output	-	-
Water intensity (optional) – the relevant metric may be selected by the entity	-	-

*The revenue from operations has been adjusted for PPP based on the latest PPP conversion factor published by the IMF- for India. For the years ended 31st March 2024 and 31st March 2023, it is 22.401 and 22.167, respectively.

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

The assessment / evaluation has been carried out in-house and J. Sundharesan and Associates, Compliance Governance and Sustainability Advisors, has given limited assurances on the said parameter.

4. Provide the following details related to water discharged: Not Applicable

Parameter	FY 2023-2024 (Current Financial Year)	FY 2022-2023 (Previous Financial Year)
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water	-	-
-No treatment	-	-
-With treatment – please specify level of treatment	-	-
(ii) To Groundwater	-	-
-No treatment	-	-
-With treatment – please specify level of treatment	-	-
(iii) To Seawater	-	-
-No treatment	-	-
-With treatment – please specify level of treatment	-	-
(iv) Sent to third parties	-	-
-No treatment	-	-
-With treatment – please specify level of treatment	-	-
(v) Others	-	-
-No treatment	-	-
-With treatment – please specify level of treatment	-	-
Total water discharged (in kilolitres)	-	-

5. Mechanism for Zero Liquid Discharge:

Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.	In its commitment to being a responsible corporate citizen, the Company has mechanisms to treat and recycle all the wastewater generated by their industrial processes. They have installed a state-of-the-art treatment plant that uses a combination of physical, chemical, and biological processes to treat the wastewater. The treated water is then passed through a series of filtration and evaporation processes to remove all the impurities and contaminants, leaving behind only pure and clean water that can be reused within the plant. The remaining solid waste is disposed off in a responsible and environmentally sustainable manner. The Company has established Sewage Treatment Plants (STPs) and Effluent Treatment Plants (ETPs), the Company endeavours to minimise the quantity of water discharged to the greatest extent possible, in accordance with feasible measures. There exists a mechanism to treat and recycle all the wastewater generated by the industrial processes. The Company has installed a state-of-the-art treatment plant that uses a combination of physical, chemical, and biological processes to treat the wastewater. The treated water is then passed through a series of filtration and evaporation processes to remove all the impurities and contaminants, leaving behind only pure and clean water that can be reused within the plant. The remaining solid waste is disposed of in a responsible and environmentally sustainable manner. • The liquid from the Sewage Treatment Plant (STP) undergoes processing in the STP plant, where it is converted into sludge, and the treated water is repurposed for flushing toilets and gardening purposes. • The liquid from the Effluent Treatment Plant (ETP) is treated in the ETP plant, resulting in the production of ETP sludge, which is then disposed of in an environmentally responsible manner by appointing authorised vendors. By adopting a Zero Liquid Discharge mechanism, the Company has been able to reduce its dependence on freshwater sources, minimise its impact on the environment, and ensure that all the wastewater generated is treated and recycled in a responsible and sustainable manner.

6. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:

Parameter	Please specify unit	FY 2023-2024 (Current Financial Year)	FY 2022-2023 (Previous Financial Year)
NOx	mg/Nm3	15.5	27.3
Sox	mg/Nm3	9.3	18.4
Particulate matter (PM)	mg/Nm3	17.1	66
Persistent organic pollutants (POP)	Nm3/hrs	8495.4	9440.8
Volatile organic compounds (VOC)	Kg/hrs	0.145	0.623
Hazardous air pollutants (HAP)	mg/Nm3	BDL	BDL
Others – please specify	mg/Nm3	BDL	BDL

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

The assessment / evaluation has been carried out by Vsix Analytical Labs Private Limited.

7. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:

Parameter	Unit	FY 2023-2024 (Current Financial Year)	FY 2022-2023 (Previous Financial Year)
Total Scope 1 emissions (Break-up of the GHG into CO_2, CH_4, N_2O, HFCs, PFCs, SF_6, NF_3, if available)	Metric tonnes of CO_2 equivalent	46,032	26,912.56
Total Scope 2 emissions (Break-up of the GHG into CO_2, CH_4, N_2O, HFCs, PFCs, SF_6, NF_3, if available)	Metric tonnes of CO_2 equivalent	6,35,281	22,40,385
Total Scope 1 and Scope 2 emissions intensity per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations)	Metric tonnes of CO_2 equivalent	0.00018750	0.00076548

Parameter	Unit	FY 2023-2024 (Current Financial Year)	FY 2022-2023 (Previous Financial Year)
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations adjusted for PPP) *		0.00000837	0.00003456
Total Scope 1 and Scope 2 emission intensity in terms of physical output		-	-
Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity		-	-

*The revenue from operations has been adjusted for PPP based on the latest PPP conversion factor published by the IMF- for India. For the years ended 31st March 2024 and 31st March 2023, it is 22.401 and 22.167, respectively.

In the financial year 2023-24, the Company is pleased to report a significant reduction in emissions. Specifically, Scope 2 emissions saw a remarkable decrease of around 71.66% compared to the preceding financial year 2022-23. Overall, the Company achieved a substantial reduction in carbon emissions amounting to 69.95% compared to the same period.

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.
The assessment / evaluation has been carried out in-house and J. Sundharesan and Associates, Compliance Governance and Sustainability Advisors, has given limited assurances on the said parameter.

8. Project related to reducing Green House Gas emission:

Does the entity have any project related to reducing Green House Gas emission? If yes, then provide details.	We are delighted to announce a substantial decrease in emissions for the financial year 2023-24, marking a remarkable reduction of around 69.95% compared to the preceding financial year 2022-23. Further, there was a significant reduction in Scope 2 carbon emissions leading to overall decrease in carbon emissions. This achievement underscores our steadfast commitment to environmental sustainability and reflects our continuous endeavours to mitigate our carbon footprint. The company has made significant strides in meeting its energy requirements for manufacturing operations through the utilisation of renewable solar energy. Approximately 20%-30% of the electricity consumed throughout the year was sourced from rooftop solar panels and a solar park located within the factory premises. The company is now fully reliant on renewable energy sources. The total energy consumed from renewable sources accounts for 89.98%, surpassing our target of renewable energy consumption. Moreover, to further strengthen our renewable energy initiatives, the organisation has installed a total capacity of 1.9 MW in its solar plant. Additionally, it has established power supply and off-take agreements to ensure the provision of solar power, with a capacity of up to 2 MW or 3,000,000 units per year.

9. Provide details related to waste management by the entity, in the following format:

Parameter	FY 2023-2024 (Current Financial Year)	FY 2022-2023 (Previous Financial Year)
Total Waste generated (in metric tonnes)		
Plastic waste (A)	698.860	654.9
E-waste (B)	0	0.48
Bio-medical waste (C)	0.0022	0.0025
Construction and demolition waste (D)	0	0
Battery waste (E)	0	0
Radioactive waste (F)	0	0
Other Hazardous waste (H):	1.52	3.48
Total (A+ B + C + D + E + F + G + H)	**700.3842**	**658.8625**

<table>
<tr><th>Parameter</th><th>FY 2023-2024 (Current Financial Year)</th><th>FY 2022-2023 (Previous Financial Year)</th></tr>
<tr><td>Waste intensity per rupee of turnover
(Total waste generated / Revenue from operations)</td><td>0.00000019</td><td>0.00000022</td></tr>
<tr><td>Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)
(Total waste generated / Revenue from operations adjusted for PPP) *</td><td><0.000001</td><td><0.000001</td></tr>
<tr><td>Waste intensity in terms of physical output</td><td>-</td><td>-</td></tr>
<tr><td>Waste intensity (optional) – the relevant metric may be selected by the entity</td><td>-</td><td>-</td></tr>
<tr><td colspan="3">For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)</td></tr>
<tr><td colspan="3">Category of waste</td></tr>
<tr><td>(i) Recycled</td><td colspan="2" rowspan="4">Due to the inherent nature of our business operations, the Company has limited opportunities within this particular domain.</td></tr>
<tr><td>(ii) Re-used</td></tr>
<tr><td>(iii) Other recovery operations</td></tr>
<tr><td>Total</td></tr>
<tr><td colspan="3">For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)</td></tr>
<tr><td>Category of waste</td><td colspan="2"></td></tr>
<tr><td>(i) Incineration</td><td colspan="2">0.836</td></tr>
<tr><td>(ii) Landfilling</td><td colspan="2">0.42</td></tr>
<tr><td>(iii) Other disposal operations</td><td colspan="2">-</td></tr>
<tr><td>Total</td><td colspan="2">1.265</td></tr>
</table>

*The revenue from operations has been adjusted for PPP based on the latest PPP conversion factor published by the IMF- for India. For the years ended 31st March 2024 and 31st March 2023, it is 22.401 and 22.167, respectively.

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No independent assessment, evaluation, or assurance has been carried out by an external agency.

10.

Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.	The Company has implemented a waste management system that ensures proper handling, segregation, transportation, and disposal of different types of wastes, thus promoting environmental sustainability and the safety of the workers involved in waste management. A color-coding system exists for the purpose of categorising various types of wastes. The colour red is employed to denote hazardous waste, green is designated for biodegradable waste, yellow is utilised for adhesive waste, and blue is assigned to plastic waste. This system aids in the convenient identification and segregation of different waste types, thereby facilitating effective disposal. The safety of workers is crucial in waste management, as they are exposed to various hazards while handling waste. Hence the provision of safety Personal Protective Equipment (PPE) is given to the workers who handle waste. An authorised vendor has been identified for receiving scraps and waste. This ensures that the waste is collected and handled by a responsible and authorised vendor. Waste disposal is routed through an approved vendor by KSPCB (Karnataka State Pollution Control Board) Separate transportation facility for waste disposal purposes. This ensures that the waste is transported in a safe and organised manner and is disposed of in an environmentally responsible manner. The Company identifies and monitors waste categories beyond the four-color-coded categories. These categories include E-waste, aluminium waste, roll storage waste, and metal scraps, and require specialised handling and disposal techniques.

11. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details in the following format:

S. No	Location of operations/ offices	Type of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
	-	-	-

The Company does not have any operations/offices in/around ecologically sensitive areas.

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

S. No.	Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
Not Applicable						

13. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:

Yes, the Company is fully compliant with all the applicable environmental laws/regulations/ guidelines in India including but not limited to Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules.

S. No.	Specify the law / regulation / guidelines which was not complied with	Provide details of the non-compliance	Any fines / penalties / action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
	-	-	-	-

LEADERSHIP INDICATORS:

1. Water withdrawal, consumption and discharge in areas of water stress (in kilolitres): For each facility / plant located in areas of water stress, provide the following information:

(i) Name of the area	-
(ii) Nature of operations	-

The Company does not have facility / plant located in areas of water stress.

(iii) Water withdrawal, consumption and discharge in the following format:

Parameter	FY 2023-2024 (Current Financial Year)	FY 2022-2023 (Previous Financial Year)
Water withdrawal by source (in kilolitres)		
(i) Surface water	-	-
(ii) Groundwater	-	-
(iii) Third party water	-	-
(iv) Seawater / desalinated water	-	-
(v) Others	-	-
Total volume of water withdrawal (in kilolitres)	**-**	**-**

Parameter	FY 2023-2024 (Current Financial Year)	FY 2022-2023 (Previous Financial Year)
Total volume of water consumption (in kilolitres)	**-**	**-**
Water intensity per rupee of turnover (Water consumed / turnover)	-	-
Water intensity (optional) – the relevant metric may be selected by the entity	-	-
Water discharge by destination and level of treatment (in kilolitres)		
(i) Into Surface water	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(ii) Into Groundwater	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(iii) Into Seawater	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(iv) Sent to third-parties	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(v) Others	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
Total water discharged (in kilolitres)	**-**	**-**

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.
No independent assessment, evaluation, or assurance has been carried out by an external agency.

2. Please provide details of total Scope 3 emissions & its intensity, in the following format:

Parameter	Unit (Metric tonnes of CO2 Equivalent)	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
Total Scope 3 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	-	-	-
Total Scope 3 emissions per rupee of turnover	-	-	-
Total Scope 3 emission intensity (optional) – the relevant metric may be selected by the entity	-	-	-

The Company is currently in the process of putting in place mechanisms for calculating Scope 3 emissions. It is assessing areas in the Company which can be integrated into its procedures to enhance understanding and calculation of Scope 3 emissions.

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.
No independent assessment, evaluation, or assurance has been carried out by an external agency.

3.

With respect to the ecologically sensitive areas reported at Question 11 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.	Not Applicable

4. If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:

Sr. No	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
1	Solar Energy	Implementation of solar energy solutions to reduce reliance on traditional energy sources and lower carbon emissions. The Company purchased Third Party Power which includes the utilisation of Solar and Wind energy. The Company is pleased to announce that there was a 74.06% increase in third-party power purchases compared to the previous year, 2022-23.	**Energy independence:** Utilisation of solar energy has increased the company's energy independence by reducing reliance on conventional energy sources. **Reduced carbon footprint:** Adoption of solar energy has led to a significant reduction in greenhouse gas emissions, contributing to environmental sustainability.
	Carbon Emissions	The Company is delighted to announce a substantial decrease in emissions during the financial year 2023-24, demonstrating an impressive reduction of Scope 2 emissions of approximately 71.66% compared to the previous financial year 2022-23. The overall reduction in Carbon emissions is 69.95% compared to the previous financial year 2022-23. This accomplishment underscores our unwavering dedication to environmental sustainability and exemplifies our continued endeavours to mitigate our carbon footprint.	**Environmental Impact:** By achieving a substantial decrease in Scope 2 emissions by 71.66% and an overall reduction in carbon emissions by 69.95%, the Company significantly contributes to environmental sustainability. This reduction directly lowers greenhouse gas emissions, thereby positively impacting air quality and mitigating climate change effects. **Operational Efficiency:** The initiative likely reflects improved energy efficiency and operational practices within the Company. By reducing emissions, the Company demonstrates its ability to optimise energy use and operational processes, potentially leading to cost savings through reduced energy consumption and more efficient resource utilisation.
2	Sewage treatment Plant	Installation of sewage treatment facilities to effectively treat and manage wastewater, minimising environmental pollution.	**Environmental protection:** Effective treatment of wastewater has minimised environmental pollution and protected water bodies from contamination.
5	EV Charging stations	Establishment of electric vehicle charging infrastructure to support the transition to electric mobility and reduce greenhouse gas emissions from transportation.	**Support for electric mobility:** Installation of EV charging infrastructure encourages the adoption of electric vehicles among employees, customers, and the community. Reduction of emissions: Increased availability of EV charging stations contributes to the reduction of greenhouse gas emissions associated with transportation. Innovation and leadership: The establishment of EV charging stations demonstrates the company's commitment to innovation and leadership in sustainable transportation solutions.

5. Does the entity have a business continuity and disaster management plan? Give details in 100 words/web link.

Yes, the entity has a robust business continuity and disaster management plan in place. The plan is designed to mitigate the impact of unexpected events on customer operations by identifying contingencies for all processes and equipment, including IT systems and natural disasters. Employees receive periodic training on the contingency and disaster management plan to ensure preparedness and effective response in case of emergencies. The Company maintains the policy internally and shares the copy to the customer on request.

6.

Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard?	No significant adverse impact to the environment has arisen from the value chain of the entity.

7.

Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.	35%

The assessment was conducted via a questionnaire and targeted the top 30-40% of vendors and service providers. The Company conducted an assessment of its value chain partners, focusing on the top 30-40% of vendors and service providers. This evaluation was carried out through a comprehensive questionnaire that encompassed various Environmental, Social, and Governance (ESG) factors including environmental factors.

The assessment process was designed to be thorough and informative, enabling the Company to gain a clear understanding of the practices and standards maintained by its value chain partners.

PRINCIPLE 7 BUSINESSES, WHEN ENGAGING IN INFLUENCING PUBLIC AND REGULATORY POLICY, SHOULD DO SO IN A MANNER THAT IS RESPONSIBLE AND TRANSPARENT

ESSENTIAL INDICATORS:

1. A) Affiliations with trade and industry chambers/ associations:

Number of affiliations with trade and industry chambers/ associations.
Currently, the Company is a member of 6 associations.

B) List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to:

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1.	Confederation of Indian Industry	National
2.	Indo America Chamber of Commerce	National
3.	The Plastic Export Promotion Council	National
4.	The Automotive Component Manufacturers Association	National
5.	Quality Circle Forum of India	National
6.	The Society of Indian Automobile Manufacturers	National

2. Provide details of corrective action taken or underway on any issues related to anticompetitive conduct by the entity, based on adverse orders from regulatory authorities:

Name of authority	Brief of the case	Corrective action taken
-	-	-

The Company has not engaged in any anti-competitive conduct.

LEADERSHIP INDICATORS:

1. Details of public policy positions advocated by the entity:

S. No.	Public policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/No)	Frequency of Review by Board (Annually/ Half yearly/ Quarterly / Others – please specify)	Web Link, if available
As a company, we do not advocate for public policy positions.					

PRINCIPLE 8 BUSINESSES SHOULD PROMOTE INCLUSIVE GROWTH AND EQUITABLE DEVELOPMENT

ESSENTIAL INDICATORS:

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year:

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
This section is not applicable to the Company as there were no projects that required SIA to be undertaken under Law.					

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:

S. No.	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In INR)
This section is not applicable to the Company as there were no projects that required Rehabilitation and Resettlement (R&R).						

3. Community redressal mechanism:

Describe the mechanisms to receive and redress grievances of the community.

Grievance Redressal Mechanism (GRM) is an important aspect of assuring our strong relation with the community as it provides us social license the to operate and execute the community initiative projects. As part of our grievance redressal mechanism, we have deployed our local employees who regularly visit the community and interact with people to gauge and address community concerns.

Receiving and redressing grievances of the community typically involves a multi-step process that begins with establishing channels for individuals or groups to voice their concerns and ends with addressing and resolving those grievances in a fair and timely manner. The following are mechanisms that are employed to receive and redress grievances of the community:

The Company through local panchayath on regular basis identifies the needs of the local community and fulfils their requirements through various CSR initiatives and the Company's representatives on regular basis visits the local community to get feedback and monitor the CSR projects. This helps to ensure that the Company is aware of the needs of the local community and that their CSR initiatives are meeting those needs. It also allows them to develop a better understanding of the community, which can help them create more effective CSR initiatives in the future.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers:

Category	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
*Directly sourced from MSMEs/ small producers	-	–
*Directly from within India	-	–

*The data was not validated hence not reported.

5. **Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost.**

Location	FY 2023-2024 (Current Year)	FY 2022-2023 (Previous Year)
Rural	85%	85%
Semi- Urban	-	-
Urban	-	-
Metropolitan	15%	15%

LEADERSHIP INDICATORS:

1. **Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):**

Details of negative social impact identified	Corrective action taken
This section is not applicable, since there were no projects with SIA notification.	

2. **Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by Government bodies:**

   The Company has not undertaken any CSR projects in the designated aspirational districts as identified by Government bodies. Despite not having CSR projects in aspirational districts, the Company remains dedicated to serving society and supporting those in need. We actively seek opportunities to contribute positively to communities through various initiatives aimed at fostering social welfare and addressing societal challenges.

3.

(a) Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalised /vulnerable groups? (Yes/No)	The Company does not have preferential procurement policy where it gives preference to purchase from suppliers comprising marginalised /vulnerable groups
(b) From which marginalised /vulnerable groups do you procure?	-
(c) What percentage of total procurement (by value) does it constitute?	-

4. **Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge:**

S. No.	Intellectual Property based on traditional knowledge	Owned/ Acquired (Yes/No)	Benefit shared (Yes / No)	Basis of calculating benefit share
There were no benefits derived and shared from the intellectual properties owned or acquired by the Company.				

5. **Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved:**

Name of authority	Brief of the Case	Corrective action taken
This particular section does not find applicability within the context of the Company since there were no issues relating to the same.		

6. Details of beneficiaries of CSR Projects:

S. No.	CSR Project	No. of persons benefitted from CSR Projects	% of beneficiaries from vulnerable and marginalised groups
1.	The Program Welfare of Brick Lane Workers	150-200 students	100%
2.	Let's Feed the Needy program with the main objective to provide home cooked food to people in need at various places like Railway Station, Bus Stand, Road, Beaches, children & elderly people at Orphan centers and Old Age homes	150-200 people	100%
3.	Santhwana Charitable Trust with the aim of coordinating social and community health care services to the poor, sick and the most neglected section of our society in India	100 students	100%
4.	CBCI Society for Medical Education which includes payment towards medical treatment of poor and needy	6 people	100%
5.	Garbage Cleaning in and around the vicinity of the Company	14 villages	100%
6.	Distributed e-learning kits in government schools	50 children	100%
7.	Constructed a new building at Varahasandra government school including two classrooms with a seating capacity of 50 children each, an RO unit for clean drinking water, and two restrooms and additional infrastructures.	50 children	100%
8.	A bore well was installed at the Vani Vilas Institute, government women's college to meet the water needs of female students	700 students	100%
9.	Women Empowerment Projects Provided support to underprivileged women with vocational trainings	200 women	100%
10.	Conducted comprehensive health check-ups and free doctor consultations for underprivileged villagers	900 villagers	100%

PRINCIPLE 9 BUSINESSES SHOULD ENGAGE WITH AND PROVIDE VALUE TO THEIR CONSUMERS IN A RESPONSIBLE MANNER

The Company's commitment to engaging with and providing value to our consumers in a responsible manner is an essential part of our business strategy. We believe that by doing so, we can build trust and loyalty with our customers and contribute to a sustainable future for all.

As a responsible business, we recognise the importance of engaging with and providing value to our consumers in a responsible manner. We aim to ensure that our products and services meet the needs of our customers while minimising any negative impacts on society and the environment.

To achieve this, we strive to understand the needs and preferences of our customers and engage with them through various channels to provide the best possible experience. We also aim to provide accurate and transparent information about our products and services, including their safety, quality, and environmental impact.

We believe in responsible marketing practices and avoid any form of deceptive advertising or promotion. Our pricing policies are fair and transparent, and we do not engage in any anti-competitive behaviour.

ESSENTIAL INDICATORS:

1. Consumer Complaints and feedback:

Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

The Company has a well-established system for managing consumer/customer feedback, offering various channels such as email, telephone, website, and feedback forms for communication. Additionally, dedicated consumer response cells are available to address queries and gather feedback, facilitating continuous product and service improvements.

1. The Company maintains a formal consumer complaint procedure, documented and approved, with all complaints routed to an internal quality check team. Detailed registers are maintained, encompassing mitigation strategies and all relevant aspects from complaint registration to resolution.
2. This procedure covers complaints across various areas including Customer Complaints, Customer Rejections, Warranty, and Emergency Support, aligning with the Company's objectives to address consumer concerns effectively.

Furthermore, the Company endeavours to implement systematic procedures for Corrective and Preventive Actions (CAPA) relevant to each product, ensuring proactive management of risks and enhancing planning processes.

2. Turnover of products and/ services as a percentage of turnover from all products/service that carry information about:

Category	As a percentage to total turnover
Environmental and social parameters relevant to the product	100%
Safe and responsible usage	100%
Recycling and/or safe disposal	100%

3. Number of consumer complaints in respect of the following:

Category	FY 2023-24 (Current Financial Year)		Remarks	FY 2022-23 (Previous Financial Year)		Remarks
	Received during the year	Pending resolution at end of year		Received during the year	Pending resolution at end of year	
Data privacy	NIL	NIL	None	NIL	NIL	None
Advertising	NIL	NIL	None	NIL	NIL	None
Cyber-security	NIL	NIL	None	NIL	NIL	None
Delivery of essential services	NIL	NIL	None	NIL	NIL	None
Restrictive Trade Practices	NIL	NIL	None	NIL	NIL	None
Unfair Trade Practices	NIL	NIL	None	NIL	NIL	None
Other	07	NIL	All complaints received during this financial year were related to general concerns, and the same has been promptly resolved with utmost priority.	11	NIL	All complaints received during this financial year were related to general concerns, and the same has been promptly resolved them with utmost priority

4. Details of instances of product recalls on account of safety issues:

Particulars	Number	Reasons for recall
Voluntary recalls	NIL	NIL
Forced recalls	NIL	NIL

5. Cyber security policy:

Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.

The Company has implemented a robust framework and policies to ensure cybersecurity, with a primary focus on establishing a disaster recovery site as a vital component of our cybersecurity infrastructure. This site is designed to provide redundancy and resilience, allowing for swift recovery and restoration of operations in the event of cyber incidents or unforeseen disasters. Equipped with cutting-edge technologies and redundant systems, it ensures secure data backups to safeguard enterprise data.

Our cybersecurity policy is paramount in protecting digital assets from cyber threats, covering information systems, networks, data security, roles and responsibilities, and incident response procedures. Compliance with this policy is mandatory for all employees, contractors, and interns, encompassing aspects such as safeguarding confidential data, securing devices, adhering to safe email practices, managing passwords effectively, ensuring secure data transfer, and promptly reporting security breaches.

The IT Team is responsible for implementing security measures, providing training, and investigating breaches, while additional measures include device security, reporting stolen equipment, and adherence to policy provisions. The System Administrator plays a key role in deploying firewalls, anti-malware solutions, and access authentication systems, alongside conducting regular security training for employees. Overall, the Company's cybersecurity policy defines a comprehensive framework for addressing cybersecurity and data privacy risks.

The policy can be accessed at the given link:

https://www.sjsindia.com/investors.html#policies

6. Corrective Actions:

Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services

This particular section does not find applicability within the context of the Company since there were no issues relating to the same.

7. Provide the following information relating to data breaches:

Location	For the Current Financial Year (2023-2024)	For the Previous Year (2022-2023)
Number of instances of data breaches	NIL	NIL
Percentage of data breaches involving personally identifiable information of customers	NIL	NIL
Impact, if any, of the data breaches	NIL	NIL

LEADERSHIP INDICATORS:

S. No	Particulars	Response
1.	Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available).	Details about our offerings and services are available at https://www.sjsindia.com/
2.	Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.	The Company possesses relevant information for safe and responsible usage on the product. It provides for a marking system for recycling mechanisms. This marking system serves as a crucial identification tool for end users and recycling facilities, enabling easy sorting and processing of materials for recycling or reuse. By ensuring efficient material separation, the Company minimises waste and promotes environmental sustainability.
3.	Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.	This section is not applicable to the Company.
4.	(a) Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. (b) Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)	The Company displays product information as mandated by local laws. The Company ensures that all product information displayed complies strictly with the legal requirements stipulated by local laws and regulations. Yes, the Company actively engages in assessing supplier satisfaction to ensure robust relationships and operational efficiencies. The survey encompassed feedback on product quality, delivery timelines, customer service, and overall satisfaction with the Company's offerings.

Independent Auditor's Report

To the Members of S.J.S. Enterprises Limited

REPORT ON THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

Opinion

We have audited the standalone financial statements of S.J.S. Enterprises Limited (the "Company") which comprise the standalone balance sheet as at 31 March 2024, and the standalone statement of profit and loss (including other comprehensive income), standalone statement of changes in equity and standalone statement of cash flows for the year then ended, and notes to the standalone financial statements, including material 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 standalone financial statements give the information required by the Companies Act, 2013 ("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 31 March 2024, and its profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs 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 Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

Key Audit Matter

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

Revenue recognition

See Note 2(a) to standalone financial statements

The key audit matter	How the matter was addressed in our audit
Revenue from sale of goods in the ordinary course is recognized at contract price after deduction of any trade discounts, volume rebates and any taxes or duties collected on behalf of the government when the control of the goods has been transferred to the customer and there is no unfulfilled performance obligation. Revenue from sale of goods is recognised primarily at the point in time when the goods are delivered or dispatched to the customer, as the case may be. The Company and its external stakeholders focus on revenue as a key performance metric. Revenue recognition has been identified as a key audit matter as there could be incentives or external pressures to meet expectations resulting in revenue being overstated or recognized before the control has been transferred.	In view of the significance of the matter, we applied the following audit procedures in this area, amongst others, to obtain audit evidence: 1. We evaluated the revenue recognition accounting policies by comparing it with the applicable accounting standards. 2. We, together with the IT specialists, tested the design, implementation and operating effectiveness of key controls over recognition of revenue. 3. On a sample basis, we tested the revenue transactions recorded during the year by verifying the underlying documents such as sales orders, contractual terms of the invoice and the delivery receipts or proof of dispatch, as the case may be. 4. We tested, on a sample basis, specific revenue transactions recorded before and after the financial year-end date to determine that revenue is recognised in the financial period in which control is transferred, based on the terms and conditions set out in sales orders, sales invoice and delivery receipts. 5. We scrutinised journal entries posted to revenue account, based upon specific risk based criteria, to identify unusual or irregular items.

Other Information

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's Annual report, but does not include the financial statements and auditor's report(s) thereon. The Company's Annual report is expected to be made available to us after the date of this auditor's report.

Our opinion on the standalone financial statements does not cover the other information and we will 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 identified above when it becomes available 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.

When we read the Annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations.

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

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, profit/ loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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 Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

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

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 skepticism throughout the audit. We also:

- 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.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.

- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of standalone financial

Independent Auditor's Report (Contd.)

statements 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.

- 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.

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, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) 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 A. As required by Section 143(3) of the Act, we report that:

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

b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matter stated in the paragraph 2(B)(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

c. The standalone balance sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows 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 Ind AS specified under Section 133 of the Act.

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

f. The modification relating to the maintenance of accounts and other matters therewith are as stated in the paragraph 2(A)(b) above on reporting under Section 143(3)(b) of the Act and paragraph 2(B)(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014

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

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

a. The Company has disclosed the impact of pending litigations as at 31 March 2024 on its financial position in its standalone financial statements - Refer Note 38 to the standalone financial statements.

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

c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

d (i) The management has represented that, to the best of their knowledge and belief, other than as disclosed in the Note 45 to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ii) The management has represented that, to the best of their knowledge and belief, other than as disclosed in the Note 45 to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

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

e. As stated in Note 15(b) to the standalone financial statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

f. Based on our examination which included test checks, the Company has used accounting softwares for maintaining its books of account relating to general ledger and payroll, however, the feature of recording audit trail (edit log) facility has not been enabled.

C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to one of the director of the Company has exceeded the limit prescribed under Section 197 of the Act for which requisite shareholders approval has been obtained. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Umang Banka
Partner
Membership No.: 223018
ICAI UDIN:24223018BKFQMZ8954

Place: Bengaluru
Date: 20 May 2024

Annexure A to the Independent Auditor's Report on the Standalone Financial Statements of S.J.S. Enterprises Limited for the year ended 31 March 2024

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(i) (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner over a period of three years. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

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

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The inventory, except goods-in-transit and stocks lying with third parties, has been physically verified by the management during the year.For stocks lying with third parties at the year-end, written confirmations have been obtained and for goods-in-transit subsequent evidence of receipts has been linked with inventory records. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided any guarantee or security or granted any advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnership or any other parties during the year. The Company has not made any investments in the firm and limited liability partnership. The Company has not granted any loans, secured or unsecured, to firms and limited liability partnership during the year. The Company has made an investment during the year to acquire a subsidiary and has made an investment in other party during the year. The Company has given a loan to its wholly owned subsidiary and to other parties (employees) in respect of which the requisite information are given below.

(a) Based on the audit procedures carried on by us and as per the information and explanations given to us the Company has provided loans to its wholly owned subsidiary and other parties (employees) as below:

Particulars	Loans (₹ in million)
Aggregate amount during the year	
Wholly owned subsidiary	58
Others (employees)	1.97
Balance outstanding as at balance sheet date	
Wholly owned subsidiary	-
Others (employees)	4.94

(b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the investments made during the year and the terms and conditions of the grant of loans, prima facie, not prejudicial to the interest of the Company. The Company has not provided any guarantee or security or granted any advances in the nature of loans during the year.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loan given to its wholly owned subsidiary, in our opinion, the repayment of principal and payment of interest has been stipulated however the entire loan has been fully repaid during the year. In case of loan given to other parties (employees) the repayment of principal has been regular. The loan given to other parties (employees) are interest free and hence there are no stipulation with respect to the payment of interest. Further, the Company has not given any advance in the nature of loan to any party during the year.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given. Further, the Company has not given any advances in the nature of loans to any party during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to same parties. Further the Company has not given any advances in the nature of loans to any party during the year.

(f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans either repayable on demand or without specifying any terms or period of repayment. Further the Company has not given any advances in the nature of loans to any party during the year.

(iv) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not given any loans, or provided any guarantee or security as specified under Section 185 of the Companies Act, 2013 (“the Act”). In respect of the investments made and loan given by the Company, in our opinion the provisions of Section 186 of the Act have been complied with.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

(vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act in respect of its manufactured goods (and/or services provided by it) and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of the records with a view to determine whether these are accurate or complete.

(vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination

Independent Auditor's Report (Contd.)

of the records of the Company, in our opinion amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues have been generally regularly deposited by the Company with the appropriate authorities.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2024 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, statutory dues relating to Goods and Service Tax and Income-Tax which have not been deposited on account of any dispute are as follows:

Name of the statute	Nature of the dues	Amount (₹)	Period to which the amount relates	Forum where dispute is pending
The Income Tax Act, 1961	Income Tax and Interest	159,243,177	2012-13, 2014-15, 2017-18, 2020-21 and 2022-23	Commissioner of Income Tax (Appeals)
The Income Tax Act, 1961	Income tax and Interest	900,690	2018-19	Income Tax Appellate Tribunal
The Central Excise Act, 1944	Ineligible input tax availed	3,431,271 (3,000,000)*	June 2006 to March 2009	Customs, Excise and Service Tax Appellate Tribunal, Bengaluru
The Central Goods and Service Tax Act, 2017	Ineligible input tax availed	2,002,862	2017-18	Commissioner Appeals (GST)

* Amounts in brackets represents payment made under protest.

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) In our opinion and according to the information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained.

(d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its wholly owned subsidiaries as defined under the Act.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries (as defined under the Act).

(x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any private placement of shares or fully or partly convertible debentures during the year. In our opinion, in respect of preferential allotment of equity shares made during the year, the Company has duly complied with the requirements of Section 42 and Section 62 of the Act. The proceeds from issue of equity shares have been used for the purposes for which the funds were raised.

(xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.

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

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are 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. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.

(d) The Company is not part of any group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016 as amended). Accordingly, the requirements of clause 3(xvi)(d) are not applicable.

(xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.

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

Independent Auditor's Report (Contd.)

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that 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.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that 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.

Also refer to the Other Information paragraph of our main audit report which explains that the other information comprising the information included in Company's Annual Report is expected to be made available to us after the date of this auditor's report.

(xx) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Umang Banka
Partner
Membership No.: 223018
ICAI UDIN:24223018BKFQMZ8954

Place: Bengaluru
Date: 20 May 2024

Annexure B to the Independent Auditor's Report on the standalone financial statements of S.J.S. Enterprises Limited for the year ended 31 March 2024

Report on the internal financial controls with reference to the aforesaid standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

(Referred to in paragraph 2(A)(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2024, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note.

We have audited the internal financial controls with reference to financial statements of S.J.S. Enterprises Limited ("the Company") as of 31 March 2024 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's and Board of Directors' Responsibilities for Internal Financial Controls

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

Auditor's Responsibility

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

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

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

Meaning of Internal Financial Controls with Reference to Financial Statements

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

Independent Auditor's Report (Contd.)

detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Umang Banka
Partner
Membership No.: 223018
ICAI UDIN:24223018BKFQMZ8954

Place: Bengaluru
Date: 20 May 2024

Balance Sheet
as at March 31, 2024

(₹ In Million)

Particulars	Note No.	As at March 31, 2024	As at March 31, 2023
ASSETS			
Non-current assets			
Property, plant and equipment	3	1,295.67	1,341.53
Capital work-in-progress	3	8.74	5.49
Right-of-use assets	22	76.32	76.68
Goodwill	4	39.51	39.51
Other intangible assets	4	9.72	17.09
Financial assets			
i. Investments	5	3,086.06	676.67
ii. Loans	6	-	80.00
iii. Other non-current financial assets	7	18.27	13.87
Other non-current assets	9	21.08	59.51
Total non-current assets		**4,555.37**	**2,310.35**
Current assets			
Inventories	10	318.08	319.85
Financial assets			
i. Investments	5	336.10	1,351.03
ii. Trade receivables	11	848.15	551.11
iii. Cash and cash equivalents	12	107.60	56.95
iv. Bank balance other than (iii) above	13	11.41	203.06
v. Loans	6	4.94	2.97
vi. Other current financial assets	7	8.49	57.88
Other current assets	9	47.39	31.30
Total current assets		**1,682.16**	**2,574.15**
Total assets		**6,237.53**	**4,884.50**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	14	310.38	304.38
Other equity	15	4,908.31	3,876.97
Total Equity		**5,218.69**	**4,181.35**
Liabilities			
Non-current liabilities			
Financial liabilities			
i. Borrowings	17	314.17	-
ii. Lease liabilities	22	0.08	0.07
iii. Other financial liabilities	19	1.97	-
Deferred tax liabilities (net)	16	54.33	89.64
Total non-current liabilities		**370.55**	**89.71**
Current liabilities			
Financial liabilities			
i. Borrowings	17	107.83	191.14
ii. Lease liabilities	22	-	0.02
iii. Trade payables	18		
a) total outstanding dues of micro enterprises and small enterprises		84.65	102.67
b) total outstanding dues of creditors other than micro enterprises and small enterprises		152.31	101.83
iv. Other current financial liabilities	19	230.37	133.82
Other current liabilities	20	41.54	70.78
Provisions	21	27.47	7.92
Income tax liability (net)	8	4.12	5.26
Total current liabilities		**648.29**	**613.44**
Total liabilities		**1,018.84**	**703.15**
Total equity and liabilities		**6,237.53**	**4,884.50**
Material accounting policies	2		
See accompanying notes to the standalone financial statements			

As per our report of even date attached

for **B S R & Co. LLP**
Chartered Accountants
Firm's registration number: 101248W/W-100022

Umang Banka
Partner
Membership number: 223018

Place: Bengaluru
Date: 20 May 2024

for and on behalf of Board of Directors of
S.J.S. Enterprises Limited

K A Joseph
Managing Director
DIN: 00784084
Place: Bengaluru
Date: 20 May 2024

Sanjay Thapar
CEO and Executive Director
DIN: 01029851
Place: Bengaluru
Date: 20 May 2024

Mahendra Kumar Naredi
Chief Financial Officer
PAN: AEWPN9414M
Place: Bengaluru
Date: 20 May 2024

Thabraz Hushain. W
Company Secretary
PAN: ABVPW4613P
Place: Bengaluru
Date: 20 May 2024

Statement of Profit and Loss

for the Year Ended March 31, 2024

(₹ In Million)

Particulars	Note No.	For the year ended March 31, 2024	For the year ended March 31, 2023
Income			
Revenue from operations	23	3,633.61	2,961.92
Other income	24	70.27	85.27
Total income		**3,703.88**	**3,047.19**
Expenses			
Cost of materials consumed	25	1,395.33	1,136.71
Changes in inventory of finished goods and work-in-progress	26	29.85	(38.67)
Employee benefits expense	27	498.59	453.30
Finance costs	28	53.42	6.72
Depreciation and amortization expense	29	171.54	164.05
Other expenses	30	669.59	538.12
Total expenses		**2,818.32**	**2,260.23**
Profit before tax		**885.56**	**786.96**
Tax expense :	31		
Current tax		250.66	195.48
Deferred tax		(40.69)	3.62
Total tax expense		**209.97**	**199.10**
Profit for the year		**675.59**	**587.86**
Other comprehensive income (OCI)			
Items that will not be reclassified subsequently to profit or loss			
Re-measurements of defined benefit plans	40	(0.26)	(9.12)
Fair value changes on equity investments through OCI		21.65	-
Income tax relating to items that will not be reclassified to profit or loss	31	(5.38)	2.29
Other comprehensive income / (expense) for the year, net of tax		**16.01**	**(6.83)**
Total comprehensive income for the year		**691.60**	**581.03**
Earnings per equity share (face value of ₹10 each)			
Basic (in ₹)	32	21.86	19.31
Diluted (in ₹)	32	21.40	19.06
Material accounting policies	2		
See accompanying notes to the standalone financial statements			

As per our report of even date attached

for **B S R & Co. LLP**
Chartered Accountants
Firm's registration number: 101248W/W-100022

for and on behalf of Board of Directors of
S.J.S. Enterprises Limited

Umang Banka
Partner
Membership number: 223018

Place: Bengaluru
Date: 20 May 2024

K A Joseph
Managing Director
DIN: 00784084

Place: Bengaluru
Date: 20 May 2024

Sanjay Thapar
CEO and Executive Director
DIN: 01029851

Place: Bengaluru
Date: 20 May 2024

Mahendra Kumar Naredi
Chief Financial Officer
PAN: AEWPN9414M

Place: Bengaluru
Date: 20 May 2024

Thabraz Hushain. W
Company Secretary
PAN: ABVPW4613P

Place: Bengaluru
Date: 20 May 2024

Standalone statement of cash flows

for the Year Ended March 31, 2024

(₹ In Million)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Cash flows from operating activities		
Profit before tax	885.56	786.96
Adjusted for:		
Depreciation and amortization expense	171.54	164.05
Share based payments	40.37	23.20
Loss on sale and write off of property, plant and equipment, net	1.45	1.46
Interest income	(25.53)	(25.56)
Finance costs	53.42	6.72
Unrealised foreign exchange gain, net	(2.34)	0.52
Unrealised gain on current investments measured at fair value through profit or loss	(2.30)	(17.28)
Gain on sale of current investments measured at fair value through profit or loss	(23.88)	(27.35)
Loss allowances on financial assets, net	4.44	(0.24)
Liability towards customer claims written back	20.78	-
Provision for doubtful advances	0.60	-
Bad debt written off	0.96	0.29
Reversal of loss allowance on financial assets	(4.84)	-
Liabilities no longer required, written back	(1.19)	(0.01)
Operating cash flows before working capital changes	**1,119.04**	**912.76**
Adjustments for increase / decrease in operating assets and liabilities		
Changes in trade receivables	(300.49)	33.78
Changes in inventories	1.77	(40.18)
Changes in loans	(1.97)	(0.45)
Changes in other assets	(7.63)	22.05
Changes in other financial assets	46.50	(5.91)
Changes in trade payables	33.54	61.74
Changes in other financial liabilities	12.75	(19.99)
Changes in provisions	19.29	(5.76)
Changes in other liabilities	(29.24)	53.34
Cash generated from operating activities	**893.56**	**1,011.38**
Income tax paid, net of refund	(250.15)	(219.15)
Net cash generated from operating activities (A)	**643.41**	**792.23**
Cash flows from investing activities		
Purchase of property, plant and equipment and intangible assets	(90.52)	(136.60)
Proceeds from sale of property, plant and equipment	2.28	1.23
Investment in mutual funds	(1,374.93)	(2,216.59)
Proceeds from sale of mutual funds	2,118.09	2,090.49
Investment in bonds, commercial papers and others	(97.96)	(721.06)
Proceeds from sale of bonds, commercial papers and others	397.66	300.00
Investment in term deposit	-	(150.00)
Proceeds from maturity of term deposits	191.65	-
Interest received on loan and deposits	28.06	6.38
Inter corporate loan to wholly owned subsidiary (refer Note 36)	(58.00)	(60.00)
Inter corporate loan repayment from wholly owned subsidiary (refer Note 36)	138.00	-
Equity investment in an enterprise (refer Note 5)	(2.00)	(6.00)
Payment for acquisition of subsidiary (refer Note 5)	(2,325.88)	-
Net cash used in investing activities (B)	**(1,073.54)**	**(892.15)**
Cash flows from financing activities		
Issue of equity shares	300.00	-
Proceeds from borrowings	480.00	114.17
Repayment of borrowings	(249.94)	-
Interest paid	(47.69)	(6.71)
Expenses for issue of equity shares	(2.08)	-
Net cash generated from financing activities (C)	**480.29**	**107.46**
Net increase in cash and cash equivalents (A+ B+ C)	50.15	7.54
Cash and cash equivalents at the beginning of the year	56.95	48.12
Effects of exchange rate gain on cash and cash equivalents	0.50	1.29
Cash and cash equivalents at the end of the year	**107.60**	**56.95**

Standalone statement of cash flows

for the Year Ended March 31, 2024

(₹ In Million)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Components of cash and cash equivalents (refer note 12)		
Cash in hand	0.29	0.30
Balance with banks		
- in current account	76.22	39.58
- in Exchange earner's foreign currency accounts	27.67	13.67
- Deposits with original maturity of less than 3 months	3.42	3.40
Cash and cash equivalents as per Balance Sheet	**107.60**	**56.95**

Reconciliation between opening and closing balance sheet for liabilities arising from financing activities:

(₹ In Million)

Particulars	For the year ended March 31, 2023	Cash flows	Non-cash movements	For the year ended March 31, 2024
Borrowings	191.14	230.86	-	422.00
Interest accrued but not due	-	(47.69)	47.69	-
Total liabilities from financing activities	**191.14**	**183.17**	**47.69**	**422.00**

(₹ In Million)

Particulars	As at 1 April 2022	Cash flows	Non-cash movements	For the year ended March 31, 2023
Borrowings	76.97	114.17	-	191.14
Interest accrued but not due	-	(6.71)	6.71	-
Total liabilities from financing activities	**76.97**	**107.46**	**6.71**	**191.14**

The above cash flow statement has been prepared under the indirect method as set out in Ind AS 7 "Statement of Cash Flows" prescribed under the Companies (Indian Accounting Standard) Rules, 2015 under the Companies Act, 2013.

Material accounting policies (refer Note 2)

See accompanying notes to the standalone financial statements

As per our report of even date attached

for **B S R & Co. LLP**
Chartered Accountants
Firm's registration number: 101248W/W-100022

Umang Banka
Partner
Membership number: 223018

Place: Bengaluru
Date: 20 May 2024

for and on behalf of Board of Directors of

S.J.S. Enterprises Limited

K A Joseph
Managing Director
DIN: 00784084

Place: Bengaluru
Date: 20 May 2024

Sanjay Thapar
CEO and Executive Director
DIN: 01029851

Place: Bengaluru
Date: 20 May 2024

Mahendra Kumar Naredi
Chief Financial Officer
PAN: AEWPN9414M

Place: Bengaluru
Date: 20 May 2024

Thabraz Hushain. W
Company Secretary
PAN: ABVPW4613P

Place: Bengaluru
Date: 20 May 2024

Standalone Statement of Changes in Equity

for the Year Ended March 31, 2024

EQUITY SHARE CAPITAL

(₹ In Million)

Particulars	As at March 31, 2024	As at March 31, 2023
Opening balance	**304.38**	**304.38**
Issue of equity shares (refer note 14(C))	6.00	-
Closing balance	**310.38**	**304.38**

OTHER EQUITY (REFER NOTE 15)

	Reserves and surplus				Items of other comprehensive income		Total other equity
	General reserve	Share options outstanding account	Securities premium	Retained earnings	Remeasurements of net defined benefits liability/ (asset), net of tax	Equity instruments through OCI	
As at 1 April 2023	**8.85**	**38.83**	**39.41**	**3,800.38**	**(10.51)**	**-**	**3,876.97**
Profit for the year	-	-	-	675.59	-	-	675.59
Share based payment to employees	-	47.82	-	-	-	-	47.82
Other comprehensive income / (expense)	-	-	-	-	(0.19)	16.20	16.01
Securities premium during the year	-	-	291.92	-	-	-	291.92
Total comprehensive income for the year	**-**	**47.82**	**291.92**	**675.59**	**(0.19)**	**16.20**	**1,031.34**
As at 31 March 2024	**8.85**	**86.65**	**331.33**	**4,475.97**	**(10.70)**	**16.20**	**4,908.31**
As at 1 April 2022	**8.85**	**13.95**	**39.41**	**3,212.53**	**(3.68)**	**-**	**3,271.06**
Profit for the year	-	-	-	587.86	-	-	587.86
Share based payment to employees	-	24.88	-	-	-	-	24.88
Other comprehensive (expense) / income	-	-	-	-	(6.83)	-	(6.83)
Total comprehensive income for the year	-	24.88	-	587.86	(6.83)	-	605.91
As at 31 March 2023	**8.85**	**38.83**	**39.41**	**3,800.38**	**(10.51)**	**-**	**3,876.97**

Material accounting policies (refer Note 2)

See accompanying notes to the standalone financial statements

As per our report of even date attached

for **B S R & Co. LLP**
Chartered Accountants
Firm's registration number: 101248W/W-100022

Umang Banka
Partner
Membership number: 223018

Place: Bengaluru
Date: 20 May 2024

for and on behalf of Board of Directors of

S.J.S. Enterprises Limited

K A Joseph
Managing Director
DIN: 00784084
Place: Bengaluru
Date: 20 May 2024

Sanjay Thapar
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DIN: 01029851
Place: Bengaluru
Date: 20 May 2024

Mahendra Kumar Naredi
Chief Financial Officer
PAN: AEWPN9414M
Place: Bengaluru
Date: 20 May 2024

Thabraz Hushain. W
Company Secretary
PAN: ABVPW4613P
Place: Bengaluru
Date: 20 May 2024

Material accounting policies

1) COMPANY OVERVIEW

S.J.S. Enterprises Limited ("the Company") is incorporated and domiciled in India. The Company was formed as a partnership firm in 1987 and was converted to private limited company in 2005. The Company got converted into public limited company with effect from 04 June 2021. The shares of the Company were listed on the National Stock Exchange of India Limited (NSE) and the Bombay Stock Exchange Limited (BSE) on 15 November 2021. The Company is engaged in the business of manufacturing of decorative aesthetic products primarily for automotive and consumer appliance industry such as automotive dials, overlays, badges and logos.

The registered office of the Company is at Sy.Nos – 28/ P16 Agra Village & 85/ P6 BM Kaval Village, Kengeri Hobli, Bangalore South 560082, Karnataka, India.

a) Statement of Compliance and presentation

These standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under Section 133 of the Companies Act, 2013 (the 'Act') and other relevant provisions of the Act.

These standalone financial statements for the year ended 31 March 2024 were approved by the Board of Directors of the Company in their meeting held on 20 May 2024.

b) Basis of preparation

The standalone financial statements have been prepared on a historical cost basis (i.e. on an accrual basis), except:

a) Certain financial assets and liabilities (including deferred consideration) are measured at fair value;

b) Net defined benefit assets/(liability) are measured at fair value of plan assets, less present value of defined benefit obligation; and

c) Equity settled share based payments at fair value.

These standalone financial statements have been prepared as a going concern on the basis of relevant Ind AS that are effective at the Company's reporting date, 31 March 2024.

c) Functional currency and presentation

These standalone financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All amounts have been rounded-off to the nearest millions up to two decimal places, unless otherwise mentioned.

d) Use of estimates, assumptions and judgements

The preparation of standalone financial statements in conformity with recognition and measurement principles of Ind AS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, the disclosure of contingent liabilities on the date of the standalone financial statements and the reported amount of income and expenses for the year reported. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. They are based on historical experience and other factors that are believed to be reasonable under the circumstance. Revisions to accounting estimates are recognised in the year in which the estimates are revised, and future periods are affected.

Judgements:

Information about judgements made in applying accounting policies that have most significant effects on the amounts recognized in the financial statements is included in the following notes:

- Note 2 (a) – Revenue recognition;
- Note 2 (o) - Lease classification;
- Note 2(g) and Note 2(h) – Valuation of investments
- Note 2(k)(e) – Share-based payments;
- Note 2(p) and 2(q) - Provision for income taxes and related tax contingencies.

Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ending 31 March 2024 is included in the following notes:

- Note 2 (c) and Note 2 (d)- Useful life of property, plant and equipment and intangible assets;
- Note 2 (m) - Measurement of defined benefit obligations: key actuarial assumptions.
- Note 2 (q) - Recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources
- Note 34 - Financial instruments - fair values and risk management
- Note 2(a) – Accruals for discount, rebates and sales returns
- Note 2(i) – Measurement of ECL allowance for trade and finance receivable, loans and contract assets: key assumptions in determining the weighted-average loss rate;
- Note 2(b) – Impairment test of intangible assets and goodwill: key assumptions underlying recoverable amounts.

e) Current and non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when it is:

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

All other assets are classified as non-current.

A liability is treated as current when:

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

All other liabilities are classified as non-current.

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

f) Fair value measurement

Certain accounting policies and disclosures of the Company require the measurement of fair values, for both financial and non-financial assets and liabilities.

The Company has an established control framework with respect to the measurement of fair values. The valuation team regularly reviews significant unobservable inputs and valuation adjustments.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

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

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

Material accounting policies (Contd.)

The Company recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Further information about the assumptions made in measuring fair values is included in the following notes:

- Note 33 and 34: financial instruments

2) SUMMARY OF MATERIAL ACCOUNTING POLICIES

(a) Revenue recognition

Sale of goods

Revenue is recognised upon transfer of control of promised goods to customer in an amount that reflects the consideration the Company expects to receive in exchange for those goods or services.

The Company recognises revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services.

Revenue is measured based on the transaction price, which is the consideration, net of customer incentives, discounts, variable considerations, payments made to customers, other similar charges, as specified in the contract with the customer. Additionally, revenue excludes taxes collected from customers, which are subsequently remitted to governmental authorities. For certain contracts that permits the customer to return an item, revenue is recognised to the extent that it is probable that a significant reversal in the amount of cumulative revenue recognised will not occur and is reassessed at the end of each reporting period.

Revenue from sale of products is recognised at the point in time when control including risks and rewards and title of ownership is transferred to customer.

Costs that relate directly to a contract and incurred in securing a contract are recognized as an asset and amortized over the contract term as reduction in revenue

Further, revenue from sale of goods is recognized based on a 5-Step Methodology which is as follows:

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

Step 2: Identify the performance obligation in contract

Step 3: Determine the transaction price

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

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

Contracts are subject to modification to account for changes in contract specification and requirements. The Company reviews modification to contract in conjunction with the original contract, basis which the transaction price could be allocated to a new performance obligation, or transaction price of an existing obligation could undergo a change. In the event transaction price is revised for existing obligation, a cumulative adjustment is accounted for.

Scrap sales

Revenue from sale of scraps in the course of ordinary activities is measured at the transaction price.

Trade receivables

A trade receivable is recognised if the amount of consideration is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section - Financial instruments – initial recognition and subsequent measurement.

Unbilled revenue

Unbilled revenue are recognised when there is excess of revenue earned over billings on contracts. Contract assets are classified as unbilled receivables (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms.

Unearned or deferred revenue is recognised when there are billings in excess of revenues.

Sale of services

Revenue with respect to sale of services is recognized when the services are rendered, and no significant uncertainty exists regarding the collection of consideration.

Export incentives

Government incentives are accrued for based on fulfilment of eligibility criteria for availing the incentives and when there is no uncertainty in receiving the same.

Variable consideration

If the consideration in a contract includes a variable amount, such as sales returns and discounts, the Company estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved.

Other income

Other income comprises interest income on deposits, gain/ (losses) on disposal of financial assets and non-financial assets. It is recognised on accrual basis except where the receipt of income is uncertain.

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

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

Dividend income is accounted when the right to receive the dividend is established, Dividend income is included under the head "Other income" in the statement of profit and loss account.

(b) Business combination

In accordance with Ind AS 103, Business combinations, the Group accounts for business combinations after acquisition date using the acquisition method when control is transferred to the Group. In determining whether a particular set of activities and assets is a business, the Group assesses whether the set of assets and activities acquired includes, at minimum, an input and substantive process and whether the acquired set has the ability to produce outputs. Acquisition related costs are recognized in the statement of profit and loss as incurred. The cost of acquisition also includes the fair value of deferred consideration. The consideration transferred in a business combination is measured at fair value, which is calculated as the sum of the acquisition-date fair values of the assets transferred by the Group, liabilities incurred by the Group to the former owners of the acquiree and the equity interests issued by the Group in exchange of control of the acquiree.

At the acquisition date (the date on which the control is acquired), the identifiable assets acquired and the liabilities assumed are recognised at their fair value, except that:

- deferred tax assets or liabilities, and assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with Ind AS 12 Income Taxes and Ind AS 19 Employee Benefits respectively;
- liabilities or equity instruments related to share-based payment arrangements of the acquiree or share-based payment arrangements of the Group entered into to replace share-based payment arrangements of the acquiree are measured in accordance with Ind AS 102 Share-based Payment at the acquisition date.

Purchase consideration paid in excess of the fair value of net assets acquired is recognized as goodwill. Where the fair value of identifiable assets and liabilities exceed the cost of acquisition, after reassessing the fair values of the net assets and contingent liabilities, the excess is recognized as capital reserve.

Business combinations arising from transfers of interests in entities that are under common control are accounted at historical cost. The difference between any consideration given and the aggregate historical carrying amounts of assets and liabilities of the acquired entity are recorded in shareholders' equity.

Non-controlling interests that are present ownership interests and entitle their holders to a proportionate

Material accounting policies (Contd.)

share of the entity's net assets in the event of liquidation may be initially measured either at fair value or at the non-controlling interests' proportionate share of the recognised amounts of the acquiree's identifiable net assets. The choice of measurement basis is made on a transaction-by-transaction basis.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period (see above), or additional assets or liabilities are recognized, to reflect new information obtained about facts and

circumstances that existed at the acquisition date that, if known, would have affected the amounts recognized at that date.

Intangible assets:
Intangible assets acquired in a business combination are measured at fair value as at the date of acquisition. Following initial recognition, intangible assets are carried at cost less accumulated amortization and impairment losses, if any. The amortization of an intangible asset with a finite useful life reflects the manner in which the economic benefit is expected to be generated and is included in depreciation and amortization expenses in the statements of profit and loss. The estimated useful life of amortizable intangibles are reviewed and where appropriate are adjusted, annually.

Subsequent to initial recognition, intangible assets acquired in a business combination are reported at cost less accumulated amortisation and accumulated impairment losses, on the same basis as intangible assets that are acquired separately.

Goodwill:
Goodwill arising on an acquisition of a business is carried at cost as established at the date of acquisition of the business less accumulated impairment losses, if any.

For the purposes of impairment testing, goodwill is allocated to cash-generating units. The allocation is made to those cash generating units or groups of cash generating units that are expected to benefit from the business combination in which such goodwill arose. A cash-generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognized directly in statement of profit and loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

On disposal of the relevant cash-generating unit, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

(c) Property, plant and equipment
Property, plant and equipment, excluding Freehold land are carried at cost less accumulated depreciation and impairment losses, if any. The cost of property, plant and equipment comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on bringing the assets to working condition for its intended use and estimated cost of dismantling and removing the items and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials, direct labour, any other costs directly attributable to bringing the item to working condition for its intended use and estimated costs of dismantling and removing them and restoring the site on which it is located.

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

Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the Company and such expenditure can be measured reliably.

The cost and related accumulated depreciation are eliminated from the financial statements upon sale or retirement of the asset and the resultant gains or losses are recognized in the statement of profit and loss. Assets to be disposed off are reported at the lower of the carrying value or the fair value less cost to sell.

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

A property, plant and equipment are eliminated from the standalone financial statements on disposal or when no further benefit is expected from its use and disposal. Assets retired from active use and held for disposal are generally stated at the lower of their net book value and net realizable value. Any gain or losses arising disposal of property, plant and equipment is recognized in the statement of profit and loss.

Advance paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date classified as capital advances under other non-current assets and the cost of the assets not put to use before such date are disclosed under capital work in progress.

The cost property, plant and equipment at 1 April 2019, the Company's date of transition to Ind AS, was determined with reference to its carrying value recognised as per the previous GAAP (deemed cost), as at the date of transition to Ind AS.

Depreciation and useful lives

Depreciable amount for assets is the cost of asset less its estimated residual value. Depreciation on property, plant and equipment is calculated on a straight-line basis using the rates arrived at based on the useful lives estimated by the management. Based on the internal technical assessment, the management believes that the useful lives as given below, which are different from those prescribed in Part C of schedule II of the Act, best represent the period over which Management expects to use these assets.

Property, Plant and Equipment	Management's estimate of useful life (in years)	Useful life as per Schedule II
Buildings	30	30
Electrical installations	10	10
Plant and machineries	15	15
Furniture and fixtures	10	10
Computers	3	3
Servers	3	6
Office equipments	5	5
Vehicle	8	8
Leasehold improvements	5 years or lease period whichever is lower	-

Freehold land is not depreciated. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. Gains and losses on disposal are determined by comparing proceeds with carrying amount. These are included in statement of profit or loss within other gains / losses.

(d) Other Intangible assets

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, from the date that they are available for use. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition, and other economic factors (such as the stability of the industry, and known technological advances), and the level of maintenance expenditures required to obtain the expected future cash flows from the asset. Amortization methods and useful lives are reviewed periodically including at each financial year end.

The useful lives of intangible assets that is considered for amortization of intangible assets are as follows:

Intangible Asset	Management's estimate of useful life (in years)
Computer software	3
Technical know how	3
Customer relationship	7
Non-compete fees	3
Intellectual property rights	3

The residual values, useful lives and method of amortization of intangible assets are reviewed at each financial year end and adjusted, if appropriate.

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of

Material accounting policies (Contd.)

an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in statement of profit and loss.

Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the Company and such expenditure can be measured reliably.

(e) Impairment of non-financial asset

At the end of each reporting period, the Company reviews the carrying amounts of non-financial assets (other than inventories, contract asset and deferred tax assets) to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs.

Recoverable amount is the higher of fair value less costs of disposal 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 for which estimates of future cash flows have not been adjusted.

If such assets are considered to be impaired, the impairment to be recognized in the statement of profit and loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount.

When an impairment loss subsequently reverses, the carrying amount of the asset / CGU is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years. A reversal of impairment loss is recognized immediately in the statement of profit and loss.

(f) Inventories

Inventories are valued at the lower of cost and net realisable value. Cost of inventories comprises purchase price, costs of conversion and other costs incurred in bringing the inventories to their present location and condition. In determining the cost, weighted average cost is used. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs to sell. The comparison of cost and net realizable value is made on an item-by-item basis.

The method of determination of cost is as follows:

- Raw materials and components– on a weighted average basis
- Stores and spares – on a weighted average basis
- Work-in-progress – includes cost of conversion.
- Finished goods– includes cost of conversion.
- Goods in transit – at purchase cost

The net realizable value of work-in-progress is determined with reference to the net realizable value of related finished goods. Raw materials and other supplies held for use in production of inventories are not written down below cost except in cases where material prices have declined, and it is estimated that the cost of the finished products will exceed their net realizable value. Fixed production overheads are allocated on the basis of normal capacity of production facilities. The provision for inventory obsolescence is assessed periodically and is provided as considered necessary.

(g) Investment in subsidiaries

Investment in subsidiaries are shown at cost less impairment. Where the carrying amount of an investment is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount and the difference is transferred to the statement of profit and loss.

On disposal of investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to the statement of profit and loss.

(h) Investment in associates

Investment in associates is under the equity method. On initial recognition the investment in an associate is recognised at cost, and the carrying amount is increased or decreased to recognise the investor's share of the profit or loss of the investee after the date of acquisition. The investor's share of the investee's profit or loss is recognised in the investor's profit or loss.

(i) Financial Instruments

A. Financial assets

i) Recognition and initial measurement

Trade receivables and debt securities are initially recognized when they are originated. All other financial assets and liabilities are initially recognized when the Company becomes a party to contractual provisions of the instrument.

All financial instruments are recognised initially at fair value. Transaction costs that are attributable to the acquisition of the financial asset (other than financial assets recorded at fair value through profit or loss) are included in the fair value of the financial assets.

ii) Classification and subsequent measurement Financial assets

On initial recognition, a financial instrument is classified and measured at

- Amortised cost
- Fair value through other comprehensive income (FVOCI) - debt instruments;
- Fair value through other comprehensive income (FVOCI) - equity investments; or
- Fair value through profit and loss (FVTPL).

Financial assets are not classified 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 amortised cost if it meets both 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 assets give rise on a specified date to cash flows that are solely payments of principal and interest on the principal amounts outstanding.
- A debt investment is measured at FVTOCI 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 achieved by both collecting contractual cash flow and selling financial assets; and
- The contractual terms of the financial assets give rise on a specified date to cash flows that are solely payments of principal and interest on the principal amounts 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-to-investment basis.

All financial assets not classified as amortized cost or FVOCI as described above are measured at FVTPL. 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 as at FVTPL, if doing so eliminates or significantly reduces an accounting mistake that would otherwise arise.

Financial assets: Subsequent measurement and gains and losses

Financial assets, at FVTPL:

These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income are recognized in the statement of profit or loss.

Financial assets at amortised cost:

These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognized in the statement of profit and

Material accounting policies (Contd.)

loss. Any gain or loss on derecognition is recognized in the statement of profit and loss.

Debt investments at FVTOCI:
These assets are subsequently measured at fair value. Interest income under effective interest method, foreign exchange gains and losses and impairment are recognized in the statement of profit and loss. Other net gains and losses are recognized in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to the statement of profit and loss.

Equity investments at FVTOCI:
These assets are subsequently measured at fair value. Dividends are recognized as income in the statement of profit and loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognized in OCI and are not reclassified to the statement of profit and loss.

Impairment of financial assets
The Company assesses on a forward-looking basis the expected credit losses associated with its assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 34 details how the Company determines whether there has been a significant increase in credit risk.

In accordance with Ind AS 109, the Company applies expected credit loss ("ECL") model for measurement and recognition of impairment loss. The Company follows 'simplified approach' for recognition of impairment loss allowance on financial assets, trade receivables. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

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

iii) Derecognition of financial assets
A financial asset is derecognized only when:

- the Company has transferred the rights to receive cash flows from financial asset or
- retains the contractual rights to receive the cash flows from financial asset but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the Company has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognized. Where the Company has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognized.

Where the Company has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognized if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognized to the extent of continuing involvement in the financial asset.

B. Financial liability

i) Initial recognition and measurement
Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss or amortised cost. All financial liabilities are recognized initially at fair value and, in case of loans and borrowings and payables, net of directly attributable transaction costs.

ii) **Subsequent measurement**

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

Financial liabilities at fair value through profit or loss

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

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

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

Amortised cost

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest Rate ("EIR") method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process.

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

Financial guarantee contracts

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified party fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognized initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognized less cumulative amortization.

Derecognition

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

Offsetting

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

(j) **Cash and cash equivalents**

Cash and cash equivalent includes cash in hand, demand deposit with bank and other short-term, highly liquid

Material accounting policies (Contd.)

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 bank overdrafts.

(k) 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. Final dividends on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.

(l) Foreign Currency transactions and translations

Foreign currency are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign currency denominated monetary assets and liabilities are translated into relevant functional currency at exchange rates in effect at the balance sheet date.

Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognized in statement of profit and loss.

Non-monetary assets and non-monetary liabilities denominated in foreign currency and measured at fair value are translated at the exchange rate prevalent at the date when the fair value was determined. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of transaction. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss and are generally recognized in statement of profit and loss, except exchange differences arising from the translation of the following items which are recognized in OCI:

- equity investments at fair value through OCI (FVOCI)
- a financial liability designated as a hedge of the net investment in a foreign operation to the extent that the hedge is effective; and
- qualifying cash flow hedges to the extent that the hedges are effective.

(m) Employee benefits

a. Defined contribution plan

A defined contribution plan is a post-employment benefit plan under which an entity pays specified contributions to a separate entity and has no obligation to pay any further amounts. The Company makes specified monthly contributions towards employee Provident Fund to Government administered Provident Fund Scheme which is a defined contribution plan. The Company's contribution is recognized as an expense in the statement of profit and loss during the period in which the employee renders the related service.

b. Defined benefit plans

Company's gratuity plan is a defined benefit plan. The present value of gratuity obligation under such defined benefit plans is determined based on actuarial valuations carried out by an independent actuary using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measure each unit separately to build up the final obligation. The obligation is measured at the present value of estimated future cash flows. The discount rates used for determining the present value of obligation under defined benefit plans, is based on the market yields on Government securities as at the balance sheet date, having maturity periods approximating to the terms of related obligations.

Actuarial gains or losses are recognized in other comprehensive income. Further, the statement of profit and loss does not include an expected return on plan assets. Instead net interest recognized in profit or loss is calculated by applying the discount rate used to measure the defined benefit obligation to the net defined benefit liability or asset. The actual return on plan assets above or below the discount rate is recognized as part of remeasurement of net defined liability or asset through other comprehensive income.

Remeasurements comprising actuarial gains or losses and return on plan assets (excluding amounts included in net interest on the net defined benefit liability) are not reclassified to profit or loss in subsequent periods.

The Company's gratuity scheme is administered through a third party trust and the provision for the same is determined on the basis of actuarial valuation carried out by an independent actuary. Provision is made for the shortfall, if any, between the amounts required to be contributed to meet the accrued liability for gratuity as determined by actuarial valuation and the available corpus of the funds.

c. Short-term employee benefits

All employee benefits falling due wholly within twelve months of rendering the services are classified as short term employee benefits, which include benefits like salaries, wages and performance incentives and are recognised as expenses in the period in which the employee renders the related service.

Short term employee benefits are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognized for the amount expected to be paid e.g. short term performance incentive, if the Company has a present legal or constructive obligation to pay this amount as a result of past services provided by the employee and the amount of obligation can be estimated reliably.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognized immediately in the statement of profit and loss. The Company recognizes gains and losses on the settlement of a defined benefit plan when the settlement occurs.

d. Compensated absences:

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised at an actuarially determined liability at the present value of the defined benefit obligation at the Balance sheet date. In respect of compensated absences expected to occur within twelve months after the end of the period in which the employee renders the related services, liability for short-term employee benefits is measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

e. Share-based payment transactions

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model and Company's estimate of equity instruments that will vest. That cost is recognized, together with a corresponding increase in share-options outstanding account in equity, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense.

(n) Borrowing costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs allocated to and utilized for qualifying assets pertaining to the period from commencement of activities directly attributable to the acquisition, construction or production of upto the date of capitalisation of such asset are added to the cost of the assets. Qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.. All other borrowing costs are expensed in the period in which they occur.

(o) Leases

The Company assesses at contract inception whether a contract is, or contains, a lease, that is if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

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

The Company recognises a right-of-use (ROU) asset representing its right to use the underlying assets for the lease term and a lease liability at the lease commencement date. The ROU asset is initially measured

Material accounting policies (Contd.)

at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss..

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Company applies the short-term lease recognition exemption to all assets that have a lease term of 12 months or less from the commencement date. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term. Further, leases for which the underlying asset is of low value has been recognized immediately in the Statement of Profit and Loss.

(p) Taxation

Income tax expense comprises current and deferred income tax. Income tax expense is recognized in net profit in the statement of profit and loss except to the extent it relates to items recognized directly in equity, in which case it is recognized in other comprehensive income.Current income tax for current and prior periods is recognized at the amount expected to be paid or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the reporting date.

Deferred income tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the standalone financial statements except for the cases mentioned below.

Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or substantive enactment date.

Deferred tax is not recognized for temporary differences arising on the initial recognition of assets and liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profits or loss at the time of the transaction, and temporary investment related to investment in subsidiaries, associates and joint agreements to the extent that the Company is able to control the timing of reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used. The Company recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profits will be available against which such deferred tax can be realised. Deferred tax assets, unrecognised or recognised, are reviewed at each reporting date and are recognised/reduced to the extent that it is probable/no longer probable respectively that the related tax benefit will be realised.

The Company offsets, the current tax assets and liabilities (on a year on year basis) and deferred tax assets and liabilities, where it has a legally enforceable right and where it intends to settle such assets and liabilities on a net basis.

(q) Provisions and Contingent Liabilities

(i) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, the expense relating to a provision is presented in the statement of profit and loss net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost. Expected future operating losses are not provided for.

(ii) Onerous contract

Provision for onerous contracts. i.e. contracts where the expected unavoidable cost of meeting the obligations under the contract exceed the economic benefits expected to be received under it, are recognised when it is probable that an outflow of resources embodying economic benefits will be required to settle a present obligation as a result of an obligating event based on a reliable estimate of such obligation.

(iii) Contingent liabilities

A disclosure for contingent liabilities is made where there is a possible obligation or a present obligation that may probably not require an outflow of resources. When there is a possible or a present obligation where the likelihood of outflow of resources is remote, no provision or disclosure is made.

Provisions and contingent liabilities are reviewed at each Balance Sheet date.

(r) Earnings per share

The basic earnings per share is computed by dividing the net profit attributable to the owners of the Company for the year by the weighted average number of equity shares outstanding during reporting period.

Diluted earnings per share is computed by dividing the net profit by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The number of shares used in computing diluted earnings per share comprises the weighted average shares considered for deriving basic earnings per share and also the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares.

Dilutive potential equity shares are deemed converted as of the beginning of the reporting date, unless they have been issued at a later date. In computing diluted earnings per share, only potential equity shares that is dilutive and which either reduces earnings per share or increase loss per share are included.

(s) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM). The Company has identified one reportable segment based on the dominant source, nature of risks and return and the internal organisation and management structure and for which discrete financial information is available. The CODM monitors the operating results of the entity as a whole for the purpose of making decisions about resource allocation and performance assessment. Refer Note 41 for segment information and segment reporting.

(t) Cash flow statement

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

(u) Government grants

Government grants are recognized where there is reasonable assurance that the grant will be received, and all attached conditions will be complied with. When the grant relates to an expense item, it is recognized as income 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 in proportion to the depreciation charged over the expected useful life of the related asset.

(v) Recent pronouncements

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

Notes to the standalone financial statements

3 PROPERTY, PLANT AND EQUIPMENT AND CAPITAL WORK-IN-PROGRESS

(₹ In Million)

Particulars	Freehold Land	Buildings	Electrical installations	Plant and machineries	Furniture and fixtures	Computers (including servers)	Office equipment	Vehicles	Total	Capital work-in-progress (Note i)
Cost or deemed cost										
As at 1 April 2022	**278.10**	**510.63**	**158.82**	**1,051.36**	**31.40**	**23.79**	**45.94**	**49.58**	**2,149.62**	**1.91**
Additions	-	0.93	-	79.43	2.55	14.20	2.22	13.65	112.98	5.49
Deletions	-	-	-	(1.52)	-	(1.67)	(3.23)	(4.70)	(11.12)	-
Capitalised	-	-	-	-	-	-	-	-	-	(1.91)
As at 31 March 2023	**278.10**	**511.56**	**158.82**	**1,129.27**	**33.95**	**36.32**	**44.93**	**58.53**	**2,251.48**	**5.49**
Additions	-	-	-	102.26	2.98	9.24	2.56	4.06	121.10	8.74
Deletions	-	-	-	(4.11)	(0.68)	(1.24)	-	(3.98)	(10.01)	-
Capitalised	-	-	-	-	-	-	-	-	-	(5.49)
As at 31 March 2024	**278.10**	**511.56**	**158.82**	**1,227.42**	**36.25**	**44.32**	**47.49**	**58.61**	**2,362.57**	**8.74**
Accumulated depreciation										
As at 1 April 2022	**-**	**81.55**	**51.10**	**554.15**	**11.22**	**15.19**	**32.83**	**16.52**	**762.56**	**-**
Depreciation for the year	-	16.12	15.41	104.47	2.61	4.81	6.51	5.92	155.85	-
Depreciation on deletions	-	-	-	(0.33)	-	(1.58)	(3.07)	(3.48)	(8.46)	-
As at 31 March 2023	**-**	**97.67**	**66.51**	**658.29**	**13.83**	**18.42**	**36.27**	**18.96**	**909.95**	**-**
Depreciation for the year	-	16.14	15.41	109.46	2.89	8.83	4.11	6.39	163.23	-
Depreciation on deletions	-	-	-	(3.00)	(0.66)	(1.17)	-	(1.45)	(6.28)	-
As at 31 March 2024	**-**	**113.81**	**81.92**	**764.75**	**16.06**	**26.08**	**40.38**	**23.90**	**1,066.90**	**-**
Net carrying amount										
As at 1 April 2022	**278.10**	**429.08**	**107.72**	**497.21**	**20.18**	**8.60**	**13.11**	**33.06**	**1,387.06**	**1.91**
As at 31 March 2023	**278.10**	**413.89**	**92.31**	**470.98**	**20.12**	**17.90**	**8.66**	**39.57**	**1,341.53**	**5.49**
As at 31 March 2024	**278.10**	**397.75**	**76.90**	**462.67**	**20.19**	**18.24**	**7.11**	**34.71**	**1,295.67**	**8.74**

Note (i)

(a) The ageing information for capital work in progress for the year ended 31 March 2024 and 31 March 2023 are as follows::

(₹ In Million)

Particulars	Amount in capital work-in-progress for a period of				
	Less than1 year	1 - 2 Years	2-3 Years	More than 3 years	Total
31 March 2024					
Projects in progress	8.74	-	-	-	8.74
Projects temporarily suspended	-	-	-	-	-
	8.74	**-**	**-**	**-**	**8.74**
31 March 2023					
Projects in progress	5.49	-	-	-	5.49
Projects temporarily suspended	-	-	-	-	-
	5.49	**-**	**-**	**-**	**5.49**

(b) There are no capital work in progress whose completion is overdue or exceeded its cost compared to its original plan.

(c) The title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favor of the lessee), are held in the name of the company.

(d) There has been no revaluation of property, plant and equipment done during the year.

(e) At 31 March 2024, freehold land and building amounting to ₹ 453.30 million (31 March 2023: ₹ 468.19 million) are subject to 1st charge secured bank loans [refer Note 17]

4 OTHER INTANGIBLE ASSETS

(₹ In Million)

Particulars	Other intangible assets						
	Goodwill (A)	Software	Technical Know-how	Customer relationship	Non-compete fees	Total (B)	Total (A+B)
Cost or deemed cost							
As at 1 April 2022	**39.51**	**29.06**	**2.92**	**37.56**	**12.20**	**81.74**	**121.25**
Additions	-	1.70	-	-	-	1.70	1.70
Deletions	-	(0.70)	-	-	-	(0.70)	(0.70)
As at 31 March 2023	**39.51**	**30.06**	**2.92**	**37.56**	**12.20**	**82.74**	**122.25**
Additions	-	0.57	-	-	-	0.57	0.57
Deletions	-	-	-	-	-	-	-
As at 31 March 2024	**39.51**	**30.63**	**2.92**	**37.56**	**12.20**	**83.31**	**122.82**
Accumulated amortization							
As at 1 April 2022	**-**	**22.33**	**2.92**	**21.03**	**12.19**	**58.47**	**58.47**
Amortization for the year		2.47	-	5.37	-	7.84	7.84
Amortization on deletions	-	(0.66)	-	-	-	(0.66)	(0.66)
As at 31 March 2023	**-**	**24.14**	**2.92**	**26.39**	**12.19**	**65.65**	**65.65**
Amortization for the year	-	2.58	-	5.37	-	7.95	7.95
Amortization on deletions	-	-	-	-	-	-	-
As at 31 March 2024	**-**	**26.72**	**2.92**	**31.76**	**12.19**	**73.59**	**73.59**
Net carrying amount							
As at 1 April 2022	**39.51**	**6.73**	**-**	**16.53**	**0.01**	**23.27**	**62.78**
As at 31 March 2023	**39.51**	**5.91**	**-**	**11.17**	**0.01**	**17.09**	**56.60**
As at 31 March 2024	**39.51**	**3.91**	**-**	**5.80**	**0.01**	**9.72**	**49.23**

(a) The Company does not have any intangible assets under development.

(b) Goodwill arising upon business combination is not amortized but tested for impairment annually or more frequently if there is any indication that the cash generating unit to which goodwill is allocated is impaired. For the purposes of impairment assessment, the Company is considered as single Cash generating unit. Acquired business of Delta Ram Enterprises, Sirisha Enterprises and SM Enterprises has been merged with the Company and the management considered these acquired business with the Company as single cash-generating unit. The recoverable amounts of the cash generating units have been assessed using a enterprise value model. Key assumptions upon which the company has based its determination of enterprise value include:

Particulars	As at 31 March 2024	As at 31 March 2023
Growth rate (%)		
Volatality (%)	45.00%	48.45%
Dividend yield (%)	0.78%	0.78%
Risk free interest rate (%)	7.28%	7.15%

Notes to the standalone financial statements (Contd.)

As at 31 March 2024 and 31 March 2023, the estimated recoverable amount of the CGU exceeded its carrying amount hence no impairment is trigerred.

The Company believes that any reasonably possible change in the key assumptions on which a recoverable amount is based would not cause the aggregate carrying amount to exceed the aggregate recoverable amount of the cash-generating unit.

5 INVESTMENTS

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Non current		
Investment in equity instruments of subsidiary - Unquoted		
28,00,000 (31 March 2023: 28,00,000) fully paid up equity shares of Exotech Plastics Private Limited [refer Note (a)]	640.00	640.00
3,15,442 (31 March 2023: Nil) fully paid up equity shares of Walter Pack Automotive Products India Private Limited [refer Note (b)]	2,385.74	-
Investment in equity instruments carried at fair value through other comprehensive income (FVTOCI) - Unquoted		
8,00,000 fully paid up equity shares of Surya Urja Two Private Limited [refer Note (c)]	29.65	-
Investment in equity instruments of associate carried at amortised cost - Unquoted		
(31 March 2023: 6,00,000) fully paid up equity shares of Surya Urja Two Private Limited [refer Note (c)]	-	6.00
Investments at amortized cost-Unquoted		
Investment in bonds	30.67	30.67
Total	**3,086.06**	**676.67**
Current		
Investments designated at fair value through profit or loss (FVTPL)- Unquoted		
Investment in mutual funds - Unquoted	238.14	955.13
Investments at amortized cost-Unquoted		
Investment in bonds, commercial papers and others	97.96	395.90
Total	**336.10**	**1,351.03**
Aggregate value of investment	3,422.16	2,027.70
Aggregate value of unquoted investment	3,422.16	2,027.70

Details for investment in mutual fund - Unquoted

Particulars	As at 31 March 2024	As at 31 March 2023
Nil units (31 March 2023: 142,039.52 units) in Aditya Birla Sun Life Liquid Fund - Growth - Regular Plan	-	51.11
Nil units (31 March 2023: 11,032.57 units) in DSP Liquidity Fund - Regular Plan - Growth	-	35.17
1,475,718.79 units (31 March 2023: Nil units) in Kotak Equity Arbitrage Fund - Reg - Growth	50.62	-
Nil units (31 March 2023: 37,893.08 units) in Tata Money Market Fund - Regular Plan - Growth	-	151.42

Notes to the standalone financial statements (Contd.)

Particulars	As at 31 March 2024	As at 31 March 2023
2,896.47 units (31 March 2023: Nil units) in Tata Liquid Fund - Regular Plan - Growth	10.92	-
Nil units (31 March 2023: 14,666,150.63 units) in Aditya Birla Sun Life CRISIL IBX AAA - Jun 2023 Index Fund - Regular Growth	-	154.11
2,761.11 units (31 March 2023: 17,172.63 units) in SBI Liquid Fund - Regular Growth	10.34	60.04
426,284.30 units (31 March 2023: 2,228,040.87 units) in DSP Savings Fund - Regular Plan - Growth	20.53	99.96
Nil units (31 March 2023: 43,386.85 units) in Axis Money Market Fund - Direct Growth	-	52.83
Nil units (31 March 2023: 6,212,481.38 units) in HDFC Ultra Short Term Fund - Regular Growth	-	80.28
8,000.30 units (31 March 2023: 46,703.26 units) in Nippon India Money Market Fund - Growth	30.23	164.05
974,679.80 units (31 March 2023: Nil units) in SBI Arbitrage Opportunities Fund - Regular Plan - Growth	30.20	-
19,331.63 units (31 March 2023: NIL units) in Axis Money Market Fund - Reg - Growth	25.19	-
6,395.17 units (31 March 2023: Nil units) in HDFC Liquid Fund - Reg - Growth	30.04	-
1,027,571.11 units (31 March 2023: Nil units) in Invesco India Arbitrage Fund - Reg - Growth	30.07	-
Nil units (31 March 2023: 27,913.51 units) in Kotak Money Market Fund - Regular Plan - Growth	-	106.16
Aggregate amount of unquoted investment and market value, thereof	**238.14**	**955.13**

Details for investment in bonds, commercial papers and others - Unquoted

Particulars	As at 31 March 2024	As at 31 March 2023
30 bonds (31 March 2023: 30 units) in HDB Financial Services Ltd, interest @7.75%	30.67	30.67
5,00,000 units (31 March 2023: Nil units) in Piramal Enterprises Ltd, interest @8.40%	48.99	-
5,00,000 units (31 March 2023: Nil units) in Piramal Enterprises Ltd, interest @8.40%	48.97	-
Nil units (31 March 2023: 15,00,000 units) in Piramal Enterprises Ltd, interest @8.40%	-	146.92
Nil units (31 March 2023: 100 units) in Kotak Mahindra Prime Limited, interest @7.40%	-	98.98
Inter corporate deposits in Mahindra & Mahindra Finance, interest @7.55%	-	150.00
Aggregate amount of unquoted investment and market value, thereof	**128.63**	**426.57**

(a) During the year ended 31 March 2024, the Company has entered into a Share purchase agreement ("SPA") dated 27 April 2023 with Walter Pack Automotive Products India Private Limited ("WPI") and its shareholders, Walter Pack S.L. and Mr. Roy Mathew and acquired 3,15,442 equity shares (90.1% of the shareholding of WPI). The effective date of the acquisition is 4 July

Notes to the standalone financial statements (Contd.)

2023 and subsequent to which WPI has become the subsidiary of the Company. The purchase consideration includes deferred consideration amounting to ₹ 88.22 million out of which ₹ 64.79 is outstanding as at 31 March 2024 [refer Note 19].

Purchase consideration	(₹ In Million)
Cash consideration	2,297.52
Deferred consideration (recognised at fair value at the date of acquisition)	88.22
Total	**2,385.74**

The acquisition related cost of □16.01 million related to the above acquisition have been included in the legal & professional fees in the Standalone Statement of Profit and Loss.

Reconciliation of initial cash purchase consideration as disclosed above to the statement of cashflows

(₹ In Million)

Particulars	Amount
Initial cash purchase consideration	2,297.52
Deferred consideration paid till 31 March 2024	28.36
As per cashflow statement	**2,325.88**

(b) During the year ended 31 March 2023, the Company has entered into a Power Supply and Offtake Agreement ("PSOA") and Share Subscription and Shareholders' Agreement ("SSSHA") with Sunsource Energy Private Limited ("SEPL") and Suryaurja Two Private Limited ("STPL") and had acquired 6,00,000 equity shares of STPL at a price of Rs. 10/- each. During the year ended 31 March 2024, STPL has raised additional equity from other investors, which has resulted in the reduction of shareholding of the Company below 20%. On 25th September 2023, the Company has entered into an Amendment to Share Subscription and Shareholders' Agreement ("ASSSHA") with Sunsource Energy Private Limited ("SEPL") and Suryaurja Two Private Limited ("STPL") and had acquired 2,00,000 equity shares of STPL at a price of Rs. 10/- each. Consequently, the Company's total stake in STPL now stands at 16.33%. As the Company does not exercise any significant influence, STPL is no longer considered to be an associate of the Company and Investment in equity instruments Surya Urja is designated as investment carried at fair value through profit or loss (FVTOCI) by the management.

Information about the Company's exposure to credit and market risks, and fair value measurement is included in note 33 and note 34.

6 LOANS

Carried at amortised cost

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Non-current		
Unsecured, considered good		
Loan to related party [refer Note 36 and 42]	-	80.00
Total	**-**	**80.00**
Current		
Unsecured, considered good		
Loans to employees	4.94	2.97
Total	**4.94**	**2.97**

Notes to the standalone financial statements (Contd.)

7 Other financial assets

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Non-current		
Unsecured, considered good		
Security deposit	9.14	9.14
Interest accrued but not due [refer Note 36]	-	2.95
Margin money deposits*	-	0.10
ESOP expenses receivable [refer Note 36]	9.13	1.68
Total	**18.27**	**13.87**
Current		
Unsecured, considered good		
Security deposit	0.35	0.35
Interest accrued on fixed deposits and loans	6.33	9.32
Export incentives receivables	0.85	0.30
Recoverable from insurance companies	0.96	-
Expense reimbursable receivable [refer Note 36]	-	47.91
Total	**8.49**	**57.88**

* include NIl as on 31 March 2024 (Rs. 0.10 Mn as on 31 March 2023) Margin money provided as guarantee for Gurgaon Warehouse to Value Added Tax and Central Sales Tax Department..

8 INCOME TAX ASSETS AND LIABILITIES (NET)

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Non - current		
Advance tax and tax deducted at source, net of provision for tax	-	-
Current		
Income tax liabilities, net of tax assets	4.12	5.26

a) The gross movement in the income tax (liability) / asset for the year ended 31 March 2024 and 31 March 2023 is as follows:

(₹ In Million)

Particulars	For the period ended 31 March 2024	For the period ended 31 March 2023
Net income tax (liability) / asset at the beginning of the year	(5.26)	(28.94)
Current income tax expense	(250.66)	(195.48)
Income tax paid (including interest)	250.15	219.15
Interest income on tax refund	1.65	-
Others	-	0.01
Net income tax liability at the end of the year	**(4.12)**	**(5.26)**

Notes to the standalone financial statements (Contd.)

9 OTHER ASSETS

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Non - current		
Unsecured, considered good		
Capital advances	0.31	34.52
Prepaid expenses	4.74	0.81
Contract acquisition costs	0.62	13.61
Receivables from government authorities [refer Note (a) below]	15.41	10.57
	21.08	59.51
Unsecured, considered doubtful		
Indirect tax paid under protest	3.00	3.00
Less: Provision	(3.00)	(3.00)
	-	-
Receivables from government authorities	-	4.84
Less: Provision [refer Note (a) below]	-	(4.84)
Capital advances	0.60	-
Less: Provision	(0.60)	-
	-	-
Total	**21.08**	**59.51**
Current		
Unsecured, considered good		
Balances with government authorities	2.56	2.50
Prepaid expenses	7.21	6.02
Contract acquisition costs	8.10	5.84
Advance to suppliers	29.42	16.67
Others	0.10	0.27
Total	**47.39**	**31.30**

a) Bangalore Metro Rail Corporation Limited (BMRCL) has acquired a portion of the freehold land for an agreed compensation of ₹15.41 million (including tax deducted at source). On the above land, one of the female legal heirs of the erstwhile owner of the freehold land has raised an allegation for separate possession of certain portion of the freehold land. On account of the dispute, the acquisition compensation amount has been deposited by BMRCL in the Court till the final settlement. During the year ended 31 March 2024, the matter is closed as the Company has received an order dated 9 September 2023 in its favour.

10 INVENTORIES [REFER NOTE 2(F)]

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Raw materials [refer Note (a) and (b) below]	164.00	141.68
Work-in-progress	59.52	35.37
Finished goods [refer Note (b) below]	88.80	136.88
Stores and spares	5.76	5.92
Total	**318.08**	**319.85**

(a) Including goods in transit as on 31 March 2024 ₹35.09 million (31 March 2023 : ₹17.10 million)

(b) The provision for write down of inventories to net realisable value during the year amounted to ₹193.73 million (31 March 2023 : ₹192.02 million). The provision estimated by the management for slow moving and obsolete stock during the year amounted to ₹112.73 million (31 March 2023 : ₹59.89 million). The write down, reversal and provision for slow moving and obsolete stock are included in the costs of materials consumed or changes in inventories of finished goods and work-in-progress.

11 TRADE RECEIVABLES

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Trade receivables considered good - unsecured	851.92	551.53
Trade receivables - credit impaired	1.09	-
Total Trade receivables	**853.01**	**551.53**
Less: Loss allowances on financial assets	(4.86)	(0.42)
Net trade receivables	**848.15**	**551.11**

(i) The Company's exposure to credit and currency risk and loss allowances related to trade receivables has been disclosed in Note 34.

(ii) Trade receivables include due from companies in which any director of the Company is a director or member [refer Note 36]

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Private companies in which any director of the Company is a director or member		
Exotech Plastics Private Limited	7.99	5.08
Walter Pack Automotive Products India Private Limited	37.55	-

(iii) Ageing for trade receivables for each of the category is as follows:

(₹ In Million)

Particulars	Outstanding for following periods from due date of payment						
	Not due	Less than 6 months	6 Months to 1 Year	1 -2 Years	2 -3 Years	More than 3 Years	Total
31 March 2024							
i) Undisputed trade receivable - considered good	728.72	111.30	11.90	-	-	-	851.92
ii) Undisputed trade receivable - which have significant increase in credit risk	-	-	-	-	-	-	-
iii) Undisputed trade receivable - credit impaired	-	-	-	1.09	-	-	1.09
iv) Disputed trade receivable - considered good	-	-	-	-	-	-	-
v) Disputed trade receivable - which have significant increase in credit risk	-	-	-	-	-	-	-
vi) Disputed trade receivable - credit impaired	-	-	-	-	-	-	-
Total	**728.72**	**111.30**	**11.90**	**1.09**	**-**	**-**	**853.01**

Notes to the standalone financial statements (Contd.)

(₹ In Million)

Particulars		Outstanding for following periods from due date of payment						
		Not due	Less than 6 months	6 Months to 1 Year	1 -2 Years	2 -3 Years	More than 3 Years	Total
31 March 2023								
i)	Undisputed trade receivable - considered good	470.10	79.72	1.71	-	-	-	551.53
ii)	Undisputed trade receivable - which have significant increase in credit risk	-	-	-	-	-	-	-
iii)	Undisputed trade receivable - credit impaired	-	-	-	-	-	-	-
iv)	Disputed trade receivable - considered good	-	-	-	-	-	-	-
v)	Disputed trade receivable - which have significant increase in credit risk	-	-	-	-	-	-	-
vi)	Disputed trade receivable - credit impaired	-	-	-	-	-	-	-
Total		**470.10**	**79.72**	**1.71**	**-**	**-**	**-**	**551.53**

(iv) There are no unbilled trade receivables as on each reporting date.

12 CASH AND CASH EQUIVALENTS

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Balances with banks:		
- in current accounts	76.22	39.58
- in Exchange earner's foreign currency accounts	27.67	13.67
- Deposits with original maturity of less than 3 months*	3.42	3.40
Cash in hand	0.29	0.30
Total	**107.60**	**56.95**

* Includes deposit amounting to ₹ 3.42 million which has been transferred by the bank to Depositors Education and Awareness Fund (RBI guidelines) as per DEAF Act, 2014.

13 BANK BALANCE OTHER THAN CASH AND CASH EQUIVALENTS

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Current		
Other bank balances		
In deposit accounts (with original maturity of more than 3 months and less than 12 months) *	11.41	203.06
Total	**11.41**	**203.06**

*Includes fixed deposit of ₹10.00 million as on 31 March 2024 (₹53.06 million as on 31 March 2023) as restricted bank balances under lien in favour of Kotak Mahindra Bank as collateral security against overdraft facility.

14 EQUITY SHARE CAPITAL

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Authorised		
Equity shares		
50,000,000 (31 March 2023: 35,000,000) equity shares of ₹10 each	500.00	350.00
Total	**500.00**	**350.00**

Issued, subscribed and fully paid-up shares

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Equity shares		
31,037,904 (31 March 2023 : 30,437,904) equity shares of ₹10 each, fully paid up [refer Note (a) below]	310.38	304.38
Total	**310.38**	**304.38**

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

(₹ In Million)

Particulars	As at 31 March 2024		As at 31 March 2023	
	Number of shares	Amount	Number of shares	Amount
Equity shares				
At the beginning of the year	30,437,904	304.38	30,437,904	304.38
Issued during the year for cash [refer Note (c) below]	600,000	6.00	-	-
At the end of the year	**31,037,904**	**310.38**	**30,437,904**	**304.38**

(b) Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having par value of ₹10 each. All equity shares carry similar voting rights of 1:1 and similar dividend rights. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts, if any. The distribution will be in proportion to the number of equity shares held by the shareholders.

(c) During the year ended 31 March 2024, the Board of Directors at their meeting held on 3 May 2023, had approved the issue of equity shares of 600,000 shares on a preferential basis at an issue price of ₹ 500 (Rupees Five Hundred Only) per equity share to Mr. K.A. Joseph ("Investor"), Founder, Promoter and Managing Director of the Company. The same had been approved by the Shareholders in their meeting held on 30 May 2023.

Notes to the standalone financial statements (Contd.)

(d) Details of shareholders holding more than 5% shares of a class of shares in the Company: -

(₹ In Million)

Particulars	As at 31 March 2024		As at 31 March 2023	
	Number of shares	% holding in the class	Number of shares	% holding in the class
Equity shares of ₹10 each fully paid up held by:				
Evergraph Holdings Pte. Limited **	**	**	10,600,370	34.83%
K. A. Joseph *	5,251,244	16.92%	4,651,244	15.28%
Aditya Birla Sun Life Trustee Private Limited	2,213,273	7.13%	-	-

* During the year ended 31 March 2024, Mr. K A Joseph and Evergraph has entered into transaction for the transfer of 9,00,000 shares from Evergraph to Mr. K A Joseph on 29 February 2024 which got consummate on 4 April 2024.

** During the year ended 31 March 2024, Evergraph Holdings Pte. Ltd sold 9,164,033 equity shares of the Company thereby reducing its shareholding from 34.83% to less than 5%.

(e) The Company has neither allotted any shares as fully paid up pursuant to contracts without payments being received in cash or by way of bonus shares nor bought back any shares for the period of five years immediately preceding 31 March 2024.

(f) Details of shareholdings by the Promoter's of the Company: -

(₹ In Million)

Particulars	As at 31 March 2024		As at 31 March 2023		% Change in the year
	Number of shares	% holding in the class	Number of shares	% holding in the class	
Equity shares of ₹10 each fully paid up held by:					
Evergraph Holdings Pte. Ltd.	^	^	10,600,370	34.83%	(34.83%)
K. A. Joseph	5,251,244	16.92%	4,651,244	15.28%	1.64%

^ During the year ended 31 March 2024, Evergraph Holdings Pte. Ltd sold 9,164,033 equity shares of the Company thereby reducing its shareholding from 34.83% to less than 5%. Accordingly, Evergraph Holdings Pte. Ltd. does not have a significant influence on the Group as at 31 March 2024.

(g) Shares reserved for issue under options: Nil

15 Other equity

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Securities premium account [refer Note (a) below]	331.33	39.41
Retained earnings [refer Note (b) below]	4,475.98	3,800.39
General reserve [refer Note (c) below]	8.85	8.85
Share option outstanding account [refer Note 39 and refer Note (d) below]	86.65	38.83
Other comprehensive income [refer Note (e) below]	5.50	(10.51)
Total	**4,908.31**	**3,876.97**

Nature and purpose of other reserves

a) Securities premium account:

Amounts received on issue of shares in excess of the par value has been classified as securities premium. The securities premium can be utilised in accordance with the provisions of Section 52 of the Companies Act, 2013.

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Opening balance	39.41	39.41
Increase during the year*	291.92	-
Closing balance	**331.33**	**39.41**

*net of share issue expenses (Refer note 14(c) above)

b) Retained earnings:

Retained earnings are the profits that the Company has earned till 31 March 2024, add/(less) any transfers from/(to) general reserve, securities premium and debenture redemption reserve, dividends or other distributions paid to shareholders. Retained earnings includes re-measurement gain/(loss) on defined benefit obligations, net of taxes that will not be reclassified to Profit and Loss.

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Opening balance	3,800.39	3,212.53
Profit for the year	675.59	587.86
Closing balance	**4,475.98**	**3,800.39**

During the year ended 31 March 2024, the Board of Director of the Company at its meeting held on 20 May 2024 have proposed a final dividend of ₹2/- per equity shares for the year ended 31 March 2024, which is subject to the approval of shareholders at the ensuing Annual General Meeting.

c) General reserve:

This represents appropriation of profit by the Company. General reserve is used from time to time to transfer profits from retained earnings for appropriation purposes:

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Opening balance	8.85	8.85
Movement	-	-
Closing balance	**8.85**	**8.85**

d) Share option outstanding account:

The Company has share option schemes under which options to subscribe for the Company's shares have been granted to employees. The share-based payment reserve is used to recognise the value of equity-settled share-based payments provided to employees as part of employee benefit expense.

Notes to the standalone financial statements (Contd.)

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Opening balance	38.83	13.95
Increase during the year [refer Note 39]	47.82	24.88
Closing balance	**86.65**	**38.83**

e) Other comprehensive income:

(i) Remeasurement of net defined benefit liability or asset

Differences between the interest income on plan assets and the return actually achieved and any changes in the liabilities over the year due to changes in actuarial assumptions or experience adjustments within the plans, are recognised in 'Other equity' as other comprehensive income net of taxes.

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Opening balance	(10.51)	(3.68)
Increase during the year	(0.19)	(6.83)
Closing balance	**(10.70)**	**(10.51)**

(ii) Equity instruments through OCI

The Company has elected to recognise changes in the fair value of certain investment in equity securities in other comprehensive income. These changes are accumulated within the FVOCI equity investments within equity. The Company transfers amounts therefrom to retained earnings when the equity securities are derecognised.

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Opening balance	-	-
Increase during the year	16.20	-
Closing balance	**16.20**	**-**

16 DEFERRED TAX LIABILITIES (NET)*

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Deferred tax liabilities		
Property, plant and equipment and intangible assets	109.56	118.07
Others	8.74	9.18
Total deferred tax liabilities (A)	**118.30**	**127.25**
Deferred tax assets		
Provision for inventory obsolescence	28.37	15.07
Provision for gratutity and compensated absences	5.19	1.07
Customer discount, returns and claims	18.82	19.37
Lease liability, net	0.02	0.02
Loss allowances on financial assets, net	1.22	0.11
Others	10.35	1.97
Total deferred tax assets (B)	**63.97**	**37.61**
Net deferred tax liabilities (A-B)	**54.33**	**89.64**

*Refer Note 31(d)

Notes to the standalone financial statements (Contd.)

17 BORROWINGS

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Non current		
Secured loan		
Term loan [refer Note (c) below]	314.17	-
Total	**314.17**	**-**
Current		
Secured loan		
Current maturities of long term borrowings		
Term loan [refer Note (c) below]	36.63	-
Other secured loans		
Working capital demand loan [refer Note (b) below]	-	120.00
Unsecured loan		
Bill discounting facility from bank [refer Note (a) below]	71.20	71.14
Total	**107.83**	**191.14**

(a) The Company has availed bill discounting facility (with recourse) from State Bank of India which carries interest in the range of 8.22% to 10.48% per annum (31 March 2023: 6.48% to 10.11% per annum) and is payable within 45 days from the date of discounting of bills.

(b) The Company has availed woking capital demand loan from Citi Bank which carries interest of 1 month treasury bill + 175 basis points per annum (31 March 2023: 1 month treasury bill + 175 basis points per annum) and is payable within 30 days from the date of loan availed.

(c) During the year the Company had availed following term loans :

(i) ₹ 130 million from Citi Bank which carried interest rate of 1 month treasury bill + 175 basis points per annum and was payable in 60 monthly installments. The loan was availed on 30 June 2023 has been fully repaid on 30 October 2023. The loan was secured by charge on moveble fixed assets of the Company

(ii) ₹ 350 million on 30 June 2023 from Bajaj Finserve which carries interest of 9.50% per annum linked with repo rate of Reserve Bank of India and payable in 60 monthly installments with 12 months moratorium starting from 1 July 2024. The loan is secured by first paripassu charge on entire movable and immovable property, plant and equipments of the Company.

(d) The Company has obtained overdraft facility from Kotak Mahindra Bank amounting to ₹10 million, which carries interest at MCLR in the range of 8.60% to 8.80% and repayable on demand. This facility is not utilised as at the year end.

(e) Information about the Company's exposure to interest rate, foreign currency and liquidity risks is included in Note 34

Notes to the standalone financial statements (Contd.)

18 TRADE PAYABLES

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Total outstanding dues of micro enterprises and small enterprises [refer Note (ii) below]	84.65	102.67
Total outstanding dues of creditors other than micro enterprises and small enterprises	152.31	101.83
Total	**236.96**	**204.50**

Terms and conditions of above trade payables:

(i) For explanation of Company's credit risk management refer Note 34

(ii) Trade payables includes dues from related party [refer Note 36]

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Trade payable to related parties		
Exotech Plastics Private Limited	3.38	0.57
Walter Pack Automotive Products India Private Limited	0.38	-

(iii) Disclosure required under section 22 of Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006)

(₹ In Million)

	Particulars	As at 31 March 2024	As at 31 March 2023
(a)	The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year:		
	- Principal	84.23	102.25
	- Interest	0.42	0.42
(b)	The amount of interest paid by the buyer in terms of Section 16 of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.		
	- Principal	-	-
	- Interest	-	-
(c)	The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond appointed day during the year) but without adding the interest specified under the MSMED Act, 2006.	-	-
(d)	The amount of interest accrued and remaining unpaid at the end of each accounting year.	0.42	0.42
(e)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006.	-	-

The above disclosures are provided by the Group based on the information available with the Group in respect of the registration status of its vendors / suppliers.

(iii) Ageing for trade payables:

(₹ In Million)

Particulars	Accrued expenses	Outstanding for following periods from due date of payment					
		Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
31 March 2024							
Micro enterprises and small enterprises	-	84.15	0.08	0.42	-	-	84.65
Creditors other than micro enterprises and small enterprises	22.33	106.58	23.40	-	-	-	152.31
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-	-
Total	**22.33**	**190.73**	**23.48**	**0.42**	**-**	**-**	**236.96**
31 March 2023							
Micro enterprises and small enterprises	-	102.25	-	0.42	-	-	102.67
Creditors other than micro enterprises and small enterprises	15.42	79.02	6.87	0.52	-	-	101.83
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-	-
	15.42	**181.27**	**6.87**	**0.94**	**-**	**-**	**204.50**

19 OTHER FINANCIAL LIABILITIES

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Non-current		
Others	1.97	-
	1.97	**-**
Current		
Interest accrued		
Interest accrued but not due on borrowings	-	-
Others		
Employee related liabilities	59.38	56.04
Capital creditors	4.72	4.53
Discount Payable	67.92	73.25
Deferred consideration [refer Note 5]	64.79	-
Liability towards customer claims [refer Note 36]	20.78	-
Interest payable	12.78	-
Total	**230.37**	**133.82**

Information about the Company's exposure to interest rate, foreign currency and liquidity risks is included in Note 34

Notes to the standalone financial statements (Contd.)

20 OTHER LIABILITIES

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Current		
Statutory liabilities	36.84	69.21
Advance from customers	4.70	1.57
Total	**41.54**	**70.78**

21 PROVISIONS

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Current		
Provision for employee benefits		
Provision for gratuity [refer Note 40]	16.26	3.12
Provision for compensated absence [refer Note 40]	4.38	1.11
Others		
Provision for sales return*	6.83	3.69
Total	**27.47**	**7.92**

*This represents provision made for expected sales returns. Revenue is adjusted for the expected value of return and claims. It is expected to be utilised within 12 months from the end of the year. The provision is based on estimates made of historical data.

Movement in other provisions for the year ended 31 March 2024

(₹ In Million)

Particulars	As at 01 April 2023	Provision made during the year	Provision utilised during the year	Provision reversed during the year	As at 31 March 2024
Provision for sales return	3.69	6.83	(3.69)	-	6.83
	3.69	**6.83**	**(3.69)**	**-**	**6.83**

Movement in other provisions for the year ended 31 March 2023

(₹ In Million)

Particulars	As at 1 April 2022	Provision made during the year	Provision utilised during the year	Provision reversed during the year	As at 31 March 2023
Provision for sales return	4.56	3.69	(4.05)	(0.51)	3.69
Total	**4.56**	**3.69**	**(4.05)**	**(0.51)**	3.69

22 LEASES

The Company has recognised right-of-use assets and lease liabilities as below:

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Right of use assets – land	76.32	76.68
Lease liabilities		
Non-current	0.08	0.07
Current	-	0.02

When measuring lease liabilities, the Company discounted lease payments using its incremental borrowing rate at date of commencement of lease. The weighted-average rate considered is 8.30% p.a. for the year ended 31 March 2024 (8.30% p.a. for the year ended 31 March 2023).

Right-of-use assets: The movement of the right-of-use asset held by the Company is as follows:

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Opening balance	76.68	77.04
Depreciation charge for the year	(0.36)	(0.36)
Closing balance	**76.32**	**76.68**

The Company has certain warehouse and guest house on lease with contract terms of less than one year. These leases are classified as short-term. The Company has elected not to recognise right-of-use assets and lease liabilities for these leases.

Lease liabilities

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Balance at the beginning	0.09	0.08
Interest on lease liabilities	0.01	0.01
Payment of lease liabilities	(0.02)	-
Closing balance	**0.08**	**0.09**

Carrying amount of lease liabilities

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Lease liabilities - current	-	0.02
Lease liabilities - non current	0.08	0.07
Total	**0.08**	**0.09**

Notes to the standalone financial statements (Contd.)

Amounts recognised in statement of profit and loss:

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Interest on lease liabilities	0.01	0.01
Depreciation of right of use assets	0.36	0.36
Expenses relating to short-term leases included in other expenses	5.23	4.75
Total	**5.60**	**5.12**

Amounts recognised in statement of cashflows:

During the year, the Company had no cash inflow / outflow related for right-of-use asset. (31 March 2023: Nil). During the year, for lease including cash outflow of short-term leases, the Company had a cash outflow of ₹5.23 million (31 March 2023: ₹4.75 million).

The table below provides details regarding the undiscounted contractual maturities of lease liabilities as at 31 March 2024 and 31 March 2023.

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Less than one year	0.02	0.02
one to five years	0.03	0.03
more than five years	0.40	0.40
Total	**0.45**	**0.45**

The Company has no lease contracts with variable payments.

23 REVENUE FROM OPERATIONS

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Revenue from contract with customers		
Sale of products	3,609.96	2,941.07
Sale of services	13.25	12.56
	3,623.21	**2,953.63**
Other operating revenues:		
Export incentive benefit	4.72	3.56
Scrap sales	5.68	4.73
	10.40	**8.29**
Revenue from operations	**3,633.61**	**2,961.92**

Notes to the standalone financial statements (Contd.)

(a) Disaggregate revenue information

(i) Disaggregation by Primary geographical markets

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Exports:		
Sale of products	446.46	309.18
Sale of services	9.99	5.90
Domestic:		
Sale of products	3,163.50	2,631.89
Sale of services	3.26	6.66
Total	**3,623.21**	**2,953.63**

(ii) Disaggregation by timing of revenue recognition

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Revenue from contract with customers:		
Goods or services transferred at point in time	3,623.21	2,953.63
Goods or service transferred over time	-	-
Other operating revenues:	-	-
Goods or services transferred at point in time	10.40	8.29
Goods or service transferred over time	-	-
Total	**3,633.61**	**2,961.92**

(b) Reconciliation of revenue recognised in the statement of profit and loss with the contracted price (Sale of products)

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Revenue as per contract price	3,676.45	2,982.12
Addition / Reduction towards discount (net)	(14.12)	(11.08)
Adjustment / Reduction towards sales return (net)	(52.37)	(29.97)
Revenue from contract with customers	**3,609.96**	**2,941.07**

(c) Contract balances

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Trade receivables	848.15	551.11
Advance from customers	(4.70)	(1.57)

Notes to the standalone financial statements (Contd.)

24 OTHER INCOME

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Interest income:		
on deposits with bank	1.79	2.62
on loan to related party [refer Note 36]	9.32	3.14
on bonds and commercial papers	12.41	15.41
on others	2.01	4.39
Other non-operating income:		
Gain on current investment measured at fair value through profit or loss	2.30	17.28
Gain on sale of current investments measured at fair value through profit or loss, net	23.88	27.35
Net gain on foreign currency transactions	4.70	14.96
Income from liquidation damages	5.95	-
Liabilities no longer required, written back	1.19	0.01
Reversal of loss allowance on financial assets, net	4.84	-
Miscellaneous income	1.88	0.11
Total	**70.27**	**85.27**

25 COST OF RAW MATERIAL CONSUMED

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Inventory of materials at the beginning of the year#	141.68	140.17
Add: Purchases during the year*	1,417.65	1,138.22
Less: Inventory of materials at the end of the year#	164.00	141.68
Total	**1,395.33**	**1,136.71**

Net of provision for obsolescence

* Purchase includes tooling costs

* Purchases include purchase from related party [Refer note 36]

26 CHANGES IN INVENTORY OF FINISHED GOODS AND WORK-IN-PROGRESS

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Opening stock		
Finished goods	136.88	102.85
Work-in-progress	41.29	36.65
	178.17	**139.50**
Closing Stock		
Finished goods	88.80	136.88
Work-in-progress	59.52	41.29
	148.32	**178.17**
Changes in inventory of finished goods and work-in-progress	**29.85**	**(38.67)**

Notes to the standalone financial statements (Contd.)

27 EMPLOYEE BENEFITS EXPENSE

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Salaries, wages and bonus	391.08	360.52
Gratuity expenses [refer Note 40]	12.88	10.50
Compensated absences expenses	6.74	6.37
Contribution to provident fund and other fund	12.00	13.85
Share based payments [refer Note 39]	40.37	23.20
Staff welfare expenses	35.52	38.86
Total	**498.59**	**453.30**

28 FINANCE COSTS

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Interest expense on:		
Borrowings	48.46	6.71
Deferred consideration	4.93	-
Lease liabilities	0.01	0.01
Other borrowing costs	0.02	-
Total	**53.42**	**6.72**

29 DEPRECIATION AND AMORTIZATION EXPENSE

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Depreciation of property, plant and equipment [refer Note 3]	163.23	155.85
Amortization of intangible assets [refer Note 4]	7.95	7.84
Depreciation of right of use assets [refer Note 22]	0.36	0.36
Total	**171.54**	**164.05**

Notes to the standalone financial statements (Contd.)

30 OTHER EXPENSES

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Subcontracting charges	283.33	246.55
Power and fuel	66.78	60.42
Freight charges	64.30	48.94
Consumption of stores, spare and other supplies	22.40	27.01
Repairs and maintenance		
- plant and machinery	14.40	14.27
- building	3.27	2.54
- others	11.33	9.52
Rent	5.23	4.75
Legal and professional [refer Note (a) below]	61.13	31.82
Rates and taxes	23.00	11.64
Travel and conveyance	19.63	18.98
Housekeeping charges	23.40	19.87
Corporate social responsibility [refer Note 37]	14.05	12.88
Sales promotion expenses	4.78	6.32
Liabilities towards customer claims	20.78	-
Insurance	8.14	8.14
Printing and stationery	5.96	5.88
Bank charges	2.21	2.16
Communication	1.86	1.91
Loss on sale and write off of property, plant and equipment, net	1.45	1.46
Bad debts written-off	0.96	0.29
Loss allowances on financial assets, net	4.44	(0.24)
Provision for doubtful advances	0.60	-
Donation	0.09	0.24
Miscellaneous expenses	6.07	2.77
Total	**669.59**	**538.12**

(a) Payment to auditors (excluding applicable taxes):

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Audit an limited review fee	8.15	8.15
Tax audit fee	0.20	0.20
Reimbursement of expenses	1.71	0.87
Total	**10.06**	**9.22**

31 TAX EXPENSES

(₹ In Million)

Particulars		For the year ended 31 March 2024	For the year ended 31 March 2023
a)	**Amount recognised in the statement of profit and loss**		
	Current tax	250.66	195.48
	Deferred tax (credit) / charge		
	Attributable to-		
	Origination and reversal of temporary differences	(40.69)	3.62
	Income tax expense reported in the statement of profit and loss	**209.97**	**199.10**
b)	**Income tax recognised in other comprehensive income**		
	On re-measurement of defined benefit obligation	0.07	2.29
	On fair value changes on equity investment	(5.45)	-
	Income tax charges / (credited) to OCI	**(5.38)**	**2.29**
c)	**Reconciliation of tax expense and tax based on accounting profit:**		
	Accounting profit before income tax expense	885.56	786.96
	Tax at the company's domestic tax rate of 25.17% (31 March 2023: 25.17%)	222.88	198.06
	Tax effect of:		
	Expenditure for which deduction is not allowed under Income Tax Act,1961	3.54	3.24
	Tax effect on donation	0.02	0.06
	Tax pertaining to previous years	(18.19)	-
	Others	1.72	(2.26)
Income tax expense		**209.97**	**199.10**

d) Deferred tax

For the year ended 31 March 2024

(₹ In Million)

Particulars	As at 1 April 2023	Recognised in Other Comprehensive Income	Recognised in Statement of Profit and Loss	For the year ended 31 March 2024
Deferred tax liabilities				
Property, plant and equipment and intangible assets	118.08	-	(8.52)	109.56
Others	9.17	5.45	(5.88)	8.74
Total deferred tax liabilities (A)	**127.25**	**5.45**	**(14.40)**	**118.30**
Deferred tax assets				
Provision for inventory obsolescence	15.07	-	13.30	28.37
Discount payable to customers, sales returns and customer claims	19.37	-	(0.55)	18.82
Provision for gratutity and compensated absences	1.07	0.07	4.05	5.19
Lease liability,net	0.02	-	-	0.02
Loss allowances on financial assets, net	0.11	-	1.11	1.22
Others	1.97	-	8.38	10.35
Total deferred tax assets (B)	**37.61**	**0.07**	**26.29**	**63.97**
Net deferred tax liabilities (A-B)	**89.64**	**5.38**	**(40.69)**	**54.33**

Notes to the standalone financial statements (Contd.)

(₹ In Million)

Particulars	As at 1 April 2022	Recognised in Other Comprehensive Income	Recognised in Statement of Profit and Loss	As at 31 March 2023
Deferred tax liabilities				
Property, plant and equipment and intangible assets	125.54	-	(7.46)	118.08
Provision for gratuity and compensated absences	3.46	-	(3.46)	-
Others	5.06	-	4.11	9.17
Total deferred tax liabilities (A)	**134.06**	**-**	**(6.81)**	**127.25**
Deferred tax assets				
Provision for inventory obsolescence	14.15	-	0.92	15.07
Discount payable and provision for sales returns and claim	20.56	-	(1.19)	19.37
Provision for bonus	5.37	-	(5.37)	-
Provision for gratuity and compensated absences	-	2.29	(1.22)	1.07
Lease liability, net	0.02	-	-	0.02
Loss allowances on financial assets, net	0.17	-	(0.06)	0.11
Others	5.48	-	(3.51)	1.97
Total deferred tax asset (B)	**45.75**	**2.29**	**(10.43)**	**37.61**
Net deferred tax liabilities (A-B)	**88.31**	**(2.29)**	**3.62**	**89.64**

The Company has elected to exercise the option of lower tax rate permitted under Section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019.

32 EARNINGS PER SHARE ['EPS']

The following reflects the income and share data used in the basic and diluted EPS computations:

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Reconciliation of earnings		
Basic EPS		
Profit after tax attributable to equity holders of the Company (a)	675.59	587.86
Weighted average number of shares outstanding during the year for basic EPS (b)	3,09,03,478	3,04,37,904
Basic Earning per share (in ₹) (a/b)	21.86	19.31
Diluted EPS		
Profit after tax attributable to equity holders of the Company for diluted EPS (c)	675.59	587.86
Weighted average number of shares outstanding during the year for diluted EPS (d)	3,15,63,753	3,08,41,334
Diluted Earning per share (in ₹) (c/d)	21.40	19.06
Weighted average number of shares outstanding during the year for basic EPS (b)	3,09,03,478	3,04,37,904
Add: Potential equity shares on employee's stock option	6,60,275	4,03,430
Total Weighted average number of shares outstanding during the year for diluted EPS (d)	3,15,63,753	3,08,41,334

33 FINANCIAL INSTRUMENTS - FAIR VALUES AND RISK MANAGEMENT

Accounting classification and fair value

The following table shows the carrying amount and fair value of financial assets and financial liabilities including their level of fair value hierarchy:

Fair value hierarchy

The section explains the judgement and estimates made in determining the fair values of the financial instruments that are:

a) recognised and measured at fair value

b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the Indian Accounting Standard.

The following table shows the carrying amounts of financial assets and financial liabilities as at 31 March 2024:

(₹ In Million)

Particulars	Carrying Amount	Fair Value			Total
	31 March 2024	Level 1	Level 2	Level 3	
Financial assets measured at amortised cost					
Loans (non-current and current)	4.94	-	-	-	-
Trade receivables	848.15	-	-	-	-
Cash and cash equivalents	107.60	-	-	-	-
Bank balance other than cash and cash equivalents	11.41	-	-	-	-
Other financial assets (non-current and current) *	26.76	-	-	-	-
Investment in bonds, commercial papers and others	128.63	-	-	-	-
Financial assets measured at fair value through profit or loss					
Investment in mutual funds	238.14	-	238.14	-	238.14
Financial assets measured at fair value through other comprehensive income					
Investment in Surya Urja Two Private Limited	29.65	-	-	29.65	29.65
Total financial assets	**1,395.28**	**-**	**238.14**	**29.65**	**267.79**
Financial liabilities measured at amortised cost					
Lease liabilities	0.08	-	-	-	-
Borrowings	422.00	-	-	-	-
Trade payables	236.96	-	-	-	-
Other financial liabilities (non-current and current excluding deferred consideration)	167.55	-	-	-	-
Financial liabilities measured at fair value through profit or loss					
Deferred consideration included in other financial liabilities [refer Note 19]	64.79	-	-	64.79	64.79
Total financial liabilities	**891.38**	**-**	**-**	**64.79**	**64.79**

*Investment in equity shares of subsidiary are not appearing as financial asset in the table above being investment in subsidiary accounted under Ind AS 27, Separate Financial Statements which is scoped out under Ind AS 109 "Financial Instruments".

Notes to the standalone financial statements (Contd.)

The following table shows the carrying amounts of financial assets and financial liabilities as at 31 March 2023:

(₹ In Million)

Particulars	Carrying Amount	Fair Value			Total
	31 March 2024	Level 1	Level 2	Level 3	
Financial assets measured at amortised cost					
Loans (non-current and current)	82.97	-	-	-	-
Trade receivables	551.11	-	-	-	-
Cash and cash equivalents	56.95	-	-	-	-
Bank balance other than cash and cash equivalents	203.06	-	-	-	-
Other financial assets (non-current and current) **	71.75	-	-	-	-
Investment in bonds, commercial papers and others	426.57	-	-	-	-
Financial assets measured at fair value through profit or loss					
Investment in mutual funds	955.13	-	955.13	-	955.13
Total financial assets	**2,347.54**	**-**	**955.13**	**-**	**955.13**
Financial liabilities measured at amortised cost					
Lease liabilities	0.09	-	-	-	-
Borrowings	191.14	-	-	-	-
Trade payables	204.50	-	-	-	-
Other financial liabilities (non-current and current)	133.82	-	-	-	-
Total financial liabilities	**529.55**	**-**	**-**	**-**	**-**

**Investment in equity shares of subsidiary are not appearing as financial asset in the table above being investment in subsidiary accounted under Ind AS 27, Separate Financial Statements which is scoped out under Ind AS 109 "Financial Instruments".
**Investment in equity shares of associate enterprise is not appearing as financial asset in the above table being investment in associates accounted under Ind AS 28, which is scoped out under Ind AS 109 "Financial Instruments".

Fair value hierarchy

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the-counter derivatives) is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2. This includes investment in mutual funds. The fair values of investments in units of mutual fund are based on the Net Asset Value (NAV) as per the fund statement.

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

Fair valuation method

The fair value of the financial assets and liabilities is included 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. The following methods and assumptions were used to estimate the fair values. Investments in mutual funds carried at fair value are generally based on the Net Asset Value (NAV) as per the fund statement at the reporting date.

There were no transfers in either directions during the year ended 31 March 2024 and 31 March 2023.

Financial assets:

The Company has not disclosed the fair values for loans, trade receivables, cash and cash equivalents including other bank balances, investments in bonds, commercial papers and others and other financial assets because their carrying amounts are a reasonable approximation of their fair value.

Investments in mutual funds:

Fair value of unquoted mutual funds units are based on the Net Asset Value (NAV) at the reporting date.

Investment in equity instruments:

The fair value of the said investment is derived based on the estimated cashflows that is expected to be generated in future and discounted for the present value using the risk free interest rate / weighted average cost of capital.

Financial liabilities:

Borrowing: It includes term loans, working capital demand loan and bill discounting facilities. Borrowings are classified and subsequently measured in the standalone financial statements at amortised cost. Considering that the interest rate on borrowings is reset on a periodic basis, the carrying amount of the borrowings would be a reasonable approximation of its fair value.

Trade payables and other financial liabilities: Fair values of trade payables and other financials liabilities are measured at balance sheet date value, as most of them are satisfied within a short period and so their fair values are assumed almost equal to balance sheet date values.

Deferred consideration:

Discounted cash flow - The valuation model considers the present value of expected future payments discounted at risk adjusted discount rate.

34 FINANCIAL RISK MANAGEMENT

The Company's activities expose to a variety of financial risks: credit risk, liquidity risk and market risk.

Risk management

The Company's Board of Directors have overall responsibility 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, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and responsibilities.

The Board of Directors has established the risk management committee, which is responsible for developing and monitor the Company's risk management policies. The committee reports regularly to the board of directors on its activities.

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

The Company's Risk Management Committee along with Audit Committee overseas 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 Risk Management Committee and Audit Committee is assisted in its oversite role by the internal auditor.

Notes to the standalone financial statements (Contd.)

(i) 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 given. Credit risk arises from cash held with banks and financial institutions, as well as credit exposure to clients, including outstanding accounts receivables. The maximum exposure to credit risk is equal to the carrying value of the financial assets. The objective of managing counterparty credit risk is to prevent losses in financial assets. The Company assesses the credit quality of the counterparties, taking into account their financial position, past experience and other factors. The carrying amount of financial asset represents the maximum credit exposure.

Trade and other receivables

The maximum exposure to credit risk at the reporting date is primarily from trade receivables. However, the management also considers the factors that may influence the credit risk of its customer base. Customers of the Company are spread across diverse industries and geographical areas. The Company limits its exposure to credit risk from trade receivables by establishing a maximum credit period and takes appropriate measures to mitigate the risk of financial loss from defaults. Recurring credit evaluation of credit worthiness is performed based on the financial condition of respective customer.

Expected credit loss assessment for trade receivables as at 31 March 2024 and 31 March 2023 are as follows:

The Company establishes an allowance for credit loss that represents its estimate of expected losses in respect of trade and other receivables based on past and the recent collection trend. The maximum exposure to credit risk as at reporting date is primarily from trade receivables as at 31 March 2024 amounting to ₹848.15 million (31 March 2023: ₹551.11 million). The movement in allowance for credit loss in respect of trade and other receivables during the year was as follows.

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Balance as at the beginning of the year	0.42	0.66
Net measurement of loss allowance	4.44	(0.24)
Balance as at the end of the year	**4.86**	**0.42**

The following table provides information about the exposure to credit risk and expected credit loss for trade receivables:

(₹ In Million)

As at 31 March 2024	Gross carrying amount	Weighted average loss rate	Loss allowance
Current (not past due)	728.72	0.02%	0.15
0-90 days	104.18	0.65%	0.67
91-180 days	7.12	8.95%	0.64
181-270 days	9.33	2.96%	0.28
271-365 days	2.57	78.68%	2.03
> 365 days	1.09	100.00%	1.09
Balance as at the end of the year	**853.01**		**4.86**

(₹ In Million)

As at 31 March 2023	Gross carrying amount	Weighted average loss rate	Loss allowance
Current (not past due)	470.10	0.02%	0.09
0-90 days	70.66	0.13%	0.09
91-180 days	9.06	1.33%	0.12
181-270 days	1.54	5.24%	0.08
271-365 days	0.17	21.69%	0.04
> 365 days	-	100.00%	-
Balance as at the end of the year	**551.53**		**0.42**

(ii) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligation as they become due. 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. Management monitors rolling forecast of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. This is generally carried out by the management in accordance with practice and limits set by the Company.

In addition, the Company's liquidity management policy involves projecting cash flows and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

The Company maintains the line of credit as stated in note 17.

The Company invests its surplus funds in bank fixed deposit and liquid and liquid plus schemes of mutual funds, which carry no/low mark to market risks.

The table below provides details regarding the contractual maturities of significant financial liabilities as at 31 March 2024 and 31 March 2023. The amounts are gross and undiscounted contractual cash flow includes contractual interest payment and excludes netting arrangements:

As at 31 March 2024

(₹ In Million)

Particulars	Contractual cash flows				
	Carrying Amount	Total	0-1 year	1-3 years	3 years and above
Borrowings	422.00	422.00	107.83	206.10	108.07
Lease liabilities	0.08	0.45	0.02	0.02	0.41
Trade payables	236.96	236.96	236.96	-	-
Other financial liabilities	232.34	232.34	232.34	-	-
Total	**891.38**	**891.75**	**577.15**	**206.12**	**108.48**

Notes to the standalone financial statements (Contd.)

As at 31 March 2023

(₹ In Million)

Particulars	Contractual cash flows				
	Carrying Amount	Total	0-1 year	1-3 years	3 years and above
Borrowings	191.14	191.14	191.14	-	-
Lease liabilities	0.09	0.45	0.02	0.02	0.41
Trade payables	204.50	204.50	204.50	-	-
Other financial liabilities	133.82	133.82	133.82	-	-
Total	**529.55**	**529.91**	**529.48**	**0.02**	**0.41**

(iii) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and equity price risk as discussed below:

A) Currency risk

The Company is exposed to currency risk to the extent that there is a mismatch between the currencies in which sales and purchases are denominated and the respective functional currency of the Company. The functional currency of the Company is primarily INR. The currencies in which these transactions are primarily denominated are USD, EUR, JPY etc.

Management monitors the movement in foreign currency and the Company's exposure in each of the foreign currency. Based on the analysis and study of movement in foreign currency, the Company decides to exchange its foreign currency.

Exposure to currency risk

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

(₹ In Million)

Particulars	Currency	As at 31 March 2024		As at 31 March 2023	
		Amount in foreign currency	Amount in ₹	Amount in foreign currency	Amount in ₹
Trade receivables	USD	1.91	159.64	1.10	90.79
Trade payables	USD	0.14	11.36	0.34	28.01
	EURO	0.05	4.08	0.02	2.23
	JPY	39.23	21.61	5.23	3.24
Bank accounts - EEFC	USD	0.33	27.51	0.17	13.61
	EURO*	-	0.16	-	0.06
Creditors for capital goods	USD	0.01	0.71	-	-

* The amount's are less than €0.01 million and hence disclosed as (-)

Sensitivity analysis

A reasonably possible strengthening (weakening) of the USD, EURO and JPY against INR at 31 March 2024 and 31 March 2023 would have affected the measurement of financial instruments denominated in foreign currency and affected equity and profit and loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant.

(₹ in million)

Particulars	Profit and loss		Equity, net of tax	
	Strengthening	Weakening	Strengthening	Weakening
31 March 2024				
USD (1% movement)	1.75	(1.75)	1.31	(1.31)
EURO (1% movement)	(0.04)	0.04	(0.03)	0.03
JPY (1% movement)	(0.22)	0.22	(0.16)	0.16
31 March 2023				
USD (1% movement)	0.76	(0.76)	0.57	(0.57)
EURO (1% movement)	(0.02)	0.02	(0.02)	0.02
JPY (1% movement)	0.03	(0.03)	0.02	(0.02)

B) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's borrowings comprises of bill discounting and term loan which carries variable rate of interest, which expose it to interest rate risk.

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Variable rate borrowings	**422.00**	**191.14**

Sensitivity analysis

(₹ in million)

Particulars	Profit and loss		Equity, net of tax	
	25 basis points Increase	25 basis points Decrease	25 basis points Increase	25 basis points Decrease
31 March 2024				
Variable rate borrowings	1.05	(1.05)	0.79	(0.79)
31 March 2023				
Variable rate borrowings	0.48	(0.48)	0.36	(0.36)

35 CAPITAL MANAGEMENT

The Company's policy is to maintain stable and strong capital base structure with a focus on total equity so as to maintain investor, creditor and market confidence and to sustain future development and growth of the business. The Company monitor's the return on capital as well as the level of dividends on its equity shares. The Company's objective when managing capital is to maintain an optimal structure so as to maximize shareholder value and safeguard its ability to continue as a going concern.

Notes to the standalone financial statements (Contd.)

The Company monitors capital using a ratio of 'adjusted net debt' to equity'. For the purpose of Company's capital management, adjusted net debt is defined as short-term borrowings less cash and cash equivalent, bank balance other than cash and cash equivalents and current investments and total equity includes issued capital and all other equity reserves. and excludes lease liabilities.

The Company's adjusted net debt equity ratio are as follows:

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Borrowings(current and non-current)	422.00	191.14
Less : Cash and cash equivalent and other bank balances	119.01	260.01
Less : Current investments	336.10	1,351.03
Adjusted net debt	**(33.11)**	**(1,419.90)**
Total equity	5,218.69	4,181.35
Net Debt to Equity Ratio	**-**	**-**

No changes were made in the objectives, policies or processes for managing capital during the year ended 31 March 2024 and 31 March 2023.

36 RELATED PARTY DISCLOSURE

(i) Name of related parties and description of relationship:

Entity having a significant influence	Evergraph Holdings Pte. Limited (till 30 September 2023)
Subsidiary	1) Exotech Plastics Private Limited 2) Walter Pack Automotive Products India Private Limited (w.e.f. 4 July 2023)
Wholly owned subsidiary of Walter Pack Automotive Products India Private Limited	Plastoranger Advanced Technologies Private Limited (w.e.f. 3 July 2023)
Associate	Suryaurja Two Private Limited (w.e.f. 13 April 2022 till 23 June 2023)
Key management personnel (KMP)	1. Mr. K. A. Joseph (Managing Director and Shareholder)
	2. Mr. Sanjay Thapar (Executive Director, CEO and Shareholder)
	3. Mr. Kevin Joseph (Executive Director)
	4. Mr. Mahendra Kumar Naredi (Chief Financial Officer)
	5. Mr. Thabraz Hushain. W (Company secretary and compliance officer)
	6. Mr. Ramesh C Jain (Independent director)
	7. Mrs. Veni Thapar (Independent director)
	8. Mr. Mathias Frenzel (Independent director)
Transaction with the parties in which directors are interested	1. Sanders Consulting Private Limited (Shareholder)
Relative of key management personnel with whom the transactions took place	1. Mrs. Daisy Joseph (Wife of Mr. K. A. Joseph)
	2. Ms. Nikita Joseph (Daughter of Mr. K. A. Joseph)

The Company does not have any holding/ultimate holding company.

Notes to the standalone financial statements (Contd.)

(ii) The following table is the summary of significant transactions with related parties by the Company:

(₹ In Million)

Particulars	Type of transaction	For the year ended 31 March 2024	For the year ended 31 March 2023
Exotech Plastics Private Limited	Inter-corporate loan given	58.00	60.00
Exotech Plastics Private Limited	Inter-corporate loan repaid	138.00	-
Exotech Plastics Private Limited	Sale of goods	14.40	14.60
Exotech Plastics Private Limited	Purchase of goods	29.55	4.07
Exotech Plastics Private Limited	Sale of property, plant and equipment	0.02	-
Exotech Plastics Private Limited	Interest income*	9.32	3.14
Exotech Plastics Private Limited	Expenses incurred on behalf of	4.36	3.18
Exotech Plastics Private Limited	Expenses towards share based payments	3.25	1.68
Walter Pack Automotive Products India Private Limited	Sale of goods	83.87	-
Walter Pack Automotive Products India Private Limited	Purchase of goods	2.87	-
Walter Pack Automotive Products India Private Limited	Sale of property, plant and equipment	0.62	-
Walter Pack Automotive Products India Private Limited	Expenses towards share based payments	4.19	-
Walter Pack Automotive Products India Private Limited	Liability towards customer claims	20.78	-
Evergraph Holdings Pte. Limited	Expenses incurred on behalf of	1.67	47.91
Ramesh C Jain	Directors Sitting fees	1.33	1.08
Veni Thapar	Directors Sitting fees	1.73	1.50
Mathias Frenzel	Directors Sitting fees	0.95	0.72

(iii) Compensation of Key Management Personnel ('KMP')*

(₹ In Million)

Particulars	Type of transaction	For the year ended 31 March 2024	For the year ended 31 March 2023
Mr. K.A. Joseph	Employee benefits expense	29.18	26.56
Mr. Sanjay Thapar	Employee benefits expense	49.07	34.66
Mr. Kevin K Joseph	Employee benefits expense	3.00	1.20
Mr. Mahendra Kumar Naredi	Employee benefits expense	13.96	5.50
Mr. Thabraz Hushain	Employee benefits expense	1.73	1.45

*As the liability for gratuity and compensated leave absences is provided on an actuarial basis for the Company as a whole, the amount pertaining to the directors are not included above.

The Board of Directors of the Company in its meeting held on 26 July 2023 approved the managerial remuneration of Mr. Sanjay Thapar, which was in excess of the prescribed limits under section 197 of the Companies Act, 2013. Subsequently, the Company has also obtained the approval of shareholders in its 18th Annual General Meeting held on 04 September 2023.

Terms and conditions

All transactions with these related parties are at arm's length basis

Notes to the standalone financial statements (Contd.)

(iv) Balance receivable from and payable to related parties as at the balance sheet date:

(₹ In Million)

Particulars	Type of transaction	As at 31 March 2024	As at 31 March 2023
Exotech Plastics Private Limited	Inter-corporate loan	-	80.00
Exotech Plastics Private Limited	Trade receivable	7.99	5.08
Exotech Plastics Private Limited	Interest receivable	-	2.95
Exotech Plastics Private Limited	Trade payable	3.38	0.57
Exotech Plastics Private Limited	Expenses towards share based payments	4.93	1.68
Walter Pack Automotive Products India Private Limited	Trade receivable	37.55	-
Walter Pack Automotive Products India Private Limited	Trade payable	0.38	-
Walter Pack Automotive Products India Private Limited	Expenses towards share based payments	4.19	-
Walter Pack Automotive Products India Private Limited	Liability towards customer claims	20.78	-
Evergraph Holdings Pte. Ltd.	Expense reimbursable receivable	1.67	47.91

37 CORPORATE SOCIAL RESPONSIBILITY ('CSR') EXPENDITURE

Details of CSR expenditure are as follows:

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Amount required to be spent by the Company during the year	14.05	12.88
Amount approved by the Board during the year	14.05	12.88
Amount spent during the year		
- construction / acquisition of any asset	3.19	2.38
- on purpose other than above	10.86	10.50
Shortfall at the end of the year	-	-
Amount spent on account of previous year shortfall		
- construction / acquisition of any asset	-	-
- on purpose other than above	-	-
Total of previous years shortfall	-	-
Transaction with the related party	Nil	Nil
Movements in provisions	NA	NA
Nature of CSR activity	Promoting education, Sports, Save drinking water, Healthcare, Sanitation, Rural development and Eradicating hunger	

38 COMMITMENTS AND CONTINGENT LIABILITIES

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
i) Capital Commitments		
Estimated amounts of contracts remaining to executed on capital account and not provided for	7.26	1.48
ii) Contingent liabilities		
Guarantee deposits with banks	-	0.10
Income tax [refer Note (b) and (c) below]	18.01	17.11
Claim towards freehold land [refer Note (a) below]	-	20.40

(a) The claim has been settled during the year in favour of the Company.

(b) This includes a demand notice for the assessment year 2020-21 for additional tax of ₹17.11 million from the Income tax department for the disallowance of non compete fees paid to the commission agents as per termination agreement which is considered as capital expenditure .The Company has filed an appeal against this order and the appeal is pending with the commissioner appeals.

(c) This also includes a demand notice for the assessment year 2018-19 for additional tax of ₹0.90 million from the Income tax department for the disallowance of Gratuity paid ₹ 2.45 million and Leave salary paid ₹0.04 million, due to the error in disclosure. The Company has filed an appeal against this order and the appeal is pending with the Income Tax Appellate Tribunal.

39 EMPLOYEE SHARE BASED PAYMENT PLAN

a) Description of share-based payment plan

The 'SJS Enterprises - Employee Stock Option Plan 2021' ('SJS ESOP -2021') plan was approved by the shareholders at the extraordinary general meeting held on 14 July 2021 and subsequently by Nomination and remuneration committee vide their meeting held on 19 July 2021. The Plan entitles the employees (including the employees of subsidiary) with a right but not an obligation to purchase or subscribe at a future date the shares underlying the option at a pre-determined price, subject to compliance with vesting conditions; all exercised options shall be settled as provided under the SJS ESOP-2021 plan. As per the plan, holders of vested options are entitled to purchase one equity share for every option at an exercise price as mentioned in the ESOP Offer letter.

The equity shares covered under these options vest at various dates over a period ranging from three to five years from the date of grant based on the length of service completed by the employee from the date of grant.

The exercise period is six months from the respective date of vesting or within thirty days from the resignation of employee whichever is earlier.

Notes to the standalone financial statements (Contd.)

b) The reconciliation of the share options under the share option plan are as follows:

(₹ In Million)

Particulars	As at 31 March 2024		As at 31 March 2023	
	Weighted average exercise price	No of options	Weighted average exercise price	No of options
Outstanding at the beginning of the year	267.76	13,12,500	263.86	11,99,500
Granted during the year*	489.59	3,09,000	297.97	1,59,000
Forfeited and lapsed during the year**	266.90	(11,500)	270.47	(46,000)
Outstanding at the end of the year	310.37	16,10,000	267.76	13,12,500
Exercisable at the end of the year	-	-	-	-

(i) The weighted average remaining contractual life is of 1.78 years (31 March 2023: 2.39 years).

(ii) During the year, the Company has granted 2,00,000 ESOPs amounting to ₹ 9.30 million, under SJS ESOP-2021 to KMP.

c) The fair value per option is measured based on the Black-Scholes option pricing model, which is as below:

Measurement of fair value	Number of options	Range of fair value per option
As on 1 April 2023 to 31 March 2024	16,10,000	₹53.46 to ₹416.60
As on 1 April 2022 to 31 March 2023	13,12,500	₹53.46 to ₹289.19

d) The fair value per options mentioned above is calculated on the grant date using the Black-Scholes option pricing model with the following assumptions:

Fair value of share options granted during the year ended 31 March 2024:

Options were priced using a Black- Scholes method of valuation at grant date. Inputs into the model are stated below:-

Particulars	Grant ID		
	GT15MAY2023	GT26JULY2023	GT07NOV2023
Number of options	9,000	2,00,000	1,00,000
Fair value of the share options (₹)	283.84	286.94	381.01
Grant date share price (₹)	475.60	609.25	700.45
Exercise price (₹)	327.98	500.00	483.32
Risk free interest rate	7.15%	7.08%	7.28%
Dividend yield	0.78%	0.78%	0.78%
Expected volatility	49.21%	44.33%	45.00%
Expected life	4.38 years	4.19 years	4.5 years

Fair value of share options granted during the year ended 31 March 2023:

Options were priced using a Black- Scholes method of valuation at grant date. Inputs into the model are stated below:-

Particulars	Grant ID	
	GT10NOV2022	GT10NOV2022A
Number of options	1,19,000	40,000
Fair value of the share options (₹)	267.93	259.68
Grant date share price (₹)	470.45	470.45
Exercise price (₹)	289.18	324.14
Risk free interest rate	7.15%	7.15%
Dividend yield	0.78%	0.78%
Expected volatility	48.45%	49.21%
Expected life	3.89 years	4.23 years

The expenses towards share based payments incurred during the year is ₹40.37 million (31 March 2023: ₹23.20 million).

During the year, the Company recorded a share based payment expense of 31 March 2024: ₹40.37 million (31 March 2023: ₹23.20 million) in the statement of profit and loss, net off expenses recharged to subsidiaries amounting to ₹7.44 million (31 March 2023: ₹1.68 million).

40 ASSETS AND LIABILITIES RELATING TO EMPLOYEE BENEFITS

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Provision for compensated absence	4.38	1.11
Provision for gratuity	16.26	3.12
Total employee benefit liabilities	**20.64**	**4.23**
Non-current	-	-
Current	20.64	4.23

The Company operates the following post-employment defined benefit plan

(a) Defined benefit plans (funded):

The Company operates post-employment defined benefit plan that provide gratuity, governed by the Payment of Gratuity Act,1972. Employees who are in continuous service for a period of 5 years arc eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn salary per month computed proportionately for 15 days salary multiplied for the number of years of service or part thereof in excess of six months. The gratuity plan is a funded plan. The Company does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimations of expected gratuity payments.

These defined benefit plans expose the Company to actuarial risks., such as longevity risk. currency risk, interest rate risk and market (investment) risk.

A. Funding

Company's gratuity scheme for employees is administered through a trust with the SBI Life Insurance Company Limited. The funding requirements are based on the gratuity fund's actuarial measurement framework set out in the

Notes to the standalone financial statements (Contd.)

funding policies of the plan. The funding is based on a separate actuarial valuation for funding purposes for which the assumptions may differ from the assumptions set out in (E). Employees do not contribute to the plan.

B. Reconciliation of net defined benefit liability

The following table shows a reconciliation from the opening balances to the closing balances for the net defined assets / liability and its components

Reconciliation of present value of the defined benefit obligation

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Obligation at the beginning of the year		96.32
Current service cost		11.50
Interest cost		6.80
Benefits paid		(1.84)
Actuarial gain / (losses) on obligations recognised in recognised in Other Comprehensive Income (OCI)		
Changes in financial assumption		(0.83)
Change in demographic assumptions		(0.31)
Experience adjustment		10.62
Obligation at the end of the year		**122.26**
Reconciliation of present value of the plan assets		
Plan assets at the beginning of the year at fair value	119.14	107.82
Interest income on plan assets	8.69	7.80
Contributions	-	5.00
Benefits paid	(1.64)	(1.84)
Return on plan assets excluding interest income recognised in OCI	(0.30)	0.36
Plan assets at the end of the year at fair value	**125.89**	**119.14**
Net defined benefit (liability) / assets	**(16.26)**	**(3.12)**

C. (i) Expense recognised in the statement of profit or loss

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Current service cost	12.46	11.50
Interest cost	9.11	6.80
Interest income	(8.69)	(7.80)
Net gratuity cost	**12.88**	**10.50**

(ii) Remeasurement recognised in other comprehensive Income

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Actuarial loss on defined benefit obligation	(0.04)	9.48
Return on plan assets, excluding interest income	0.30	(0.36)
Total	**0.26**	**9.12**

D. Plan assets

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Insurance fund	125.89	119.14
Total	**125.89**	**119.14**

E. Defined benefit obligation

(i) Actuarial Assumption:

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Rate of return on plan assets	7.35%	7.13%
Discounting rate	7.18%	7.50%
Future salary growth	11.68%	12.50%
Attrition rate	14.45%	15.86%
Mortality rate	Indian Assured Lives Mortality (2012-14) Ultimate	Indian Assured Lives Mortality (2012-14) Ultimate
Weighted average duration of Defined benefit obligation (in years)	9.22	8.70
Retirement age	58 Years	58 Years

Notes:

(i) The discount rate is based on the prevailing market yield on Governmental Securities as at the balance sheet date for the estimate defined obligations.

(ii) The expected return on plan assets is determined considering several applicable factors mainly the composition of the plan assets held, assessed risk of asset management. historical results of the return on plan assets and the Company's policy for plan asset management.

(iii) The estimate of future salary increases considered in actuarial valuation takes in to account inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

(ii) Sensitivity analysis

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

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Projected benefit obligation on Current assumption	142.15	122.26
Impact of change in discount rate by +1%	(10.36)	(8.87)
Impact of change in discount rate by -1%	11.78	10.08
Impact of change in salary rate by +1%	5.78	4.90
Impact of change in salary rate by -1%	(6.00)	(5.14)
Impact of change in employee turnover rate by +1%	(1.64)	(1.58)
Impact of change in employee turnover rate by -1%	1.78	1.71
Impact of change in mortality rate by +10%	(0.04)	(0.04)

Notes to the standalone financial statements (Contd.)

F. Maturity profile of defined benefit obligation

The Defined benefit obligation shall mature after the year ended 31 March 2024 as follows:

(₹ In Million)

Particulars	As at 31 March 2024
Year ended:	
31 March 2024	12.66
31 March 2025	11.11
31 March 2026	9.22
31 March 2027	9.70
31 March 2028	6.85
After 31 March 2028	92.61

(b) Defined contribution plan:

The Company makes contributions for qualifying employees to Provident Fund and other defined contribution plans. During the year, the Company recognised ₹12.00 million (31 March 2023 : ₹12.93 million) towards defined contribution plans.

41 SEGMENT INFORMATION

The Company is engaged in the business of manufacturing of decorative aesthetic products primarily for automotive and consumer appliance industry such as automotive dials, overlays, badges and logos. The Managing Director being the Chief Operating Decision Maker (CODM) evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by industry classes. All operating segments operating results are reviewed regularly by CODM to make decisions about resources to be allocated to the segments and assess their performance. CODM believes that these are governed by same set of risks and returns hence, CODM reviews them as one component. Further, the economic environment in which the Company operates is significantly similar and not subject to materially different risk and rewards. The revenues, total expenses and net profit as per the Statement of profit and loss represents the revenue, total expenses and net profit of the sole reportable segment.

A Geographical information

The geographical information analyses the Company's revenue from external customers and non - current assets of its single reportable segment by the Company's country of domicile (i.e. India) and other countries. In presenting the geographical information, segment revenue has been based on the geographical location of the customer and segment assets which have been based on the geographical location of the assets.

Revenue from operations

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Revenue from external customers		
India	3,172.43	2,643.28
Rest of the world	461.18	318.64
Total	**3,633.61**	**2,961.92**

Non current assets

All non – current assets other than financial instruments of the Company are located in India.

B Major customer

Following is the breakup of customer individually accounted for more than 10% of the revenue from external customers during the year ended 31 March 2024 and 31 March 2023.

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Customer A	595.42	632.69
Customer B	574.76	398.29
Customer C	469.46	354.65
Customer D	297.06	307.85
Total	**1,936.70**	**1,693.48**

42 DETAILS OF NON - CURRENT INVESTMENTS PURCHASED AND SOLD DURING THE YEAR UNDER SECTION 186(4) OF THE ACT

(a) Investment in equity instruments **

(₹ In Million)

Subsidiaries	Face Value per unit	As at 01 April 2023	Purchased during the year	Sold during the year	As at 31 March 2024
Exotech Plastics Private Limited (Subsidiary)	₹ 10	640.00	-	-	640.00
		(2,800,000)*			(2,800,000)*
Surya Urja Two Private Limited (Associate)	₹ 10	6.00	2.00	-	8.00
		(6,00,000)*	(2,00,000)*		(2,00,000)*
Walter Pack Automotive Products India Private Limited	₹ 100	-	2,385.74	-	2,385.74
			(31,544,200)*		(31,544,200)*

* The amounts in parenthesis represents number of shares

(b) Details of inter corporate loans given during the year under section 186(4) of the Act **

(₹ In Million)

Name of borrower	Rate of interest	Nature of relationship	As at 01 April 2023	Given during the year	Repayment during the year	As at 31 March 2024
Unsecured						
Exotech Plastics Private Limited	9%	Subsidiary	80.00	58.00	138.00	-

**Refer note 36

The inter corporate loans has been given to this subsidiary in the normal course of business for its operations.

Notes to the standalone financial statements (Contd.)

43 ADDITIONAL REGULATORY INFORMATION

a) Analytical ratio

(₹ In Million)

Particulars	Numerator	Denominator	For the year ended 31 March 2024	For the year ended 31 March 2023	Variance (%)	Reason for variances
Current ratio (in times)	Total current assets	Total current liabilities	2.59	4.20	-38.33%	The variance is due to decrease in investments and bank balance and there is increase in borrowing during the year as compared to previous financial year due to acquisition of Walter Pack Automotive Products India Private Limited
Debt – equity ratio (in times)	Debt, consisting of borrowing and lease liabilities	Total equity	0.08	0.05	60.00%	Variance due to movement in borrowings for the purpose of acquisition of Walter Pack Automotive Products India Private Limited
Debt service coverage ratio (in times)	Earnings available for debt service	Debt Service	18.89	108.54	-82.60%	Variance due to movement in borrowings for the purpose of acquisition of Walter Pack Automotive Products India Private Limited
Return on equity (in %)	Net Profits for the year – Preference Dividend (if any)	Average total equity	14.37%	15.16%	-0.78%	
Inventory turnover ratio (in times)	Cost of goods sold or sales	Average inventory	4.47	3.66	22.13%	
Trade receivables turnover ratio (in times)	Revenue from operations	Average trade receivables	5.19	5.21	-0.38%	
Trade payables turnover ratio (in times)	Net Credit Purchases	Average Trade Payables	6.42	6.55	-1.98%	
Net capital turnover ratio (in times)	Revenue from operations	Working capital	3.51	1.51	132.45%	Variance due to movement in WC i.e. in investments and bank balance and borrowing during the year
Net profit ratio (in %)	Net Profit for the year	Revenue from operations	18.59%	19.85%	-1.25%	
Return on capital employed (in %)	Profit before finance cost and taxes	Capital Employed	17.45%	17.79%	-0.34%	
Return on investment (in %)	Realised and unrealised gain on investment	Average invested funds	4.38%	5.22%	-0.84%	

Note

Earnings available for debt service = Net Profit after taxes + Non-cash operating expenses + Finance cost + other non cash adjustments

Debt service = Interest and Lease Payments + Principal repayments

Working capital = Total current assets minus total current liabilities

Capital Employed = Tangible net worth + Lease liability + Deferred tax liability

Notes to the standalone financial statements (Contd.)

44 No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries).

The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

45 OTHER STATUTORY INFORMATION :

i) The Company does not have any Benami property or any proceeding is pending against the Company for holding any Benami property.

ii) The Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.

iii) The Company has not traded or invested in crypto currency or virtual currency during the financial year.

iv) The Company is not classified as willful defaulter.

v) The Company doesn't have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 such as search or survey.

vi) The Company did not have any transactions with companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956

vii) The Company does not have any investment property during the financial year.

viii) The Company has not granted any loans or advances in the nature of loans to promoters, directors, KMPs and the related parties (as defined under Companies Act,2013), during the financial year which are repayable on demand or without specifying any terms or period of repayment.

ix) The Company has complied with the number of layers prescribed under the companies Act, 2013.

x) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

xi) The Company has borrowings from banks and financial institutions on the basis of security of current assets. The quarterly returns or statement of current assets filled by the Company with the banks / financial institutions are in agreement with the books of accounts.

46 EVENTS AFTER REPORTING PERIOD

There have been no material events since the end of the reporting period which would require disclosure or adjustment to the standalone financial statements for the year ended 31 March 2024.

As per our report of even date attached

for **B S R & Co. LLP**
Chartered Accountants
Firm's registration number: 101248W/W-100022

Umang Banka
Partner
Membership number: 223018

Place: Bengaluru
Date: 20 May 2024

for and on behalf of Board of Directors of

S.J.S. Enterprises Limited

K A Joseph	**Sanjay Thapar**	**Mahendra Kumar Naredi**	**Thabraz Hushain. W**
Managing Director	CEO and Executive Director	Chief Financial Officer	Company Secretary
DIN: 00784084	DIN: 01029851	PAN: AEWPN9414M	PAN: ABVPW4613P
Place: Bengaluru	Place: Bengaluru	Place: Bengaluru	Place: Bengaluru
Date: 20 May 2024	Date: 20 May 2024	Date: 20 May 2024	Date: 20 May 2024

Independent Auditor's Report

To the Members of S.J.S Enterprises Limited

REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Opinion

We have audited the consolidated financial statements of S.J.S Enterprises Limited (hereinafter referred to as the "Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), which comprise the consolidated balance sheet as at 31 March 2024, and the consolidated statement of profit and loss (including other comprehensive income), consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("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 consolidated state of affairs of the Group as at 31 March 2024, of its consolidated profit and other comprehensive income, consolidated changes in equity and consolidated cash flows for the year then ended.

Basis for Opinion

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

Key Audit Matters

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

Revenue recognition	
See Note 2(a) to consolidated financial statements	
The key audit matter	**How the matter was addressed in our audit**
Revenue from sale of goods in the ordinary course is recognized at contract price after deduction of any trade discounts, volume rebates and any taxes or duties collected on behalf of the government when the control of the goods has been transferred to the customer and there is no unfulfilled performance obligation. Revenue from sale of goods is recognised primarily at the point in time when the goods are delivered or dispatched to the customer, as the case may be. The Company and its external stakeholders focus on revenue as a key performance metric. Revenue recognition has been identified as a key audit matter as there could be incentives or external pressures to meet expectations resulting in revenue being overstated or recognized before the control has been transferred.	In view of the significance of the matter, we applied the following audit procedures in this area, amongst others, to obtain audit evidence: 1. We evaluated the revenue recognition accounting policies by comparing it with the applicable accounting standards. 2. We, together with the IT specialists, tested the design, implementation and operating effectiveness of key controls over recognition of revenue. 3. On a sample basis, we tested the revenue transactions recorded during the year by verifying the underlying documents such as sales orders, contractual terms of the invoice and the delivery receipts or proof of dispatch, as the case may be.

Revenue recognition

See Note 2(a) to consolidated financial statements

The key audit matter	How the matter was addressed in our audit
	4. We tested, on a sample basis, specific revenue transactions recorded before and after the financial year-end date to determine that revenue is recognised in the financial period in which control is transferred, based on the terms and conditions set out in sales orders, sales invoice and delivery receipts. 5. We scrutinised journal entries posted to revenue account, based upon specific risk based criteria, to identify unusual or irregular items.

Business Combination

See Note 2(a) to consolidated financial statements

The key audit matter	How the matter was addressed in our audit
On 04 July 2023, the Group acquired 90.1% stake in Walter Pack Automotive Products India Private Limited. The Group has accounted for such acquisition as business combination as per acquisition method of Ind AS 103 'Business Combinations'. The Group has recognised identifiable assets (including intangible assets) and liabilities at their acquisition-date fair values and excess of consideration transferred and amount of non-controlling interest over the acquisition date fair value of identifiable assets and liabilities recognizing has been recognised as Goodwill. The fair value and allocation of the purchase price to the respective assets and liabilities acquired was determined by the Group with the assistance of an external valuation expert. Accounting for business combinations involves judgments in relation to measurement of fair values of identifiable assets acquired and liabilities assumed on acquisition. Given the complexity and judgment involved in fair value measurement and significance of the acquisition made, this is considered to be a key audit matter.	In view of the significance of the matter we applied the following audit procedures in this area, amongst others, to obtain audit evidence: 1. We tested the design, implementation and operating effectiveness of the key internal controls relating to accounting for the business combination. 2. We read the Share Purchase Agreement and Amendment Agreement to understand the key terms and conditions of the acquisition. 3. We assessed the competence, objectivity and capability of the external valuation expert engaged by the Group. 4. We evaluated the cash flow forecasts and the key assumptions such as growth rates, profitability and discount rate applied within the valuation model. 5. We involved internal valuation specialists to assess the method and key assumptions used in determining the fair values of identifiable assets acquired and liabilities assumed as at the acquisition date. 6. We evaluated the accounting treatment and adequacy of the disclosures in respect of the acquisition in accordance with the requirements of Ind AS 103 ''Business Combinations''.

Independent Auditor's Report (Contd.)

OTHER INFORMATION

The Holding Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Holding Company's Annual Report, but does not include the financial statements and auditor's report thereon. The Holding Company's Annual Report is expected to be made available to us after the date of this auditor's report.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations.

MANAGEMENT'S AND BOARD OF DIRECTORS' RESPONSIBILITIES FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Holding Company's Management and Board of Directors are responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated state of affairs, consolidated profit/ loss and other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. The respective Management and Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each company and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Management and Board of Directors of the Holding Company, as aforesaid.

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

The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of each company.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

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

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

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

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.

- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

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

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors 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 consolidated 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, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) 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 A. As required by Section 143(3) of the Act, we report, to the extent applicable, that:

   a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

   b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books, except for the matters stated in the paragraph 2(A)(g) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 and that the back-up of the books of account and other relevant books and papers in electronic mode has not been kept on servers physically located in India on a daily basis with respect to one subsidiary company incorporated in India.

   c. The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows dealt with by this Report are

Independent Auditor's Report (Contd.)

in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

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

e. The matter described in Basis for Qualified Opinion paragraph in "Annexure B" with respect to adequacy and operating effectiveness of the internal financial controls with reference to financial statements of a subsidiary company incorporated in India. in our opinion, does not have an adverse effect on the functioning of the Holding Company.

f. On the basis of the written representations received from the directors of the Holding Company as on 31 March 2024 taken on record by the Board of Directors of the Holding Company and its subsidiary companies incorporated in India, none of the directors of the Group company incorporated in India is disqualified as on 31 March 2024 from being appointed as a director in terms of Section 164(2) of the Act.

g. The modifications relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2(A)(b) above on reporting under Section 143(3)(b) and paragraph 2(B)(f) below on reporting under Rule 11(g).

h. With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company and its subsidiary companies incorporated in India and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

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

a. The consolidated financial statements disclose the impact of pending litigations as at 31 March 2024 on the consolidated financial position of the Group. Refer Note 38 to the consolidated financial statements.

b. The Group did not have any material foreseeable losses on long-term contracts including derivative contracts during the year ended 31 March 2024.

c. There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Holding Company or its subsidiary companies incorporated in India during the year ended 31 March 2024.

d (i) The respective management of the Holding Company and its subsidiary companies incorporated in India whose financial statements have been audited under the Act have represented that, to the best of their knowledge and belief, as disclosed in the Note 44 to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of such subsidiary companies to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or any of such subsidiary companies ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ii) The respective management of the Holding Company and its subsidiary companies incorporated in India whose financial statements have been audited under the Act have represented that, to the best of their knowledge and belief, other than as disclosed in the Note 44 to the consolidated financial statements, no funds have been received by the Holding Company or any of such subsidiary companies from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiary companies shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

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

e. As stated in Note 16(b) to the consolidated financial statements, the respective Board of Directors of the Holding Company and its subsidiary company incorporated in India have proposed final dividend for the year which is subject to the approval of the respective members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

f. Based on our examination which included test checks, the Holding Company and its subsidiary companies, which are companies incorporated in India whose financial statements have been audited under the Act, have used accounting softwares for maintaining its books of account relating to general ledger and payroll. In respect of the Holding Company and one subsidiary company, the feature of recording audit trail (edit log) facility has not been enabled for the accounting softwares used for maintaining its books of account relating to general ledger and payroll. Further, in respect of another subsidiary company, in the absence of an independent auditor's report in relation to controls at a service organization for the accounting software used for maintaining its books of account, which is operated by a third party software service provider, we are unable to comment whether audit trail feature for the said software was enabled and operated throughout the year for all relevant transactions recorded in the software or whether there were any instances of the audit trail feature being tampered with.

C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid during the current year by the Holding Company and its subsidiary company incorporated in India to its directors is in accordance with the provisions of Section 197 of the Act. The remuneration paid to one of the director of the Holding Company and one of the director of the subsidiary company incorporated in India has exceeded the limit as prescribed under Section 197 of the Act for which requisite shareholder's approvals have been obtained. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R & Co. LLP**

Chartered Accountants
Firm's Registration No.:101248W/W-100022

Umang Banka
Partner
Membership No.: 223018
ICAI UDIN:24223018BKFQMX2475

Place: Bengaluru
Date: 20 May 2024

Annexure A to the Independent Auditor's Report on the Consolidated Financial Statements of S.J.S Enterprises Limited for the year ended 31 March 2024

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(xxi) In our opinion and according to the information and explanations given to us, there are no qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order, 2020 reports of the companies incorporated in India and included in the consolidated financial statements.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Umang Banka
Partner
Membership No.: 223018
ICAI UDIN:24223018BKFQMX2475

Place: Bengaluru
Date: 20 May 2024

Annexure B to the Independent Auditor's Report on the consolidated financial statements of S.J.S Enterprises Limited for the year ended 31 March 2024

Report on the internal financial controls with reference to the aforesaid consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

(Referred to in paragraph 2(A)(e) and 2(A)(h) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

QUALIFIED OPINION

In conjunction with our audit of the consolidated financial statements of S.J.S Enterprises Limited (hereinafter referred to as "the Holding Company") as of and for the year ended 31 March 2024, we have audited the internal financial controls with reference to financial statements of the Holding Company and such companies incorporated in India under the Act which is its subsidiary companies, as of that date.

In our opinion, except for the effects of the material weakness described in Basis for Qualified Opinion section of our report below on the achievement of the objectives of the control criteria, the Holding Company and such companies incorporated in India under the Act which are its subsidiary companies, have maintained, in all material respects, adequate internal financial controls with reference to financial statements, based on the internal financial controls with reference to financial statements criteria established by such companies considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note") and except for effects of the material weaknesses described in the Basis for Qualified Opinion section of our report below, the Holding Company's and of such companies incorporated in India under the Act which are its subsidiary companies internal financial controls with reference to financial statements were operating effectively as of 31 March 2024.

We have considered the material weaknesses identified, reported above in determining the nature, timing, and extent of audit tests applied in our audit of the consolidated financial statements of the Holding Company and such companies incorporated in India under the Act which are its subsidiary companies for the year ended 31 March 2024, and the material weaknesses do not affect our opinion on the consolidated financial statements.

BASIS FOR QUALIFIED OPINION

According to the information and explanations given to us and based on our audit, the following material weaknesses have been identified as at 31 March 2024:

One of the subsidiary companies incorporated in India has not established its internal financial controls with reference to financial statements on criteria based on or considering the essential components of internal control stated in the Guidance Note. Because of this reason, we are unable to obtain sufficient appropriate audit evidence to provide a basis for our opinion whether the said subsidiary company had adequate internal financial controls with reference to financial statements and whether such internal financial controls were operating effectively as at 31 March 2024.

MANAGEMENT'S AND BOARD OF DIRECTORS' RESPONSIBILITIES FOR INTERNAL FINANCIAL CONTROLS

The respective Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the respective company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference

Independent Auditor's Report (Contd.)

to financial statements were established and maintained and if such controls operated effectively in all material respects.

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

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

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

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

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

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

changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Umang Banka
Partner
Membership No.: 223018
ICAI UDIN:24223018BKFQMX2475

Place: Bengaluru
Date: 20 May 2024

Consolidated Balance Sheet

as at March 31, 2024

(₹ In Million)

Particulars	Note No.	As at March 31, 2024	As at March 31, 2023
ASSETS			
Non-current assets			
Property, plant and equipment	3	1,802.51	1,517.20
Capital work-in-progress	3	23.32	17.17
Right-of-use assets	22	342.22	128.75
Goodwill	4	1,744.33	289.31
Other intangible assets	4	856.29	52.69
Financial assets			
i. Investments	10	60.32	36.67
ii. Loans	14	5.50	-
iii. Other non-current financial assets	5	54.86	23.14
Deferred tax assets (net)	7	42.97	8.12
Other non-current assets	8	35.79	150.46
Total non-current assets		**4,968.11**	**2,223.51**
Current assets			
Inventories	9	719.63	484.14
Financial assets			
i. Investments	10	336.10	1,351.03
ii. Trade receivables	11	1,624.10	905.08
iii. Cash and cash equivalents	12	121.23	79.18
iv. Bank balance other than (iii) above	13	31.97	217.97
v. Loans	14	9.15	4.28
vi. Other current financial assets	5	9.28	57.99
Other current assets	8	76.70	57.98
Total current assets		**2,928.16**	**3,157.65**
Total assets		**7,896.27**	**5,381.16**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	15	310.38	304.38
Other equity	16	5,194.99	3,992.01
Equity attributable to owners of the Company		**5,505.37**	**4,296.39**
Non-controlling interests	16	110.63	-
Total equity		**5,616.00**	**4,296.39**
Liabilities			
Non-current liabilities			
Financial liabilities			
i. Borrowings	17	400.36	-
ii. Lease liabilities	22	116.08	73.35
iii. Other non-current financial liabilities	19	65.59	-
Deferred tax liabilities (net)	7	257.90	89.65
Total non-current liabilities		**839.93**	**163.00**
Current liabilities			
Financial liabilities			
i. Borrowings	17	283.07	203.73
ii. Lease liabilities	22	42.63	27.78
iii. Trade payables	18		
a) total outstanding dues of micro enterprises and small enterprises		153.72	166.30
b) total outstanding dues of creditors other than micro enterprises and small enterprises		462.44	259.03
iv. Other current financial liabilities	19	303.83	149.89
Other current liabilities	20	130.01	91.33
Provisions	21	42.45	17.59
Income tax liabilities (net)	6	22.19	6.12
Total current liabilities		**1,440.34**	**921.77**
Total liabilities		**2,280.27**	**1,084.77**
Total equity and liabilities		**7,896.27**	**5,381.16**
Material accounting policies	2		
See accompanying notes to the consolidated financial statements			

As per our report of even date attached

for **B S R & Co. LLP**
Chartered Accountants
Firm's registration number: 101248W/W-100022

for and on behalf of Board of Directors of
S.J.S. Enterprises Limited

Umang Banka	**K A Joseph**	**Sanjay Thapar**	**Mahendra Kumar Naredi**	**Thabraz Hushain. W**
Partner	Managing Director	CEO and Executive Director	Chief Financial Officer	Company Secretary
Membership number: 223018	DIN: 00784084	DIN: 01029851	PAN: AEWPN9414M	PAN: ABVPW4613P
Place: Bengaluru	Place: Bengaluru	Place: Bengaluru	Place: Bengaluru	Place: Bengaluru
Date: 20 May 2024	Date: 20 May 2024	Date: 20 May 2024	Date: 20 May 2024	Date: 20 May 2024

Consolidated Statement of Profit and Loss
for the Year Ended March 31, 2024

(₹ In Million)

Particulars	Note No.	For the year ended March 31, 2024	For the year ended March 31, 2023
Income			
Revenue from operations	23	6,278.00	4,330.49
Other income	24	77.04	101.52
Total income		**6,355.04**	**4,432.01**
Expenses			
Cost of raw materials consumed	25	2,873.77	1,942.65
Changes in inventory of finished goods and work-in-progress	26	(24.91)	(74.79)
Employee benefits expense	27	707.65	561.29
Finance costs	28	85.21	23.11
Depreciation and amortisation expense	29	387.42	233.01
Other expenses	30	1,199.41	835.04
Total expenses		**5,228.55**	**3,520.31**
Profit before tax		1,126.49	911.70
Tax expense:	31		
Current tax		355.91	240.19
Deferred tax		(83.13)	(1.02)
Total tax expense		**272.78**	**239.17**
Profit for the year		**853.71**	**672.53**
Other comprehensive income (OCI)			
Items that will not be reclassified subsequently to profit or loss			
Remeasurements of defined benefit plans	40	(1.57)	(7.57)
Fair value changes on equity investments through OCI		21.65	-
Income tax relating to items that will not be reclassified to profit or loss	31	(5.04)	1.84
Other comprehensive income / (expense) for the year, net of tax		**15.04**	**(5.73)**
Total comprehensive income for the year		**868.75**	**666.80**
Profit for the year attributable to:			
Owners of the Company		848.16	672.53
Non-controlling interests		5.55	-
		853.71	**672.53**
Other comprehensive income / (expense) attributable to:			
Owners of the Company		15.08	(5.73)
Non-controlling interests		(0.04)	-
		15.04	**(5.73)**
Total comprehensive income attributable to:			
Owners of the Company		863.24	666.80
Non-controlling interest		5.51	-
Total comprehensive income for the year		**868.75**	**666.80**
Earnings per equity share (face value of ₹10 each)			
Basic (in ₹)	32	27.45	22.10
Diluted (in ₹)	32	26.87	21.81
Material accounting policies	2		

See accompanying notes to the consolidated financial statements

As per our report of even date attached

for **B S R & Co. LLP**
Chartered Accountants
Firm's registration number: 101248W/W-100022

Umang Banka
Partner
Membership number: 223018

Place: Bengaluru
Date: 20 May 2024

for and on behalf of Board of Directors of
S.J.S. Enterprises Limited

K A Joseph
Managing Director
DIN: 00784084
Place: Bengaluru
Date: 20 May 2024

Sanjay Thapar
CEO and Executive Director
DIN: 01029851
Place: Bengaluru
Date: 20 May 2024

Mahendra Kumar Naredi
Chief Financial Officer
PAN: AEWPN9414M
Place: Bengaluru
Date: 20 May 2024

Thabraz Hushain. W
Company Secretary
PAN: ABVPW4613P
Place: Bengaluru
Date: 20 May 2024

Consolidated statement of cash flows

for the Year Ended March 31, 2024

(₹ In Million)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Cash flow from operating activities		
Profit before tax	1,126.49	911.70
Adjustments for:		
Depreciation and amortisation expense	387.42	233.01
Share based payments	47.82	24.88
Loss on sale and write off of property, plant and equipment, net	0.40	0.67
Interest income	(19.15)	(25.02)
Finance costs	85.21	23.11
Unrealised foreign exchange gain, net	(2.81)	0.52
Unrealised gain on current investments measured at fair value through profit or loss	(2.30)	(17.28)
Gain on sale of current investments measured at fair value through profit or loss	(23.88)	(27.35)
Loss allowances on financial assets, net	22.45	11.87
Liability towards customer claims written back	20.78	-
Provision for doubtful advances	0.60	-
Bad debts written off	1.90	0.30
Remeasurement of lease liabilities and ROU assets	-	(14.15)
Liabilities no longer required, written back	(1.19)	(0.01)
Reversal of loss allowance on financial assets	(4.84)	-
Operating cash flow before working capital changes	**1,638.90**	**1,122.25**
Other comprehensive income (OCI)		
Adjustments for increase / decrease in operating assets and liabilities		
Changes in trade receivables	(348.31)	(61.29)
Changes in inventories	(73.49)	(68.63)
Changes in loans	(1.27)	(0.97)
Changes in other assets	36.65	1.91
Changes in financial assets	28.70	(7.45)
Changes in trade payables	24.88	117.36
Changes in financial liabilities	111.74	(21.26)
Changes in provisions	18.92	1.87
Changes in other liabilities	(17.48)	49.77
Cash generated from operating activities	**1,419.24**	**1,133.56**
Income taxes paid, net of refund	(332.22)	(263.52)
Net cash generated from operating activities (A)	**1,087.02**	**870.04**
Other comprehensive income / (expense) attributable to:		
Cash flows from investing activities		
Purchase of property, plant and equipment and intangible assets	(301.12)	(308.16)
Proceeds from sale of property, plant and equipment	5.14	2.33
Investment in mutual funds	(1,374.93)	(2,216.59)
Proceeds from sale of mutual funds	2,118.09	2,090.49
Investment in bonds, commercial papers and others	(97.96)	(721.06)
Proceeds from sale of bonds, commercial papers and others	397.66	300.00
Investment in term deposits	(5.65)	(150.00)
Interest received on deposits	18.41	8.94
Payment for investment in an enterprise	(2.00)	(6.00)
Proceeds from maturity of term deposits	193.78	-
Loan to vendor	(10.00)	-
Proceeds from repayment of loan from vendor	0.90	-
Payment for acquisition of subsidiary, net of cash and cash equivalents acquired (refer Note 42)	(2,274.84)	-
Net cash used in investing activities (B)	**(1,332.52)**	**(1,000.05)**
Cash flows from financing activities		
Issue of equity shares	300.00	-
Proceeds from borrowings	480.00	77.88
Repayment of borrowings	(322.54)	-
Payment of lease liabilities	(91.32)	(18.54)
Expenses for issue of equity shares	(2.08)	-
Interest paid	(77.01)	(10.97)
Net cash generated from financing activities (C)	**287.05**	**48.37**

Consolidated statement of cash flows

for the Year Ended March 31, 2024

(₹ In Million)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Net increase / (decrease) in cash and cash equivalents (A+ B+ C)	41.55	(81.64)
Cash and cash equivalents at the beginning of the year	79.18	159.54
Effect of movement in exchange rates on cash and cash equivalents	0.50	1.28
Cash and cash equivalents at the end of the year	**121.23**	**79.18**
Components of cash and cash equivalents (refer Note 12)		
Cash in hand	0.30	0.30
Balance with banks		
- in current account	76.92	39.58
- in cash credit account	12.92	22.23
- in Exchange earner's foreign currency accounts	27.67	13.67
- Deposits with original maturity of less than 3 months	3.42	3.40
Cash and cash equivalents as per balance sheet	**121.23**	**79.18**

Reconciliation between opening and closing balance for liabilities arising from financing activities:

(₹ In Million)

Particulars	For the year ended March 31, 2023	Liability assumed in acquisition	Cash flows	Non-cash movements	For the year ended March 31, 2024
Leases	101.13	75.51	(91.32)	73.39	158.71
Borrowings	203.73	322.24	157.46	-	683.43
Interest accrued but not due	-	-	(77.01)	77.01	-
Total liabilities from financing activities	**304.86**	**397.75**	**(10.87)**	**150.40**	**842.14**

(₹ In Million)

Particulars	As at 1 April 2022	Liability assumed in acquisition	Cash flows	Non-cash movements	For the year ended March 31, 2023
Leases	168.59	-	(18.54)	(48.92)	101.13
Borrowings	125.85	-	77.88	-	203.73
Interest accrued but not due	-	-	(10.97)	10.97	-
Total liabilities from financing activities	**294.44**	**-**	**48.37**	**(37.95)**	**304.86**

The above cash flow statement has been prepared under the indirect method as set out in Ind AS 7 "Statement of Cash Flows" prescribed under the Companies (Indian Accounting Standard) Rules, 2015 under the Companies Act, 2013.

Material accounting policies (refer Note 2)

See accompanying notes to the consolidated financial statements

As per our report of even date attached

for **B S R & Co. LLP**
Chartered Accountants
Firm's registration number: 101248W/W-100022

Umang Banka
Partner
Membership number: 223018

Place: Bengaluru
Date: 20 May 2024

for and on behalf of Board of Directors of

S.J.S. Enterprises Limited

K A Joseph
Managing Director
DIN: 00784084
Place: Bengaluru
Date: 20 May 2024

Sanjay Thapar
CEO and Executive Director
DIN: 01029851
Place: Bengaluru
Date: 20 May 2024

Mahendra Kumar Naredi
Chief Financial Officer
PAN: AEWPN9414M
Place: Bengaluru
Date: 20 May 2024

Thabraz Hushain. W
Company Secretary
PAN: ABVPW4613P
Place: Bengaluru
Date: 20 May 2024

Consolidated Statement of Changes in Equity

for the Year Ended March 31, 2024

EQUITY SHARE CAPITAL

(₹ In Million)

Particulars	As at March 31, 2024	As at March 31, 2023
Opening Balance	**304.38**	**304.38**
Issue of equity shares	6.00	-
Closing balance	**310.38**	**304.38**

OTHER EQUITY (REFER NOTE 16)

(₹ In Million)

Particulars	Attributable to owners of the Company								
	Reserves and surplus				Items of other comprehensive income				
	General reserve	Share options outstanding account	Securities premium	Retained earnings	Remeasurement of defined benefit liability/ (asset), net of tax	Equity instruments through OCI	Total other equity	Non-controlling interest	Total
As at 1 April 2023	**8.85**	**38.83**	**39.41**	**3,916.63**	**(11.71)**	**-**	**3,992.01**	**-**	**3,992.01**
Non controlling interest on acquisition	-	-	-	-	-	-	-	105.12	105.12
Profit for the year	-	-	-	848.16	-	-	848.16	5.55	853.71
Share based payment to employees	-	47.82	-	-	-	-	47.82	-	47.82
Securities premium during the year	-	-	291.92	-	-	-	291.92	-	291.92
Other comprehensive income / (expense)	-	-	-	-	(1.12)	16.20	15.08	(0.04)	15.04
Total comprehensive income	**-**	**47.82**	**291.92**	**848.16**	**(1.12)**	**16.20**	**1,202.98**	**110.63**	**1,313.61**
As at 31 March 2024	**8.85**	**86.65**	**331.33**	**4,764.79**	**(12.83)**	**16.20**	**5,194.99**	**110.63**	**5,305.62**
As at 1 April 2022	**8.85**	**13.95**	**39.41**	**3,244.10**	**(5.98)**	**-**	**3,300.33**	**-**	**3,300.33**
Profit for the year	-	-	-	672.53	-	-	672.53	-	672.53
Share based payment to employees	-	24.88	-	-	-	-	24.88	-	24.88
Other comprehensive income / (expense)	-	-	-	-	(5.73)	-	(5.73)	-	(5.73)
Total comprehensive income	-	24.88	-	672.53	(5.73)	-	691.68	-	691.68
As at 31 March 2023	**8.85**	**38.83**	**39.41**	**3,916.63**	**(11.71)**	**-**	**3,992.01**	**-**	**3,992.01**

Material accounting policies (refer Note 2)

See accompanying notes to the consolidated financial statements

As per our report of even date attached

for **B S R & Co. LLP**
Chartered Accountants
Firm's registration number: 101248W/W-100022

Umang Banka
Partner
Membership number: 223018

Place: Bengaluru
Date: 20 May 2024

for and on behalf of Board of Directors of

S.J.S. Enterprises Limited

K A Joseph
Managing Director
DIN: 00784084
Place: Bengaluru
Date: 20 May 2024

Sanjay Thapar
CEO and Executive Director
DIN: 01029851
Place: Bengaluru
Date: 20 May 2024

Mahendra Kumar Naredi
Chief Financial Officer
PAN: AEWPN9414M
Place: Bengaluru
Date: 20 May 2024

Thabraz Hushain. W
Company Secretary
PAN: ABVPW4613P
Place: Bengaluru
Date: 20 May 2024

Material accounting policies

1) COMPANY OVERVIEW

S.J.S. Enterprises Limited ("S.J.S" or the "Company" or the "Parent Company") and its subsidiary (Parent Company and its subsidiary together referred to as the "Group") is incorporated and domiciled in India. The Company was formed as a partnership firm in 1987 and was converted to private limited company in 2005. The Company got converted into public limited company with effect from 04 June 2021. The shares of the Company were listed on the National Stock Exchange of India Limited (NSE) and the Bombay Stock Exchange Limited (BSE) on 15 November 2021. The Group is engaged in the business of manufacturing of decorative aesthetic products primarily for automotive, consumer durables and consumer appliance industry such as automotive dials, overlays, badges and logos, spare parts, assemblies, accessories of plastic and other materials.

The registered office of the Company is at Sy.Nos – 28/ P16 Agra Village & 85/ P6 BM Kaval Village, Kengeri Hobli, Bangalore South 560082, Karnataka, India.

a) Statement of Compliance and presentation

These consolidated financial statements have been prepared in accordance with Indian Accounting Standards as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under Section 133 of the Companies Act, 2013 (the 'Act') and other relevant provisions of the Act.

The Group's consolidated financial statements for the year ended 31 March 2024 were approved by the Board of Directors of the Group in their meeting held on 20 May 2024.

b) Basis of preparation

The consolidated financial statements have been prepared on a historical cost basis (i.e. on an accrual basis), except

- Certain financial assets and liabilities (including deferred consideration) are measured at fair value;
- Net defined benefit assets/(liability) are measured at fair value of plan assets, less present value of defined benefit obligation; and
- Equity settled share based payments at fair value.

These consolidated financial statements have been prepared as a going concern on the basis of relevant Ind AS that are effective at the Group's reporting date, 31 March 2024.

c) Functional currency and presentation

These consolidated financial statements are presented in Indian Rupees (INR), which is also the Parent Company's functional currency. All amounts have been rounded-off to the nearest millions up to two decimal places, unless otherwise mentioned.

d) Use of estimates, assumptions and judgements

The preparation of consolidated financial statements in conformity with recognition and measurement principles of Ind AS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, the disclosure of contingent liabilities on the date of the consolidated financial statements and the reported amount of income and expenses for the year reported. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. They are based on historical experience and other factors that are believed to be reasonable under the circumstance. Revisions to accounting estimates are recognized in the year in which the estimates are revised, and future periods are affected.

Judgements:

Information about judgements made in applying accounting policies that have most significant effects on the amounts recognized in the financial statements is included in the following notes:

- Note 2 (a) – Revenue recognition
- Note 2 (o) - Lease classification;
- Note 2(g) and Note 2(h) – Valuation of investments;
- Note 2(k)(v) – Share-based payments;
- Note 2(n) - Provision for income taxes and related tax contingencies.

Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ending 31 March 2024 is included in the following notes:

- Note 2 (c) and Note 2 (d)- Useful life of property, plant and equipment and intangible assets;

- Note 2 (m) - Measurement of defined benefit obligations: key actuarial assumptions
- Note 2 (q) - Recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources
- Note 2(a) – accruals for discount, rebates and sales returns
- Note 2(g) – measurement of ECL allowance for trade and finance receivable, loans and contract assets: key assumptions in determining the weighted-average loss rate;
- Note 2(b) - acquisition of subsidiary: fair value of the consideration transferred (including deferred consideration payable) and fair value of the assets acquired and liabilities assumed, measured on a provisional basis
- Note 2(b) – impairment test of intangible assets and goodwill: key assumptions underlying recoverable amounts.

e) Current and non-current classification

The Group presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when it is:

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

All other assets are classified as non-current.

A liability is treated as current when:

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

All other liabilities are classified as non-current.

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

f) Fair value measurement

Certain accounting policies and disclosures of the Group require the measurement of fair values, for both financial and non-financial assets and liabilities.

The Group has an established control framework with respect to the measurement of fair values. The valuation team regularly reviews significant unobservable inputs and valuation adjustments.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

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

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Group recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Further information about the assumptions made in measuring fair values is included in the following notes:

- Note 33 and 34: financial instruments.

Material accounting policies (Contd.)

g) Basis of Consolidation

The Company consolidates all entities which are controlled by it.

The Company establishes control when; it has power over the entity, is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect the entity's returns by using its power over relevant activities of the entity.

Entities controlled by the Company are consolidated from the date control commences until the date control ceases.

All inter-company transactions, balances and income and expenses are eliminated in full on consolidation.

The Group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Inter company transactions, balances and unrealized gains on transactions between Group Companies are eliminated. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. All temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions are recognized as per Ind AS 12 Income Taxes. Accounting policies of subsidiaries are aligned where necessary to ensure consistency with the policies adopted by the Group.

Non-controlling interests (NCI) are measured initially at their proportionate share of acquiree's identifiable net assets at the date of acquisition. Changes in the Group's interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions.

If the Group loses control over a subsidiary, it derecognises the related assets (including goodwill), liabilities, non-controlling interest and other components of equity, while any resultant gain or loss is recognised in statement of profit and loss. Any investment retained is recognised at fair value.

The Group's interests in equity accounted investees comprise interests in an associate.

An associate is an entity in which the Group has significant influence, but not control or joint control, over the financial and operating policies. Interest in associate is accounted for using the equity method. They are initially recognised at cost which includes transaction costs. Subsequent to initial recognition, the consolidated financial statements include the Group's share of profit or loss and other comprehensive income (OCI) of equity - accounted investees until the date on which significant influence ceases.

The companies which are included in the consolidation and the Company's holdings therein is as under:

Name of Company (Nature of Business)	Date of Acquisition	Country of incorporation	Ownership interest as at 31 March 2024
Exotech Plastics Private Limited (EPPL)	5 April 2021	India	100%
Walter Pack Automotive Products India Private Limited (WPAPIPL/ Walter Pack)	4 July 2023	India	90.1%
Plastoranger Advanced Technologies Private Limited (Plastoranger) (Wholly owned subsidiary of WPAPIPL)	3 July 2023	India	90.1%

2) SUMMARY OF MATERIAL ACCOUNTING POLICIES

(a) Revenue recognition

Sale of goods

Revenue is recognised upon transfer of control of promised goods to customer in an amount that reflects the consideration the Group expects to receive in exchange for those goods or services.

The Group recognises revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services.

Revenue is measured based on the transaction price, which is the consideration, net of customer incentives, discounts, variable considerations, payments made to customers, other similar charges, as specified in the contract with the customer. Additionally, revenue excludes taxes collected from customers, which are subsequently remitted to governmental authorities. For certain contracts that permits the customer to return an item, revenue is recognised to the extent that it is probable that a significant reversal in the amount of cumulative revenue recognised will not occur and is reassessed at the end of each reporting period.

Revenue from sale of products is recognised at the point in time when control is transferred to customer.

Costs that relate directly to a contract and incurred in securing a contract are recognized as an asset and amortized over the contract term as reduction in revenue.

Further, revenue from sale of goods is recognized based on a 5-Step Methodology which is as follows:

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

Step 2: Identify the performance obligation in contract

Step 3: Determine the transaction price

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

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

Contracts are subject to modification to account for changes in contract specification and requirements. The Group reviews modification to contract in conjunction with the original contract, basis which the transaction price could be allocated to a new performance obligation, or transaction price of an existing obligation could undergo a change. In the event transaction price is revised for existing obligation, a cumulative adjustment is accounted for.

Scrap sales

Revenue from sale of scraps in the course of ordinary activities is measured at the transaction price.

Trade receivables

A trade receivable is recognised if the amount of consideration is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section - Financial instruments – initial recognition and subsequent measurement.

Unbilled revenue

Unbilled revenue are recognised when there is excess of revenue earned over billings on contracts. Contract assets are classified as unbilled receivables (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms.

Unearned or deferred revenue is recognised when there are billings in excess of revenues.

Sale of services

Revenue with respect to sale of services is recognized when the services are rendered, and no significant uncertainty exists regarding the collection of consideration.

Export incentives

Government incentives are accrued for based on fulfilment of eligibility criteria for availing the incentives and when there is no uncertainty in receiving the same.

Variable consideration

If the consideration in a contract includes a variable amount, such as sales returns and discounts, the Group estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognized will not occur when the associated uncertainty with the variable consideration is subsequently resolved.

Other income

Other income comprises interest income on deposits, gain/ (losses) on disposal of financial assets and non-financial assets. It is recognized on accrual basis except where the receipt of income is uncertain.

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

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

Dividend income is accounted when the right to receive the dividend is established, Dividend income is included under the head "Other income" in the statement of profit and loss account.

Material accounting policies (Contd.)

(b) Business combination

In accordance with Ind AS 103, Business combinations, the Group accounts for business combinations after acquisition date using the acquisition method when control is transferred to the Group. In determining whether a particular set of activities and assets is a business, the Group assesses whether the set of assets and activities acquired includes, at minimum, an input and substantive process and whether the acquired set has the ability to produce outputs. Acquisition related costs are recognized in the statement of profit and loss as incurred. The cost of acquisition also includes the fair value of deferred consideration. The consideration transferred in a business combination is measured at fair value, which is calculated as the sum of the acquisition-date fair values of the assets transferred by the Group, liabilities incurred by the Group to the former owners of the acquiree and the equity interests issued by the Group in exchange of control of the acquiree.

At the acquisition date (the date on which the control is acquired), the identifiable assets acquired and the liabilities assumed are recognised at their fair value, except that:

- deferred tax assets or liabilities, and assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with Ind AS 12 Income Taxes and Ind AS 19 Employee Benefits respectively;

- liabilities or equity instruments related to share-based payment arrangements of the acquiree or share-based payment arrangements of the Group entered into to replace share-based payment arrangements of the acquiree are measured in accordance with Ind AS 102 Share-based Payment at the acquisition date.

Purchase consideration paid in excess of the fair value of net assets acquired is recognized as goodwill. Where the fair value of identifiable assets and liabilities exceed the cost of acquisition, after reassessing the fair values of the net assets and contingent liabilities, the excess is recognized as capital reserve.

Business combinations arising from transfers of interests in entities that are under common control are accounted at historical cost. The difference between any consideration given and the aggregate historical carrying amounts of assets and liabilities of the acquired entity are recorded in shareholders' equity.

Non-controlling interests that are present ownership interests and entitle their holders to a proportionate share of the entity's net assets in the event of liquidation may be initially measured either at fair value or at the non-controlling interests' proportionate share of the recognised amounts of the acquiree's identifiable net assets. The choice of measurement basis is made on a transaction-by-transaction basis.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period (see above), or additional assets or liabilities are recognized, to reflect new information obtained about facts and

circumstances that existed at the acquisition date that, if known, would have affected the amounts recognized at that date.

Intangible assets:

Intangible assets acquired in a business combination are measured at fair value as at the date of acquisition. Following initial recognition, intangible assets are carried at cost less accumulated amortization and impairment losses, if any. The amortization of an intangible asset with a finite useful life reflects the manner in which the economic benefit is expected to be generated and is included in depreciation and amortization expenses in the statements of profit and loss. The estimated useful life of amortizable intangibles are reviewed and where appropriate are adjusted, annually.

Subsequent to initial recognition, intangible assets acquired in a business combination are reported at cost less accumulated amortisation and accumulated impairment losses, on the same basis as intangible assets that are acquired separately.

Goodwill:

Goodwill arising on an acquisition of a business is carried at cost as established at the date of acquisition of the business less accumulated impairment losses, if any.

For the purposes of impairment testing, goodwill is allocated to cash-generating units. The allocation is made to those cash generating units or groups of cash generating units that are expected to benefit from the business combination in which such goodwill arose. A cash-generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognized directly in statement of profit and loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

On disposal of the relevant cash-generating unit, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

(c) Property, plant and equipment

Property, plant and equipment, excluding Freehold land are carried at cost less accumulated depreciation and impairment losses, if any. The cost of property, plant and equipment comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on bringing the assets to working condition for its intended use and estimated cost of dismantling and removing the items and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials, direct labour, any other costs directly attributable to bringing the item to working condition for its intended use and estimated costs of dismantling and removing them and restoring the site on which it is located.

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

Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the Group and such expenditure can be measured reliably.

The cost and related accumulated depreciation are eliminated from the financial statements upon sale or retirement of the asset and the resultant gains or losses are recognized in the statement of profit and loss. Assets to be disposed off are reported at the lower of the carrying value or the fair value less cost to sell.

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

A property, plant and equipment are eliminated from the consolidated financial statements on disposal or when no further benefit is expected from its use and disposal. Assets retired from active use and held for disposal are generally stated at the lower of their net book value and net realizable value. Any gain or losses arising disposal of property, plant and equipment is recognized in the statement of profit and loss.

Advance paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date classified as capital advances under other non-current assets and the cost of the assets not put to use before such date are disclosed under capital work in progress.

The cost property, plant and equipment at 1 April 2019, the Company's date of transition to Ind AS, was determined with reference to it carrying value recognised as per the previous GAAP (deemed cost), as at the date of transition to Ind AS.

Depreciation and useful lives

Depreciable amount for assets is the cost of asset less its estimated residual value. Depreciation on property, plant and equipment is calculated on a straight-line basis using the rates arrived at based on the useful lives estimated by the management. Based on the internal technical assessment, the management believes that the useful lives as given below, which are different from those prescribed in Part C of schedule II of the Act, best represent the period over which Management expects to use these assets.

Material accounting policies (Contd.)

Property, Plant and Equipment	Management's estimate of useful life (in years)	Useful life as per Schedule II
Buildings	30	30
Electrical installations	10	10
Plant and machineries	15	15
Furniture and fixtures	10	10
Computers	3	3
Servers	3	6
Office equipments	5	5
Vehicles	8	8
Leasehold improvements	5 years or lease period whichever is lower	-

Freehold land is not depreciated. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. Gains and losses on disposal are determined by comparing proceeds with carrying amount. These are included in statement of profit or loss within other gains / losses.

(d) Other Intangible assets

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortization and accumulated impairment losses. Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, from the date that they are available for use. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition, and other economic factors (such as the stability of the industry, and known technological advances), and the level of maintenance expenditures required to obtain the expected future cash flows from the asset. Amortization methods and useful lives are reviewed periodically including at each financial year end.

The useful lives of intangible assets that is considered for amortization of intangible assets are as follows:

Intangible Asset	Management's estimate of useful life (in years)
Computer software	3
Technical know how	3
Customer relationship	7
Non-compete fees	3
Intellectual property rights	3

The residual values, useful lives and method of amortization of intangible assets are reviewed at each financial year end and adjusted, if appropriate.

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in statement of profit and loss.

Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the Company and such expenditure can be measured reliably.

(e) Impairment of non-financial asset

At the end of each reporting period, the Group reviews the carrying amounts of non-financial assets (other than inventories, contract asset and deferred tax assets) to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs.

Recoverable amount is the higher of fair value less costs of disposal 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 for which estimates of future cash flows have not been adjusted.

If such assets are considered to be impaired, the impairment to be recognized in the statement of profit and loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount.

When an impairment loss subsequently reverses, the carrying amount of the asset / CGU is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years. A reversal of impairment loss is recognized immediately in the statement of profit and loss.

(f) Inventories

Inventories are valued at the lower of cost and net realizable value. Cost of inventories comprises purchase price, costs of conversion and other costs incurred in bringing the inventories to their present location and condition. In determining the cost, weighted average cost is used. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs to sell. The comparison of cost and net realizable value is made on an item-by-item basis.

The method of determination of cost is as follows:

- Raw materials and components– on a weighted average basis
- Stores and spares – on a weighted average basis
- Work-in-progress – includes cost of conversion.
- Finished goods – includes cost of conversion.
- Goods in transit – at purchase cost
- Tools – at purchase cost

The net realizable value of work-in-progress is determined with reference to the net realizable value of related finished goods. Raw materials and other supplies held for use in production of inventories are not written down below cost except in cases where material prices have declined, and it is estimated that the cost of the finished products will exceed their net realizable value. Fixed production overheads are allocated on the basis of normal capacity of production facilities. The provision for inventory obsolescence is assessed periodically and is provided as considered necessary.

(g) Financial Instruments

A. Financial assets

i) Recognition and initial measurement

Trade receivables and debt securities are initially recognized when they are originated. All other financial assets and liabilities are initially recognized when the Group becomes a party to contractual provisions of the instrument.

All financial instruments are recognised initially at fair value. Transaction costs that are attributable to the acquisition of the financial asset (other than financial assets recorded at fair value through profit or loss) are included in the fair value of the financial assets.

ii) Classification and subsequent measurement

Financial assets

On initial recognition, a financial instrument is classified and measured at

- Amortized cost
- Fair value through other comprehensive income (FVOCI) - debt instruments;
- Fair value through other comprehensive income (FVOCI) - equity investments; or
- Fair value through profit and loss (FVTPL).

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

A financial asset is measured at amortized cost if it meets both 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 assets give rise on a specified date to cash flows that are solely payments of principal and interest on the principal amounts outstanding.

Material accounting policies (Contd.)

- A debt investment is measured at FVTOCI 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 achieved by both collecting contractual cash flow and selling financial assets; and
- The contractual terms of the financial assets give rise on a specified date to cash flows that are solely payments of principal and interest on the principal amounts outstanding.

On initial recognition of an equity investment that is not held for trading, the Group 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-to-investment basis.

All financial assets not classified as amortized cost or FVOCI as described above are measured at FVTPL. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortized cost or at FVOCI as at FVTPL, if doing so eliminates or significantly reduces an accounting mistake that would otherwise arise.

Financial assets: Subsequent measurement and gains and losses
Financial assets, at FVTPL:
These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income are recognized in the statement of profit or loss.

Financial assets at amortized cost:
These assets are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognized in the statement of profit or loss. Any gain or loss on derecognition is recognized in the statement of profit or loss.

Debt investments at FVTOCI:
These assets are subsequently measured at fair value. Interest income under effective interest method, foreign exchange gains and losses and impairment are recognized in the statement of profit and loss. Other net gains and losses are recognized in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to the statement of profit and loss.

Equity investments at FVTOCI:
These assets are subsequently measured at fair value. Dividends are recognized as income in the statement of profit and loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognized in OCI and are not reclassified to the statement of profit and loss.

Impairment of financial assets
The Group assesses on a forward-looking basis the expected credit losses associated with its assets carried at amortized cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 34 details how the Group determines whether there has been a significant increase in credit risk.

In accordance with Ind AS 109, the Group applies expected credit loss ("ECL") model for measurement and recognition of impairment loss. The Group follows 'simplified approach' for recognition of impairment loss allowance on financial assets, trade receivables. The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

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

iii) Derecognition of financial assets

A financial asset is derecognized only when:

- the Group has transferred the rights to receive cash flows from financial asset or
- retains the contractual rights to receive the cash flows from financial asset but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the Group has transferred an asset, the Group evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognized. Where the Group has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognized.

Where the Group has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognized if the Group has not retained control of the financial asset. Where the Group retains control of the financial asset, the asset is continued to be recognized to the extent of continuing involvement in the financial asset.

B. Financial liability

i) Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss or amortized cost. All financial liabilities are recognized initially at fair value and, in case of loans and borrowings and payables, net of directly attributable transaction costs.

ii) Subsequent measurement

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

Financial liabilities at fair value through profit or loss

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

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

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

Amortized cost

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the Effective Interest Rate ("EIR") method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization

Material accounting policies (Contd.)

is included as finance costs in the statement of profit and loss.

Financial guarantee contracts

Financial guarantee contracts issued by the Group are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified party fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognized initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognized less cumulative amortization.

Derecognition

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

Offsetting

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

(h) Cash and cash equivalents

Cash and cash equivalent includes cash in hand, demand deposit with bank and 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 bank overdrafts.

(i) Cash dividend to equity holders of the Group

The Group recognises a liability to make cash distributions to equity holders of the Group when the distribution is authorised, and the distribution is no longer at the discretion of the Group. Final dividends on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Group's Board of Directors.

(j) Foreign Currency transactions and translations

Foreign currency are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign currency denominated monetary assets and liabilities are translated into relevant functional currency at exchange rates in effect at the balance sheet date.

Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognized in statement of profit and loss.

Non-monetary assets and non-monetary liabilities denominated in foreign currency and measured at fair value are translated at the exchange rate prevalent at the date when the fair value was determined. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of transaction. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss and are generally recognized in statement of profit and loss, except exchange differences arising from the translation of the following items which are recognized in OCI:

- equity investments at fair value through OCI (FVOCI)
- a financial liability designated as a hedge of the net investment in a foreign operation to the extent that the hedge is effective; and
- qualifying cash flow hedges to the extent that the hedges are effective.

(k) Employee benefits

i. Defined contribution plan

A defined contribution plan is a post-employment benefit plan under which an entity pays specified contributions to a separate entity and has no obligation to pay any further amounts. The Group makes specified monthly contributions towards employee Provident Fund to Government administered Provident Fund Scheme which is a defined contribution plan. The Group's contribution is recognized as an expense in the statement of profit and loss during the period in which the employee renders the related service.

ii. Defined benefit plans

The Group's gratuity plan is a defined benefit plan. The present value of gratuity obligation under such defined benefit plans is determined based on actuarial valuations carried out by an independent actuary using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measure each unit separately to build up the final obligation. The obligation is measured at the present value of estimated future cash flows. The discount rates used for determining the present value of obligation under defined benefit plans, is based on the market yields on Government securities as at the balance sheet date, having maturity periods approximating to the terms of related obligations.

Actuarial gains or losses are recognized in other comprehensive income. Further, the statement of profit and loss does not include an expected return on plan assets. Instead net interest recognized in profit or loss is calculated by applying the discount rate used to measure the defined benefit obligation to the net defined benefit liability or asset. The actual return on plan assets above or below the discount rate is recognized as part of remeasurement of net defined liability or asset through other comprehensive income.

Remeasurements comprising actuarial gains or losses and return on plan assets (excluding amounts included in net interest on the net defined benefit liability) are not reclassified to profit or loss in subsequent periods.

The Group's gratuity scheme is administered through a third party trust and the provision for the same is determined on the basis of actuarial valuation carried out by an independent actuary. Provision is made for the shortfall, if any, between the amounts required to be contributed to meet the accrued liability for gratuity as determined by actuarial valuation and the available corpus of the funds.

iii. Short-term employee benefits

All employee benefits falling due wholly within twelve months of rendering the services are classified as short term employee benefits, which include benefits like salaries, wages and performance incentives and are recognised as expenses in the period in which the employee renders the related service.

Short term employee benefits are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognized for the amount expected to be paid e.g. short term performance incentive, if the Group has a present legal or constructive obligation to pay this amount as a result of past services provided by the employee and the amount of obligation can be estimated reliably.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognized immediately in the statement of profit and loss. The Group recognizes gains and losses on the settlement of a defined benefit plan when the settlement occurs.

iv. Compensated absences:

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised at an actuarially determined liability at the present value of the defined benefit obligation at the Balance sheet date. In respect of compensated absences expected to occur within twelve months after the end of the period in which the employee renders the related services, liability for short-term employee benefits is measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Material accounting policies (Contd.)

v. **share-based payment transactions.**
The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model and Group's estimate of equity instruments that will vest. That cost is recognized, together with a corresponding increase in share-options outstanding account in equity, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense.

(l) Borrowing costs
Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs allocated to and utilized for qualifying assets pertaining to the period from commencement of activities directly attributable to the acquisition, construction or production of upto the date of capitalisation of such asset are added to the cost of the assets. Qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.. All other borrowing costs are expensed in the period in which they occur.

(m) Leases
The Group assesses at contract inception whether a contract is, or contains, a lease, that is if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

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

The Group recognises a right-of-use (ROU) asset representing its right to use the underlying assets for the lease term and a lease liability at the lease commencement date. The ROU asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Group applies the short-term lease recognition exemption to all assets that have a lease term of 12 months or less from the commencement date. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term. Further, leases for which the underlying asset is of low value has been recognized immediately in the Statement of Profit and Loss.

(n) Taxation
Income tax expense comprises current and deferred income tax. Income tax expense is recognized in net profit in the statement of profit and loss except to the extent it relates to items recognized directly in equity, in which case it is recognized in other comprehensive income.

Current income tax for current and prior periods is recognized at the amount expected to be paid or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the reporting date.

Deferred income tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements except for the cases mentioned below.

Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or substantive enactment date.

Deferred tax is not recognized for temporary differences arising on the initial recognition of assets and liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profits or loss at the time of the transaction, and temporary investment related to investment in subsidiaries, associates and joint agreements to the extent that the Group is able to control the timing of reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used. The Group recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profits will be available against which such deferred tax can be realised. Deferred tax assets, unrecognised or recognised, are reviewed at each reporting date and are recognised/ reduced to the extent that it is probable/no longer probable respectively that the related tax benefit will be realised.

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

(o) Provisions and Contingent Liabilities

i. Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Group expects some or all of a provision to be reimbursed, the expense relating to a provision is presented in the statement of profit and loss net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost. Expected future operating losses are not provided for.

ii. Onerous contract

Provision for onerous contracts. i.e. contracts where the expected unavoidable cost of meeting the obligations under the contract exceed the economic benefits expected to be received under it, are recognised when it is probable that an outflow of resources embodying economic benefits will be required to settle a present obligation as a result of an obligating event based on a reliable estimate of such obligation.

iii. Contingent liabilities

A disclosure for contingent liabilities is made where there is a possible obligation or a present obligation that may probably not require an outflow of resources. When there is a possible or a present obligation where the likelihood of outflow of resources is remote, no provision or disclosure is made.

Provisions and contingent liabilities are reviewed at each Balance Sheet date.

(p) Earnings per share

The basic earnings per share is computed by dividing the net profit attributable to the owners of the Group for the year by the weighted average number of equity shares outstanding during reporting period.

Diluted earnings per share is computed by dividing the net profit by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The number of shares used in computing diluted earnings per share comprises the weighted average shares considered for deriving basic earnings per share and also the weighted average

Material accounting policies (Contd.)

number of equity shares which could have been issued on the conversion of all dilutive potential equity shares.

Dilutive potential equity shares are deemed converted as of the beginning of the reporting date, unless they have been issued at a later date. In computing diluted earnings per share, only potential equity shares that is dilutive and which either reduces earnings per share or increase loss per share are included.

(q) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM). The Group has identified one reportable segment based on the dominant source, nature of risks and return and the internal organisation and management structure and for which discrete financial information is available. The CODM monitors the operating results of the entity as a whole for the purpose of making decisions about resource allocation and performance assessment. Refer Note 41 for segment information and segment reporting.

(r) Cash flow statement

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

(s) Government grants

Government grants are recognized where there is reasonable assurance that the grant will be received, and all attached conditions will be complied with. When the grant relates to an expense item, it is recognized as income 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 in proportion to the depreciation charged over the expected useful life of the related asset.

(t) Recent pronouncements

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

Notes to the consolidated financial statements

3 PROPERTY, PLANT AND EQUIPMENT AND CAPITAL WORK-IN-PROGRESS

(₹ In Million)

Particulars	Freehold Land	Leasehold Improvements*	Buildings	Electrical installations	Plant and machineries	Furniture and fixtures	Computers (including servers)	Office equipment	Vehicles	Total	Capital work-in-progress (Note (i))
Cost or Deemed Cost											
As at 01 April 2022	**278.10**	**18.28**	**510.63**	**158.82**	**1,261.35**	**36.11**	**23.82**	**48.42**	**53.39**	**2,388.92**	**1.91**
Additions	-	1.14	0.93	-	155.78	5.33	15.92	3.35	13.65	196.10	17.17
Deletions	-	-	-	-	(28.65)	-	(1.67)	(4.10)	(4.70)	(39.12)	-
Capitalised	-	-	-	-	-	-	-	-	-	-	(1.91)
As at 31 March 2023	**278.10**	**19.42**	**511.56**	**158.82**	**1,388.48**	**41.44**	**38.07**	**47.67**	**62.34**	**2,545.90**	**17.17**
Acquired through business combination [Refer note 42]	-	0.19	41.21	11.18	152.22	7.16	0.90	2.63	3.25	218.74	77.52
Additions	-	1.03	0.09	0.24	290.32	4.09	12.60	3.73	4.06	316.16	141.81
Deletions	-	-	-	-	(10.73)	(1.72)	(1.24)	-	(7.79)	(21.48)	(1.83)
Capitalised	-	-	-	-	-	-	-	-	-	-	(211.35)
As at 31 March 2024	**278.10**	**20.64**	**552.86**	**170.24**	**1,820.29**	**50.97**	**50.33**	**54.03**	**61.86**	**3,059.32**	**23.32**
Accumulated depreciation											
As at 01 April 2022	**-**	**5.18**	**81.55**	**51.10**	**645.28**	**13.09**	**15.22**	**33.82**	**18.02**	**863.26**	**-**
Depreciation for the year	-	2.53	16.12	15.41	145.52	3.36	5.14	7.06	6.42	201.56	-
Depreciation on deletions	-	-	-	-	(27.12)	-	(1.58)	(3.94)	(3.48)	(36.12)	-
As at 31 March 2023	**-**	**7.71**	**97.67**	**66.51**	**763.68**	**16.45**	**18.78**	**36.94**	**20.96**	**1,028.70**	**-**
Depreciation for the year	-	2.83	17.07	16.38	180.71	4.39	10.38	5.27	6.71	243.74	-
Depreciation on deletions	-	-	-	0.29	(9.62)	(1.69)	(1.17)	-	(3.44)	(15.63)	-
As at 31 March 2024	**-**	**10.54**	**114.74**	**83.18**	**934.77**	**19.15**	**27.99**	**42.21**	**24.23**	**1,256.81**	**-**
Net carrying amount											
As at 01 April 2022	**278.10**	**13.10**	**429.08**	**107.72**	**616.07**	**23.02**	**8.60**	**14.60**	**35.37**	**1,525.66**	**1.91**
As at 31 March 2023	**278.10**	**11.71**	**413.89**	**92.31**	**624.80**	**24.99**	**19.29**	**10.73**	**41.38**	**1,517.20**	**17.17**
As at 31 March 2024	**278.10**	**10.10**	**438.12**	**87.06**	**885.52**	**31.82**	**22.34**	**11.82**	**37.63**	**1,802.51**	**23.32**

* Refer Note 22

Note (i)

(a) The ageing information for capital work in progress for the year ended 31 March 2024 and 31 March 2023 is as follows:

(₹ In Million)

Particulars	Amount in capital work-in-progress for a period of				
	Less than1 year	1 - 2 Years	2-3 Years	More than 3 years	Total
31 March 2024					
Projects in progress	23.32	-	-	-	23.32
Projects temporarily suspended	-	-	-	-	-
	23.32	**-**	**-**	**-**	**23.32**
31 March 2023					
Projects in progress	17.17	-	-	-	17.17
Projects temporarily suspended	-	-	-	-	-
	17.17	**-**	**-**	**-**	**17.17**

(b) There are no capital work in progress whose completion is overdue or exceeded its cost compared to its original plan.

(c) The title deeds of all the immovable properties (other than properties where the Group is the lessee and the lease agreements are duly executed in favour of the lessee), are held in the name of the group.

(d) There has been no revaluation of property, plant and equipment done during the year.

Notes to the consolidated financial statements (Contd.)

(e) At 31 March 2024, freehold land and building amounting to ₹453.30 million (31 March 2023: ₹468.19 million) are subject to 1st charge secured bank loans [refer Note 17]

4 OTHER INTANGIBLE ASSETS

(₹ In Million)

Particulars		Other intangible assets						
	Goodwill (A)	Software	Technical Know-how	Customer relationship*	Non-compete fees*	Intellectual property rights	Total (B)	Total (A+B)
Cost or Deemed Cost	**289.31**	**30.64**	**2.92**	**76.56**	**25.20**	**-**	**135.32**	**424.63**
As at 01 April 2022	**-**	**4.31**	**-**	**-**	**-**	**-**	**4.31**	**4.31**
Additions	-	(0.70)	-	-	-	-	(0.70)	(0.70)
Deletions	289.31	34.25	2.92	76.56	25.20	-	138.93	428.24
As at 31 March 2023	**1,455.02**	**0.92**	**-**	**764.80**	**88.50**	**-**	**854.22**	**2,309.24**
Acquired through business combination [Refer note 42]	-	3.48	-	-	-	58.99	62.47	62.47
Additions	-	-	-	-	-	-	-	-
Deletions	1,744.33	38.65	2.92	841.36	113.70	58.99	1,055.62	2,799.95
As at 31 March 2024								
Accumulated amortization								
As at 01 April 2022	**-**	**22.73**	**2.92**	**26.60**	**16.52**	**-**	**68.77**	**68.77**
Acquired on acquisition	-	2.86	-	10.94	4.33	-	18.13	18.13
Amortization for the year		(0.66)				-	(0.66)	(0.66)
As at 31 March 2023	**-**	**24.93**	**2.92**	**37.54**	**20.85**	**-**	**86.24**	**86.24**
Amortization for the year	-	3.58	-	68.30	26.46	14.75	113.09	113.09
Depreciation on deletions		-					-	-
As at 31 March 2024	-	28.51	2.92	105.84	47.31	14.75	199.33	199.33
Net carrying amount								
As at 01 April 2022	**289.31**	**7.91**	**-**	**49.96**	**8.68**	**-**	**66.55**	**355.86**
As at 31 March 2023	**289.31**	**9.32**	**-**	**39.02**	**4.35**	**-**	**52.69**	**342.00**
As at 31 March 2024	**1,744.33**	**10.14**	**-**	**735.52**	**66.39**	**44.24**	**856.29**	**2,600.62**

*Refer note 42

(a) The Group does not have any intangible assets under development.

(b) Goodwill arising upon business combination is not amortized but tested for impairment annually or more frequently if there is any indication that the cash generating unit to which goodwill is allocated is impaired. For the purposes of impairment assessment, the Group is considered as single Cash generating unit. The recoverable amounts of the cash generating units have been assessed using a value-in-use model. Value-in-use is generally calculated as the net present value of the projected post-tax cash flows plus a terminal value of the cash generating unit. Initially, a post-tax discount rate is applied to calculate the net present value of the post-tax cash flows. Key assumptions upon which the Company has based its determinations of value-in-use include:

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Growth rate (%)	12%	10%
Operating margin (%)	12% - 15%	16% - 17.4%
Terminal growth (%)	5%	5%
Discount rate (%)	19.65%	14.80%

As at 31 March 2024 and 31 March 2023, the estimated recoverable amount of the CGU exceeded its carrying amount hence no impairment is trigerred.

The Group believes that any reasonably possible change in the key assumptions on which a recoverable amount is based would not cause the aggregate carrying amount to exceed the aggregate recoverable amount of the cash-generating unit.

5 OTHER FINANCIAL ASSETS

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Non-current		
Unsecured, considered good		
Security deposit	54.86	23.04
Margin money deposits*	-	0.10
Total	**54.86**	**23.14**
Current		
Unsecured, considered good		
Security deposit	0.35	0.35
Interest accrued on deposit	7.02	9.43
Export incentives receivables	0.85	0.30
Advance to employees	0.10	-
Recoverable from Insurance companies	0.96	-
Expense reimbursement receivable [refer Note 36]	-	47.91
Total	**9.28**	**57.99**

* Includes Nil as on 31 March 2024 (₹ 0.10 million as on 31 March 2023) Margin money provided as guarantee for Gurgaon Warehouse to Value Added Tax and Central Sales Tax Department.

6 INCOME TAX ASSETS AND LIABILITIES (NET)

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Non - current		
Advance tax and tax deducted at source, net of provision for tax	-	-
Current		
Income tax liabilities, net of tax assets	22.19	6.12

a) The gross movement in the income tax liability for the year ended 31 March 2024 and 31 March 2023 is as follows:

(₹ In Million)

Particulars	For the period ended 31 March 2024	For the period ended 31 March 2023
Net income tax liability at the beginning of the year	**(6.12)**	**(29.44)**
Net Income tax asset assumed in acquisition [refer Note 42]	5.71	-
Current income tax expense	(355.91)	(240.19)
Income tax paid (including interest)	332.22	263.52
Interest income on tax refund	1.65	-
Others	0.26	(0.01)
Net income tax liability at the end of the year	**(22.19)**	**(6.12)**

Notes to the consolidated financial statements (Contd.)

7 DEFERRED TAX ASSETS (NET)

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Deferred tax assets		
Provision for inventory obsolescence	32.39	15.07
Provision for gratuity and compensated absences	7.43	3.24
Customer discounts, returns and claims	25.92	19.75
Provision for bonus	2.45	0.26
Lease liability, net	39.94	29.44
Loss allowances on financial assets, net	8.20	4.22
Provision for doubtful advances and receivables	4.15	2.69
Others	13.49	3.22
Total deferred tax asset (A)	**133.97**	**77.89**
Deferred tax liabilities		
Property, plant and equipment and intangible assets	109.17	125.70
Right of use assets	27.93	15.16
Intangible assets acquired in acquisition	204.21	9.38
Others	7.60	9.18
Total deferred tax liabilities (B)	**348.91**	**159.42**
Net deferred tax liabilities (A-B)	**(214.94)**	**(81.53)**

*Refer note 31(d)

The net deferred tax liabilities as on 31 March 2024 and 31 March 2023 is given below:

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Non - current		
Deferred tax asset, (net)	42.97	8.12
Non - current		
Deferred tax liabilities, (net)	257.90	89.65
Net deferred tax liabilities	**(214.93)**	**(81.53)**

8 OTHER ASSETS

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Non - current		
Unsecured, considered good		
Capital advances [refer Note (a) below]	12.30	125.47
Prepaid expenses	5.17	0.81
Contract acquisition costs	0.62	13.61
Receivables from government authorities [refer Note (b) below]	17.70	10.57
	35.79	**150.46**
Unsecured, considered doubtful		
Indirect tax paid under protest	3.00	3.00
Less: Provision	(3.00)	(3.00)
	-	**-**
Receivables from government authorities	-	4.84
Less: Provision [refer Note (b) below]	-	(4.84)

Notes to the consolidated financial statements (Contd.)

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
	-	-
Capital advances	0.60	-
Less: Provision	(0.60)	-
	-	-
Total	**35.79**	**150.46**

CURRENT

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Unsecured, considered good		
Balances with government authorities	2.56	2.50
Prepaid expenses	13.64	8.85
Contract acquisition costs	8.10	5.84
Advance to suppliers	51.51	40.52
Prepaid gratuity	0.30	-
Others	0.59	0.27
	76.70	**57.98**
Unsecured, considered doubtful	8.28	8.28
Balances with government authorities	(8.28)	(8.28)
Less: Provision [refer Note (c) below]	-	-
Total	**76.70**	**57.98**

a) During the year ended 31 March 2023, the Group had paid ₹90 million to Bansal Steel & Power Limited for acquisition of leasehold rights of land. During the current year, the Group has paid the remaining consideration aggregating to ₹58 million and registered the land in its name.

b) Bangalore Metro Rail Corporation Limited (BMRCL) has acquired a portion of the freehold land for an agreed compensation of ₹15.41 million (including tax deducted at source). On the above land, one of the female legal heirs of the erstwhile owner of the freehold land has raised an allegation for separate possession of certain portion of the freehold land. On account of the dispute, the acquisition compensation amount has been deposited by BMRCL in the Court till the final settlement. During the year ended 31 March 2024, the matter is closed as the Company has received an order dated 9 September 2023 in its favour.

(c) During the year ended 31 March 2022, the Group had received an intimation of liability u/s 74(5) of CGST Act, 2017 amounting to ₹9.23 million, with regards to ineligible input tax credit availed against tax invoices issued by M/s V Accurate Management Services Private Limited during the period July 2017 to December 2018. The Group has been legally advised that the Group has a good case on merit as it has genuinely availed the services and paid GST to the vendor. However, as a matter of prudence, the Group had made a provision amounting to ₹9.23 million (Refer note 21)

Notes to the consolidated financial statements (Contd.)

9 INVENTORIES (REFER NOTE 2(F))

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Raw materials [refer Note (a) and (b) below]	306.25	165.09
Work-in-progress	210.13	131.62
Finished goods [refer Note (b) below]	148.63	181.51
Stores and spares	6.99	5.92
Tools	47.63	-
Total	**719.63**	**484.14**

(a) Including goods in transit as on 31 March 2024 ₹52.59 million (31 March 2023 : ₹17.10 million)

(b) The provision for write down of inventories to net realisable value during the year amounted to ₹195.03 million (31 March 2023 : ₹192.02 million). The provision estimated by the management for slow moving and obsolete stock during the year amounted to ₹143.19 million (31 March 2023 : ₹59.89 million). The write down, reversal and provision for slow moving and obsolete stock are included in the costs of materials consumed or changes in inventories of finished goods and work-in-progress.

10 INVESTMENTS

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Non current		
Investment in equity instruments carried at fair value through other comprehensive income (FVTOCI) - Unquoted		
8,00,000 fully paid up equity shares of Surya Urja Two Private Limited [refer Note (a)]	29.65	-
Investment in equity instruments of associate at amortised cost - Unquoted		
(31 March 2023: 6,00,000) fully paid up equity shares of Surya Urja Two Private Limited [refer Note (a)]	-	6.00
Investments at amortized cost-Unquoted		
Investment in bonds	30.67	30.67
Total	**60.32**	**36.67**
Current		
Investments designated at fair value through profit or loss (FVTPL)- Unquoted		
Investment in mutual funds - Unquoted	238.14	955.13
Investments at amortized cost-Unquoted		
Investment in bonds, commercial papers and others	97.96	395.90
Total	**336.10**	**1,351.03**
Aggregate value of investments	396.42	1,387.70
Aggregate value of unquoted investments	396.42	1,387.70

Details for investment in mutual fund - Unquoted

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Nil units (31 March 2023: 142,039.52 units) in Aditya Birla Sun Life Liquid Fund - Growth - Regular Plan	-	51.11
Nil units (31 March 2023: 11,032.57 units) in DSP Liquidity Fund - Regular Plan - Growth	-	35.17
1,475,718.79 units (31 March 2023: Nil units) in Kotak Equity Arbitrage Fund - Reg - Growth	50.62	-
Nil units (31 March 2023: 37,893.08 units) in Tata Money Market Fund - Regular Plan - Growth	-	151.42
2,896.47 units (31 March 2023: Nil units) in Tata Liquid Fund - Regular Plan - Growth	10.92	-
Nil units (31 March 2023: 14,666,150.63 units) in Aditya Birla Sun Life CRISIL IBX AAA - Jun 2023 Index Fund - Regular Growth	-	154.11
2,761.11 units (31 March 2023: 17,172.63 units) in SBI Liquid Fund - Regular Growth	10.34	60.04
426,284.30 units (31 March 2023: 2,228,040.87 units) in DSP Savings Fund - Regular Plan - Growth	20.53	99.96
Nil units (31 March 2023: 43,386.85 units) in Axis Money Market Fund - Direct Growth	-	52.83
Nil units (31 March 2023: 6,212,481.38 units) in HDFC Ultra Short Term Fund - Regular Growth	-	80.28
8,000.30 units (31 March 2023: 46,703.26 units) in Nippon India Money Market Fund - Growth	30.23	164.05
974,679.80 units (31 March 2023: Nil units) in SBI Arbitrage Opportunities Fund - Regular Plan - Growth	30.20	-
6,395.17 units (31 March 2023: Nil units) in HDFC Liquid Fund - Reg - Growth	30.04	-
1,027,571.11 units (31 March 2023: Nil units) in Invesco India Arbitrage Fund - Reg - Growth	30.07	-
Nil units (31 March 2023: 27,913.51 units) in Axis Money Market Fund - Reg - Growth	25.19	106.16
Aggregate amount of unquoted investment and market value, thereof	**238.14**	**955.13**

Notes to the consolidated financial statements (Contd.)

Details for investment in mutual fund - Unquoted

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
30 bonds (31 March 2023: 30 units) in HDB Financial Services Ltd, interest @7.75%	30.67	30.67
5,00,000 units (31 March 2023: Nil units) in Piramal Enterprises Ltd, interest @8.40%	48.99	-
5,00,000 units (31 March 2023: Nil units) in Piramal Enterprises Ltd, interest @8.40%	48.97	-
Nil units (31 March 2023: 15,00,000 units) in Piramal Enterprises Ltd, interest @8.40%	-	146.92
Nil units (31 March 2023: 100 units) in Kotak Mahindra Prime Limited, interest @7.40%	-	98.98
Inter corporate deposits in Mahindra & Mahindra Finance, interest @7.55%	-	150.00
Aggregate amount of unquoted investment and market value, thereof	**128.63**	**426.57**

(a) During the year ended 31 March 2023, the Company has entered into a Power Supply and Offtake Agreement ("PSOA") and Share Subscription and Shareholders' Agreement ("SSSHA") with Sunsource Energy Private Limited ("SEPL") and Suryaurja Two Private Limited ("STPL") and had acquired 6,00,000 equity shares of STPL at a price of Rs. 10/- each. During the year ended 31 March 2024, STPL has raised additional equity from other investors, which has resulted in the reduction of shareholding of the Company below 20%. On 25th September 2023, the Company has entered into an Amendment to Share Subscription and Shareholders' Agreement ("ASSSHA") with Sunsource Energy Private Limited ("SEPL") and Suryaurja Two Private Limited ("STPL") and had acquired 2,00,000 equity shares of STPL at a price of Rs. 10/- each. Consequently, the Company's total stake in STPL now stands at 16.33%. As the Company does not exercise any significant influence, STPL is no longer considered to be an associate of the Company and Investment in equity instruments Surya Urja is designated as investment carried at fair value through other comprehensive income (FVTOCI) by the management.

Information about the Group's exposure to credit and market risks, and fair value measurement is included in note 33 and note 34.

11 TRADE RECEIVABLES

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Trade receivables considered good - Unsecured	1,633.15	910.15
Trade receivables - credit impaired	20.94	4.63
Total Trade receivables	1,654.09	914.78
Less: Loss allowance for financial assets	(39.80)	(14.52)
	1,614.29	**900.26**
Unbilled receivables	9.81	4.82
Net trade receivables	**1,624.10**	**905.08**

(i) The Group's exposure to credit and currency risks, and loss allowances related to trade receivables is disclosed in note 34.

(ii) Ageing for trade receivables for each of the category is as follows:

(₹ In Million)

Particulars		Unbilled	Outstanding for following periods from due date of payment						Total
			Not due	Less than 6 months	6 Months to 1 Year	1 -2 Years	2 -3 Years	More than 3 Years	
31 March 2024									
i)	Undisputed trade receivable - considered good	9.81	1,276.56	335.97	20.42	0.20	-	-	1,642.96
ii)	Undisputed trade receivable - which have significant increase in credit risk	-	-	-	-	-	-	-	-
iii)	Undisputed trade receivable - credit impaired	-	1.54	2.29	2.57	14.54	-	-	20.94
iv)	Disputed trade receivable - considered good	-	-	-	-	-	-	-	-
v)	Disputed trade receivable - which have significant increase in credit risk	-	-	-	-	-	-	-	-
vi)	Disputed trade receivable - credit impaired	-	-	-	-	-	-	-	-
Total		**9.81**	**1,278.10**	**338.26**	**22.99**	**14.74**	**-**	**-**	**1,663.90**

(₹ In Million)

Particulars		Outstanding for following periods from due date of payment							Total
		Unbilled	Not due	Less than 6 months	6 Months to 1 Year	1 -2 Years	2 -3 Years	More than 3 Years	
31 March 2023									
i)	Undisputed trade receivable - considered good	4.82	724.58	174.81	10.76	-	-	-	914.97
ii)	Undisputed trade receivable - which have significant increase in credit risk	-	-	-	-	-	-	-	-
iii)	Undisputed trade receivable - credit impaired	-	-	-	-	4.63	-	-	4.63
iv)	Disputed trade receivable - considered good	-	-	-	-	-	-	-	-
v)	Disputed trade receivable - which have significant increase in credit risk	-	-	-	-	-	-	-	-
vi)	Disputed trade receivable - credit impaired	-	-	-	-	-	-	-	-
Total		**4.82**	**724.58**	**174.81**	**10.76**	**4.63**	**-**	**-**	**919.60**

Notes to the consolidated financial statements (Contd.)

12 CASH AND CASH EQUIVALENTS

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Balances with banks:		
- in current accounts	76.92	39.58
- in cash credit account	12.92	22.23
- in Exchange earner's foreign currency accounts	27.67	13.67
- Deposits with original maturity of less than 3 months*	**3.42**	**3.40**
Cash on hand	0.30	0.30
Total	**121.23**	**79.18**

* Includes deposit amounting to ₹ 3.42 million which has been transferred by the bank to Depositors Education and Awareness Fund (RBI guidelines) as per DEAF Act, 2014.

13 BANK BALANCE OTHER THAN CASH AND CASH EQUIVALENTS

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Current		
Other bank balances		
In deposit accounts (with original maturity of more than 3 months and less than 12 months)*	31.97	217.97
Total	**31.97**	**217.97**

*Includes fixed deposit of ₹15.03 million as on 31 March 2024 (₹14.22 million as on 31 March 2023) as restricted bank balances under lien in favour of ICICI Bank as collateral security against cash credit facility.

*Includes ₹0.73 million as at 31 March 2024 (₹0.69 million as at 31 March 2023), which represents restricted bank balances in favour of Axis Bank as collateral security against bank guarantee given to Maharashtra Pollution Control Board. The amount of bank guarantee is ₹0.50 million (₹0.50 million as at 31 March 2023).

*Includes fixed deposit of ₹10.00 million as on 31 March 2024 (₹53.06 million as on 31 March 2023) as restricted bank balances under lien in favour of Kotak Mahindra Bank as collateral security against overdraft facility.

14 LOANS

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Non-current		
Unsecured, considered good		
Loan to Supplier	5.50	-
Total	**5.50**	**-**
Current		
Unsecured, considered good		
Loans to employees	5.55	4.28
Loan to vendor	3.60	-
Total	**9.15**	**4.28**

15 EQUITY SHARE CAPITAL

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Authorised		
Equity shares		
50,000,000 (31 March 2023: 35,000,000) equity shares of ₹10 each	500.00	350.00
Total	**500.00**	**350.00**

Issued, subscribed and fully paid-up shares

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Equity share		
31,037,904 (31 March 2023 : 30,437,904) equity shares of ₹10 each, fully paid up	310.38	304.38
Total	**310.38**	**304.38**

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

(₹ In Million)

Particulars	As at 31 March 2024		As at 31 March 2023	
	Number of shares	Amount	Number of shares	Amount
Equity shares				
At the beginning of the year	30,437,904	304.38	30,437,904	304.38
Issued during the year for cash (Refer Note c)	600,000	6.00	-	-
At the end of the year	**31,037,904**	**310.38**	**30,437,904**	**304.38**

(b) Rights, preferences and restrictions attached to equity shares

The Group has only one class of equity shares having par value of ₹10 each. All equity shares carry similar voting rights of 1:1 and similar dividend rights. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts, if any. The distribution will be in proportion to the number of equity shares held by the shareholders.

(c) During the year ended 31 March 2024, the Board of Directors at their meeting held on 3 May 2023, had approved the issue of equity shares of 600,000 shares on a preferential basis at an issue price of Rs. 500 (Rupees Five Hundred Only) per equity share to Mr. K.A. Joseph ("Investor"), Founder, Promoter and Managing Director of the Company. The same had been approved by the Shareholders in their meeting held on 30 May 2023.

Notes to the consolidated financial statements (Contd.)

(d) Details of shareholders holding more than 5% shares of a class of shares in the Company: -

(₹ In Million)

Particulars	As at 31 March 2024		As at 31 March 2023	
	Number of shares	% holding in the class	Number of shares	% holding in the class
Equity shares of ₹10 each fully paid up held by:				
Evergraph Holdings Pte. Ltd.**	**	**	10,600,370	34.83%
K. A. Joseph*	5,251,244	16.92%	4,651,244	15.28%
Aditya Birla Sun Life Trustee Private Limited	2,213,273	7.13%	-	-

** During the year ended 31 March 2024, Evergraph Holdings Pte. Ltd sold 9,164,033 equity shares of the Company thereby reducing its shareholding from 34.83% to less than 5%.

* During the year ended 31 March 2024, Mr. K A Joseph and Evergraph has entered into transaction for the transfer of 9,00,000 shares from Evergraph to Mr. K A Joseph on 29 February 2024 which got consummate on 4 April 2024.

(e) The Group has neither allotted any shares as fully paid up pursuant to contracts without payments being received in cash or by way of bonus shares nor bought back any shares for the period of five years immediately preceding 31 March 2024.

(f) Details of shareholdings by the Promoter's of the Company: -

(₹ In Million)

Particulars	As at 31 March 2024		As at 31 March 2023		% Change in the year
	Number of shares	% holding in the class	Number of shares	% holding in the class	
Equity shares of ₹10 each fully paid up held by:					
Evergraph Holdings Pte. Ltd.	^	^	10,600,370	34.83%	(34.83%)
K. A. Joseph	**5,251,244**	**16.92%**	**4,651,244**	**15.28%**	**1.64%**

^ During the year ended 31 March 2024, Evergraph Holdings Pte. Ltd sold 9,164,033 equity shares of the Company thereby reducing its shareholding from 34.83% to less than 5%. Accordingly, Evergraph Holdings Pte. Ltd. does not have a significant influence on the Group as at 31 March 2024.

(g) Shares reserved for issue under options: Nil

16 OTHER EQUITY

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Securities premium [refer Note (a) below]	331.33	39.41
Retained earnings [refer Note (b) below]	4,764.79	3,916.63
General reserve [refer Note (c) below]	8.85	8.85
Share option outstanding account [refer Note 39 and refer Note (d) below]	86.65	38.83
Other comprehensive income [refer Note (e) below]	3.37	(11.71)
Total	**5,194.99**	**3,992.01**

Nature and purpose of other reserves

a) Securities premium :

Amounts received on issue of shares in excess of the par value has been classified as securities premium. The securities premium can be utilised in accordance with the provisions of Section 52 of the Companies Act, 2013.

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Opening balance	39.41	39.41
Increase during the year*	291.92	-
Closing balance	**331.33**	**39.41**

*net of share issue expenses (Refer note 15(c) above)

b) Retained earnings :

Retained earnings are the profits that the Group has earned till 31 March 2024, add/(less) any transfers from/(to) general reserve, securities premium and debenture redemption reserve, dividends or other distributions paid to shareholders. Retained earnings includes re-measurement gain/(loss) on defined benefit obligations, net of taxes that will not be reclassified to Profit and Loss.

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Opening balance	3,916.63	3,244.10
Profit for the year	848.16	672.53
Closing balance	**4,764.79**	**3,916.63**

During the year ended 31 March 2024, the Board of Director of the Company at its meeting held on 20 May 2024 have proposed a final dividend of ₹2/- per equity shares for the year ended 31 March 2024, which is subject to the approval of shareholders at the ensuing Annual General Meeting.

c) General Reserve

This represents appropriation of profit by the Group. General reserve is used from time to time to transfer profits from retained earnings for appropriation purposes.

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Opening balance	8.85	8.85
Movement	-	-
Closing balance	**8.85**	**8.85**

Notes to the consolidated financial statements (Contd.)

d) Share option outstanding account:

The Group has share option schemes under which options to subscribe for the Company's shares have been granted to employees. The share-based payment reserve is used to recognise the value of equity-settled share-based payments provided to employees as part of employee benefit expense.

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Opening balance	38.83	13.95
Increase during the year [refer Note 39]	47.82	24.88
Closing balance	**86.65**	**38.83**

e) Other comprehensive income:

(i) Remeasurement of net defined benefit liability or asset

Differences between the interest income on plan assets and the return actually achieved and any changes in the liabilities over the year due to changes in actuarial assumptions or experience adjustments within the plans, are recognised in 'Other equity' as other comprehensive income net of taxes.

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Opening balance	(11.70)	(5.98)
Increase during the year	(1.16)	(5.72)
Closing balance	**(12.86)**	**(11.70)**

(ii) Equity instruments through OCI

The Group has elected to recognise changes in the fair value of certain investment in equity securities in other comprehensive income. These changes are accumulated within the FVOCI equity investments within equity. The Group transfers amounts therefrom to retained earnings when the equity securities are derecognised.

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Opening balance	-	-
Increase during the year	16.20	-
Closing balance	**16.20**	**-**

17 BORROWINGS

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Non current		
Secured loans		
Term loans (refer Note (a) below)	398.71	-
Vehicle loans (refer Note (b) below)	1.65	-
Total	**400.36**	**-**

Notes to the consolidated financial statements (Contd.)

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Current		
Secured loans		
Current maturities of long term borrowings		
Term loans (refer Note (a) below)	55.37	-
Vehicle loans (refer Note (b) below)	0.51	-
Other secured loans		
Working capital demand loan (refer Note (c) below)	-	120.00
Cash credit facility (refer Note(d) below)	84.62	-
Unsecured loans		
Bill discounting facility from bank (refer Note (e) below)	142.57	83.73
Total	**283.07**	**203.73**

(a) The Group had availed following term loans

(i) ₹ 130 million from Citi Bank which carried interest rate of 1month treasury bill + 175 basis points per annum and was payable in 60 monthly installments. The loan was availed on 30 June 2023 has been fully repaid on 30 October 2023. The loan was secured by charge on moveble fixed assets of the Company.

(ii) ₹ 350 million on 30 June 2023 from Bajaj Finserve which carries interest of 9.5% per annum linked with repo rate of Reserve Bank of India and payable in 60 monthly installments with 12 months moratorium starting from 1 July 2024. The loan is secured by first paripassu charge on entire movable and immovable property, plant and equipments of the Company.

(iii) ₹ 163.5 million from Union Bank of India bifurcated into the following:

₹ 20 million which carried interest rate of EBLR+1% per annum and repayment term of 72 equal monthly installments starting from August 2018.

₹ 7.5 million 7.5% per annum and repayment terms of 36 equal monthly installments starting from June 2021.

₹ 13.5 million EBLR+0.95% per annum and repayment terms of 57 equal monthly installments starting from July 2022 and ₹ 122.5 million EBLR+0.95% per annum and repayment terms of 72 equal monthly installments starting from February 2023. These term loans are secured by the hypothecation of plant and machinery and inventory of the subsidiary, Walter Pack.

(b) The subsidiary, Walter Pack has availed vehicle loans from Union Bank of India. The loan is repayable in 60 monthly installments from 31 August 2022 and carries interest rate at EBLR+0.1% per annum. The loan is secured against the vehicles purchased out of this loan by the subsidiary, Walter Pack.

(c) The Company has availed woking capital demand loan from Citi Bank which carries interest rate of 1 month treasury bill + 175 basis points per annum and is payable within 30 days from the date of loan availed.

(d) The subsidiary, Walter Pack has availed cash credit facility from Union Bank of India and it is secured by hypothecation of stock and book debts and collaterally secured by mortgage of land and building including personal guarantee by Mr. Roy Mathew (Managing Director, Walter Pack). This facility carries interest rate at EBLR + 0.6% and is repayable on demand.

Notes to the consolidated financial statements (Contd.)

(e) The Company has availed bill discounting facility (with recourse) from State Bank of India which carries interest in the range of 8.22% to 10.48% per annum (31 March 2023: 6.48% to 10.11% per annum) and is payable within 45 days from the date of discounting of bills. Further, the subsidiary, Walter Pack has availed bill discounting facility with Kotak Mahindra Bank with sanctioned limit of Rs 190 million. The interest rate charged by Kotak Mahindra Bank is 2% per month and is payable within 90 days from the date of discounting of bills.

(f) The Company has obtained overdraft facility from Kotak Mahindra Bank amounting to ₹10 million, which carries interest at MCLR in the range of 8.60% to 8.80% and repayable on demand. As at 31 March 2024, the bank overdraft balance amounts to Nil (31 March 2023: Nil).

(g) Information about the Company's exposure to interest rate, foreign currency and liquidity risks is included in Note 34

18 TRADE PAYABLES

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Total outstanding dues of micro enterprises and small enterprises (refer Note (ii) below)	153.72	166.30
Total outstanding dues of creditors other than micro enterprises and small enterprises	462.44	259.03
Total	**616.16**	**425.33**

Terms and conditions of above trade payables:

(i) For explanation of Group's credit risk management - refer Note 34

(ii) Disclosure required under Section 22 of Micro, Small and Medium Enterprise Development Act, 2006 (MSMED Act, 2006)

(₹ In Million)

	Particulars	As at 31 March 2024	As at 31 March 2023
(a)	The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year:		
	- Principal	152.04	165.88
	- Interest	1.68	0.42
(b)	The amount of interest paid by the buyer in terms of Section 16 of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
	- Principal	-	-
	- Interest	-	-
(c)	The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond appointed day during the year) but without adding the interest specified under the MSMED Act, 2006.	-	-
(d)	The amount of interest accrued and remaining unpaid at the end of each accounting year.	1.68	0.42
(e)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006.		-

The above disclosures are provided by the Group based on the information available with the Group in respect of the registration status of its vendors / suppliers.

(iii) Ageing for trade payable from the due date of payment for each of the category is as follows:

(₹ In Million)

Particulars	Accrued expenses	Outstanding for following periods from due date of payment					
		Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
31 March 2024							
Micro enterprises and small enterprises	-	148.76	4.54	0.42	-	-	153.72
Creditors other than micro enterprises and small enterprises	43.75	304.05	113.17	0.26	0.01	1.20	462.44
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-	-
Total	**43.75**	**452.81**	**117.71**	**0.68**	**0.01**	**1.20**	**616.16**
31 March 2023							
Micro enterprises and small enterprises	-	165.13	0.75	0.42	-	-	166.30
Creditors other than micro enterprises and small enterprises	25.31	188.67	43.40	0.52	-	1.13	259.03
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-	-
Total	**25.31**	**353.80**	**44.15**	**0.94**	**-**	**1.13**	**425.33**

19 OTHER FINANCIAL LIABILITIES

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Non-current		
Interest accrued but not due on borrowings	0.03	-
Payable towards acquisition of intellectual property rights	63.59	-
Others	1.97	-
Total	**65.59**	**-**
Current		
Employee related liabilities	78.97	65.74
Capital creditors	34.29	10.90
Discount payable	91.21	73.25
Deferred consideration (refer Note 42)	64.79	-
Liability towards customer claims	20.78	-
Interest payable	13.79	-
Total	**303.83**	**149.89**

Information about the Group's exposure to interest rate, foreign currency and liquidity risks is included in Note 34.

Notes to the consolidated financial statements (Contd.)

20 OTHER LIABILITIES

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Current		
Statutory liabilities	68.55	79.49
Advance from customers	61.40	11.84
Others	0.06	-
Total	**130.01**	**91.33**

21 PROVISIONS

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Current		
Provision for employee benefits		
Provision for gratuity (refer Note 40)	19.51	7.02
Provision for compensated absence (refer Note 40)	10.32	4.64
Others		
Provision for sales return*	11.67	4.98
Provision for goods and service tax	0.95	0.95
Total	**42.45**	**17.59**

*This represents provision made for expected sales returns. Revenue is adjusted for the expected value of return and claims. It is expected to be utilised within 12 months from the end of the year. The provision is based on estimates made of historical data.

Movement in provisions for year ended 31 March 2024

(₹ In Million)

Particulars	As at 1 April 2023	Provision made during the year	Provision utilised during the year	Provision reversed during the year	As at 31 March 2024
Provision for sales return	4.98	10.38	(3.69)	-	11.67
Provision for goods and service tax	0.95	-	-	-	0.95
Total	**5.93**	**10.38**	**(3.69)**	**-**	**12.62**

Movement in provisions for year ended 31 March 2023

(₹ In Million)

Particulars	As at 1 April 2022	Provision made during the year	Provision utilised during the year	Provision reversed during the year	As at 31 March 2023
Provision for sales return	5.44	4.09	(4.05)	(0.50)	**4.98**
Provision for goods and service tax	0.95	-	-	-	0.95
Total	**6.39**	**4.09**	**(4.05)**	**(0.50)**	**5.93**

22 LEASES

The Group has recognised right-of-use assets and lease liabilities as below:

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Right of use assets	342.22	128.75
Lease liabilities		
Non-current	116.08	73.35
Current	42.63	27.78

When measuring lease liabilities, the Group discounted lease payments using its incremental borrowing rate at date of commencement of lease. The weighted-average rates considered in the range of 8.30% p.a. to 10.25% p.a. for the year ended 31 March 2024 (8.30% p.a. to 10.00% p.a. for the year ended 31 March 2023).

Right-of-use assets: The movement of the right-of-use asset held by the Group is as follows:

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Opening balance	128.75	191.60
Additions during the year	167.78	-
Acquired through business combination (Refer note 42)	76.29	-
Depreciation charge for the year	(30.60)	(13.32)
Modifications during the year (refer Note (i) below)	-	(49.53)
Closing balance	**342.22**	**128.75**

The Group has certain warehouse and guest house on lease with contract terms of less than one year. These leases are classified as short-term. The Group has elected not to recognise right-of-use assets and lease liabilities for these leases.

Lease liabilities

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Balance at the beginning	101.13	168.59
Additions during the year	58.50	-
Acquired through business combination (Refer note 42)	75.51	-
Interest on lease liabilities	14.89	12.11
Payment of lease liabilities	(91.32)	(18.54)
Lease modifications during the year (refer Note (i) below)	-	(61.03)
Closing balance	**158.71**	**101.13**

Note (i)

During the year ended 31 March 2023, the Group had renewed its lease arrangement with Indo Global Ranjangaon Infrastructure and Utility Services Private Limited ("lessor') with modification in certain terms and conditions of the

Notes to the consolidated financial statements (Contd.)

lease agreement Pursuant to this, the Group has accounted the modification in accordance with Ind AS 116 “Leases” and remeasured its right to use and lease liability. The profit and loss account impact due the accounting is as below:

(₹ In Million)

Particulars	Amount of gain/(loss) booked in Statement of Profit and Loss for the year 31 March 2023
Lease liability	61.03
Right of use assets	(49.53)
Security deposit	2.65
Total	**14.15**

Carrying amount of lease liabilities

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Lease liabilities - current	42.63	27.78
Lease liabilities - non current	116.08	73.35
Total	**158.71**	**101.13**

Amounts recognised in statement of profit and loss:

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Interest expense on lease liabilities	14.89	12.11
Depreciation of right-of-use assets	30.60	13.32
Expenses relating to short-term leases included in other expenses	7.03	6.86
Gain on modification of lease contract	-	(14.15)
Total	**52.52**	**18.14**

Amounts recognised in statement of cashflows:

During the year, the Group had cash outflow of ₹91.32 million (31 March 2023: ₹18.54 million) million related to right-of-use asset. The Group has not made any non-cash additions to right-of-use assets and lease liabilities.

During the year, for lease including cash outflow of short-term leases and leases of low-value assets, the Group had a cash outflow of ₹7.03 million (31 March 2023 ₹6.86 million).

The table below provides details regarding the undiscounted contractual maturities of lease liabilities as at 31 March 2024.

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Less than one year	45.67	27.78
one to five years	163.21	97.36
more than five years	0.40	0.40
Total	**209.28**	**125.54**

The Group has no lease contracts with variable payments.

23 REVENUE FROM OPERATIONS

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Revenue from contract with customers		
Sale of products	6,064.67	4,307.67
Sale of services	16.24	12.56
	6,080.91	**4,320.23**
Other operating revenues:		
Sale of tools	182.62	-
Export incentive benefit	4.72	3.56
Scrap sales	9.75	6.70
	197.09	**10.26**
Total Income	**6,278.00**	**4,330.49**

(a) Disaggregate revenue information

(i) Disaggregation by Primary geographical markets

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Exports:		
Sale of product	446.46	309.18
Sale of services	9.99	5.90
Domestic:		
Sale of product	5,618.21	3,998.49
Sale of services	6.25	6.66
Total	**6,080.91**	**4,320.23**

(ii) Disaggregation by timing of revenue recognition

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Revenue from contract with customers		
Goods or services transferred at point in time	6080.91	4,320.23
Other operating revenues:		
Goods or services transferred at point in time	197.09	10.26
Total	**6,278.00**	**4,330.49**

Notes to the consolidated financial statements (Contd.)

(b) Reconciliation of revenue recognised in the statement of profit and loss with the contracted price (Sale of products)

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Revenue as per contract price	6,147.01	4,386.65
Addition / reduction towards discount (net)	**(35.04)**	**(29.28)**
Adjustment / reduction towards sales return (net)	(47.30)	(49.70)
Revenue from contract with customers	**6,064.67**	**4,307.67**

(c) Contract balances

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Trade receivables (including unbilled revenue)	1,624.10	905.08
Advance from customers	(61.40)	(11.84)

24 OTHER INCOME

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Interest income:		
on deposits with bank	3.99	4.35
on bonds and commercial papers	12.41	15.41
on others	5.08	5.26
Other non-operating income:		
Gain on current investment measured at fair value through profit or loss	2.30	17.28
Gain on sale of current investments measured at fair value through profit or loss, net	23.88	27.35
Net gain on foreign currency transactions	6.85	15.02
Income from government grant	6.63	0.43
Profit on sale of property plant and equipment, net	1.05	0.79
Modification of lease contract	-	14.15
Income from liquidation damages	5.95	-
Reversal of loss allowance on financial assets	4.84	-
Liabilities no longer required, written back	1.19	0.01
Miscellaneous income	2.87	1.47
Total	**77.04**	**101.52**

25 COST OF RAW MATERIAL CONSUMED

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Inventory of materials at the beginning of the year#	165.09	171.25
Inventory acquired on acquisition (refer Note 42)	80.03	-
Add: Purchases during the year	2,934.91	1,936.49
Less: Inventory of materials at the end of the year#	306.26	165.09
Total	**2,873.77**	**1,942.65**

Net of provision for obsolescence

26 CHANGES IN INVENTORY OF FINISHED GOODS AND WORK-IN-PROGRESS

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Opening stock		
Finished goods	181.51	127.73
Work-in-progress	137.54	116.53
	319.05	**244.26**
Inventory acquired through business combination (refer Note 42)		
Finished goods	6.55	-
Work-in-progress	8.25	-
	14.80	**-**
Closing Stock		
Finished goods	148.63	181.51
Work-in-progress	210.13	137.54
	358.76	**319.05**
Changes in inventory of finished goods and work-in-progress	(24.91)	(74.79)

27 EMPLOYEE BENEFITS EXPENSE

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Salaries, wages and bonus	559.52	450.91
Gratuity expense [refer Note 40]	11.84	12.15
Compensated absences expense [refer Note 40]	6.74	6.37
Contribution to provident fund and other fund	24.13	18.24
Share based payment [refer Note 39]	47.82	24.88
Staff welfare expenses	57.60	48.74
Total	**707.65**	**561.29**

Notes to the consolidated financial statements (Contd.)

28 FINANCE COSTS

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Interest expense on:		
Borrowings	60.53	10.76
Income tax	-	0.15
Lease liabilities	14.89	12.11
Deferred consideration	4.93	-
Other borrowing costs	4.86	0.09
Total	**85.21**	**23.11**

29 DEPRECIATION AND AMORTIZATION EXPENSE

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Depreciation of property, plant and equipment [refer Note 3]	243.74	201.56
Amortisation of intangible assets [refer Note 4]	113.08	18.13
Depreciation of Right of use assets [refer Note 22]	30.60	13.32
Total	**387.42**	**233.01**

30 OTHER EXPENSES

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Subcontracting charges	418.11	328.56
Consumption of stores, spare and other supplies	30.28	36.68
Power and fuel	155.97	109.08
Job work charges	74.76	17.07
Freight charges	94.20	75.90
Repairs and maintenance		
- plant and machinery	66.97	54.74
- building	3.27	2.54
- others	29.80	19.58
Rent	7.03	6.86
Legal and professional [refer Note (a) below]	84.36	43.41
Rates and taxes	27.64	13.06
Travel and conveyance	45.86	36.36
Housekeeping charges	33.67	26.12
Corporate social responsibility [refer Note 37]	18.32	14.12
Sales promotion expenses	11.77	6.32
Liabilities towards customer claim	20.78	-
Insurance	12.75	10.90
Printing and stationery	5.96	5.88

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Bank charges	2.59	2.26
Communication	6.70	3.40
Loss on sale and write off of property, plant and equipment, net	1.45	1.46
Bad debts written-off	1.54	0.30
Loss allowances on financial assets, net	22.45	11.87
Provision for doubtful advances	0.60	-
Donation	0.09	0.24
Net loss on foreign currency transactions	0.29	-
Miscellaneous expenses	22.20	8.33
Total	**1,199.41**	**835.04**

(a) Payment to auditors (excluding applicable taxes):

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Audit fees	12.60	9.65
Tax audit fees	0.35	0.35
Reimbursement of expenses	1.97	1.14
Total	**14.92**	**11.14**

31 TAX EXPENSES

(₹ In Million)

	Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
a)	**Amount recognised in the statement of profit and loss**		
	Current tax	355.91	240.19
	Deferred tax credit	(83.13)	(1.02)
	Income tax expense reported in the statement of profit and loss	272.78	239.17
b)	**Income tax recognised in other comprehensive income**		
	On re-measurement of defined benefit obligation	0.41	1.84
	On fair value changes on equity investment	(5.45)	-
	Income tax charges to OCI	(5.04)	1.84
c)	**Reconciliation of tax expense and tax based on accounting profit:**		
	Profit before income tax expense	1,126.49	911.70
	Tax at the company's domestic tax rate of 25.17% / 25.36%	283.52	238.17
	Tax effect of:		
	Permanent differences	5.09	3.80
	Tax pertaining to previous years	(18.19)	-
	Others	2.36	(2.80)
	Income tax expense	**272.78**	**239.17**

Notes to the consolidated financial statements (Contd.)

d) Deferred tax

For the year ended 31 March 2024

(₹ In Million)

Particulars	As at 1 April 2023	Deferred tax liabilities assumed in acquisition	Recognised in Other Comprehensive Income	Recognised in Statement of Profit and Loss	As at 31 March 2024
Deferred tax liabilities					
Property, plant and equipment and intangible assets	125.70	(1.52)	-	(15.01)	109.17
Right of use assets	15.16	19.20	-	(6.43)	27.93
Intangible assets acquired through business combination	9.38	218.60	-	(23.77)	204.21
Others	9.18	(0.63)	5.45	(6.40)	7.60
Total deferred tax liabilities (A)	**159.42**	**235.65**	**5.45**	**(51.61)**	**348.91**
Deferred tax assets					
Provision for inventory obsolescence	15.07	-	-	17.32	32.39
Provision for gratuity and compensated absences	3.24	0.97	0.41	2.82	7.43
Customer discounts, returns and claims	19.75	1.76	-	4.41	25.92
Provision for bonus	0.26	1.85	-	0.34	2.45
Lease liability, net	29.44	19.01	-	(8.51)	39.94
Loss allowances on financial assets, net	4.22	-	-	3.98	8.20
Provision for doubtful advances and receivables	2.69	0.71	-	0.75	4.15
Others	3.22	(0.14)	-	10.41	13.49
Total deferred tax asset (B)	**77.89**	**24.16**	**0.41**	**31.52**	**133.97**
Net deferred tax liabilities (A-B)	**81.53**	**211.49**	**5.04**	**(83.13)**	**214.93**

For the year ended 31 March 2023

(₹ In Million)

Particulars	As at 1 April 2022	Recognised in Other Comprehensive Income	Recognised in Statement of Profit and Loss	As at 31 March 2023
Deferred tax liabilities				
Property, plant and equipment and intangible assets	133.05	-	(7.35)	125.70
Right of use assets	31.87	-	(16.71)	15.16
Intangible assets acquired through business combination	11.72	-	(2.34)	9.38
Others	6.85	-	2.33	9.18
Total deferred tax liabilities (A)	**183.49**	**-**	**(24.07)**	**159.42**

(₹ In Million)

Particulars	As at 1 April 2022	Recognised in Other Comprehensive Income	Recognised in Statement of Profit and Loss	As at 31 March 2023
Deferred tax assets				
Provision for inventory obsolescence	14.15	-	0.92	15.07
Provision for gratuity and compensated absences	0.55	1.84	0.85	3.24
Customer discounts, returns and claims	20.96	-	(1.21)	19.75
Provision for bonus	5.62	-	(5.36)	0.26
Lease liability, net	46.90	-	(17.46)	29.44
Loss allowances on financial assets, net	0.72	-	3.50	4.22
Provision for doubtful advances and receivables	2.57	-	0.12	2.69
Others	7.63	-	(4.41)	3.22
Total deferred tax asset (B)	**99.10**	**1.84**	**(23.05)**	**77.89**
Net deferred tax liabilities (A-B)	**84.39**	**(1.84)**	**(1.02)**	**81.53**

32 EARNINGS PER SHARE ['EPS']

The following reflects the income and share data used in the basic and diluted EPS computations:

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Reconciliation of earnings		
Profit for the year attributable to equity holders of the Group (a)	848.16	672.53
Weighted average number of shares outstanding during the year for basic EPS (b)	3,09,03,478	3,04,37,904
Basic Earning per share (in ₹) (a/b)	27.45	22.10
Diluted EPS		
Profit for the year attributable to equity holders of the Company for diluted EPS (c)	848.16	672.53
Weighted average number of shares outstanding during the year for diluted EPS (d)	3,15,63,753	3,08,41,334
Diluted Earning per share (in ₹) (c/d)	26.87	21.81
Reconciliation of basic and diluted shares used in computing earnings per share :		
Weighted average number of shares outstanding during the year for basic EPS (b)	3,09,03,478	3,04,37,904
Add: Potential equity shares on employee's stock options	6,60,275	4,03,430
Total weighted average number of shares outstanding during the year for diluted EPS (d)	3,15,63,753	3,08,41,334

Notes to the consolidated financial statements (Contd.)

33 FINANCIAL INSTRUMENTS - FAIR VALUES AND RISK MANAGEMENT

Accounting classification and fair value

The following table shows the carrying amount and fair value of financial assets and financial liabilities including their level of fair value hierarchy:

Fair value hierarchy

The section explains the judgement and estimates made in determining the fair values of the financial instruments that are:

a) recognised and measured at fair value

b) measured at amortised cost and for which fair values are disclosed in the financial statements.

To provide an indication about the reliability of the inputs used in determining fair value, the Group has classified its financial instruments into the three levels prescribed under the Indian Accounting Standard.

The following table shows the carrying amounts of financial assets and financial liabilities as at 31 March 2024:

(₹ In Million)

Particulars	Carrying Amount	Fair Value			Total
	31 March 2024	Level 1	Level 2	Level 3	
Financial assets measured at amortised cost					
Loans (non-current and current)	14.65	-	-	-	-
Trade receivables	1,624.10	-	-	-	-
Cash and cash equivalents	121.23	-	-	-	-
Bank balance other than cash and cash equivalents	31.97	-	-	-	-
Other financial assets (non-current and current)	64.14	-	-	-	-
Investment in bonds, commercial paper and others	128.63	-	-	-	-
Financial assets measured at fair value through profit or loss					
Investment in mutual funds	238.14	-	238.14	-	238.14
Financial assets measured at fair value through other comprehensive income					
Investment in Surya Urja Two Private Limited	29.65	-	-	29.65	29.65
Total financial assets	**2,252.51**	**-**	**238.14**	**29.65**	**267.79**
Financial liabilities measured at amortised cost					
Lease liabilities	158.71	-	-	-	-
Borrowings	683.43	-	-	-	-
Trade payables	616.16	-	-	-	-
Other financial liabilities (non-current and current) (excluding deferred consideration)	304.63	-	-	-	-

(₹ In Million)

Particulars	Carrying Amount 31 March 2024	Fair Value Level 1	Level 2	Level 3	Total
Financial liabilities measured at fair value through profit or loss					
Deferred consideration included in other financial liabilities (refer Note 42)	64.79	-	-	64.79	64.79
Total financial liabilities	**1,827.72**	**-**	**-**	**64.79**	**64.79**

The following table shows the carrying amounts of financial assets and financial liabilities as at 31 March 2023:

(₹ In Million)

Particulars	Carrying Amount 31 March 2023	Fair Value Level 1	Level 2	Level 3	Total
Financial assets measured at amortised cost					
Loans (non-current and current)	4.28	-	-	-	-
Trade receivables	905.08	-	-	-	-
Cash and cash equivalents	79.18	-	-	-	-
Bank balance other than cash and cash equivalents	217.97	-	-	-	-
Other financial assets (non-current and current)*	81.13	-	-	-	-
Investment in bonds, commercial papers and others	426.57	-	-	-	-
Financial assets measured at fair value through profit or loss					
Investment in mutual funds	955.13	-	955.13	-	955.13
Total financial assets	**2,669.34**	**-**	**955.13**	**-**	**955.13**
Financial liabilities measured at amortised cost					
Lease liabilities	101.13	-	-	-	-
Borrowings	203.73	-	-	-	-
Trade payables	425.33	-	-	-	-
Other financial liabilities (non-current and current)	149.89	-	-	-	-
Total financial liabilities	**880.08**	**-**	**-**	**-**	**-**

*Investment in equity shares of associate enterprise is not appearing as financial asset in the above table being investment in associates accounted under Ind AS 28, which is scoped out under Ind AS 109 "Financial Instruments".

Fair value hierarchy

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the-counter derivatives) is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2. This includes investment in mutual funds. The fair values of investments in units of mutual fund are based on the Net Asset Value (NAV) as per the fund statement.

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 to the consolidated financial statements (Contd.)

Fair valuation method

The fair value of the financial assets and liabilities is included 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. The following methods and assumptions were used to estimate the fair values. Investments in mutual funds carried at fair value are generally based on the Net Asset Value (NAV) as per the fund statement at the reporting date.

There were no transfers in either directions during the year ended 31 March 2024 and 31 March 2023.

Financial assets:

The Group has not disclosed the fair values for loans, trade receivables, cash and cash equivalents including other bank balances, investments in bonds, commercial papers and others and other financial assets because their carrying amounts are a reasonable approximation of their fair value.

Investments in mutual funds:

Fair value of unquoted mutual funds units are based on the Net Asset Value (NAV) at the reporting date.

Investment in equity instruments:

The fair value of the said investment is derived based on the estimated cashflows that is expected to be generated in future and discounted for the present value using the risk free interest rate / weighted average cost of capital.

Financial liabilities:

Borrowing: It includes term loans, vehicle loans, working capital demand loan, cash credit and bill discounting facilities. Borrowings are classified and subsequently measured in the consolidated financial statements at amortised cost. Considering that the interest rate on borrowings is reset on a periodic basis, the carrying amount of the borrowings would be a reasonable approximation of its fair value.

Trade payables and other financial liabilities: Fair values of trade payables and other financials liabilities are measured at balance sheet date value, as most of them are satisfied within a short period and so their fair values are assumed almost equal to balance sheet date values.

Deferred consideration:

Discounted cash flow- The valuation model considers the present value of expected future payments discounted at risk adjusted discount rate.

34 FINANCIAL RISK MANAGEMENT

The Group's activities expose to a variety of financial risks: credit risk, liquidity risk and market risk.

Risk management

The Group's Board of Directors have overall responsibility for the establishment and oversight of the Group's risk management framework. The Group's risk management policies are established to identify and analyze the risks faced by the Group, 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 Group's activities. The Group, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and responsibilities.

The Board of Directors has established the risk management committee, which is responsible for developing and monitor the Group's risk management policies. The committee reports regularly to the board of directors on its activities.

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

The Group's Risk Management Committee along with Audit Committee overseas how management monitors compliance with the Group's risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks faced by the Group. The Risk Management Committee and Audit Committee is assisted in its oversite role by the internal auditor.

(i) Credit Risk

Credit risk is the risk of financial loss to the Group, if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers and loans given. Credit risk arises from cash held with banks and financial institutions, as well as credit exposure to clients, including outstanding accounts receivables. The maximum exposure to credit risk is equal to the carrying value of the financial assets. The objective of managing counterparty credit risk is to prevent losses in financial assets. The Group assesses the credit quality of the counterparties, taking into account their financial position, past experience and other factors. The carrying amount of financial asset represents the maximum credit exposure.

Trade and other receivables

The maximum exposure to credit risk at the reporting date is primarily from trade receivables. However, the management also considers the factors that may influence the credit risk of its customer base. Customers of the Group are spread across diverse industries and geographical areas. The Group limits its exposure to credit risk from trade receivables by establishing a maximum credit period and takes appropriate measures to mitigate the risk of financial loss from defaults. Recurring credit evaluation of credit worthiness is performed based on the financial condition of respective customer.

Expected credit loss assessment for trade receivables as at 31 March 2024 and 31 March 2023 is as follows:

The Group establishes an allowance for credit loss that represents its estimate of expected losses in respect of trade and other receivables based on past and the recent collection trend. The maximum exposure to credit risk as at reporting date is primarily from trade receivables as at 31 March 2024 amounting to ₹1,624.10 million (31 March 2023 ₹ 905.08). The movement in allowance for credit loss in respect of trade and other receivables during the year was as follows.

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Balance as at the beginning of the year	14.52	2.65
Assumed in business combination	2.83	-
Net measurement of loss allowance	22.45	11.87
Balance as at the end of the year	**39.80**	**14.52**

Notes to the consolidated financial statements (Contd.)

The following table provides information about the exposure to credit risk and expected credit loss for trade receivables:

(₹ In Million)

As at 31 March 2024	Gross carrying amount	Weighted average loss rate	Loss allowance
Current (not past due)	1,289.91	0.67%	8.69
0-90 days	324.57	1.97%	6.38
91-180 days	12.93	14.35%	1.86
181-270 days	15.10	20.28%	3.06
271-365 days	6.85	76.61%	5.25
> 365 days	14.54	100.00%	14.56
Balance as at the end of the year	**1,663.90**		**39.80**

(₹ In Million)

As at 31 March 2023	Gross carrying amount	Weighted average loss rate	Loss allowance
Current (not past due)	729.40	0.35%	2.53
0-90 days	155.48	1.13%	1.75
91-180 days	19.33	6.62%	1.28
181-270 days	5.80	20.34%	1.18
271-365 days	4.96	63.47%	3.15
> 365 days	4.63	100.00%	4.63
Balance as at the end of the year	**919.60**		**14.52**

(ii) Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligation as they become due. The Group'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 Group's reputation. Management monitors rolling forecast of the Group's liquidity position and cash and cash equivalents on the basis of expected cash flows. This is generally carried out by the management in accordance with practice and limits set by the Group.

In addition, the Group's liquidity management policy involves projecting cash flows and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

The Group maintains the line of credit as stated in note 17.

The Group invests its surplus funds in bank fixed deposit and liquid and liquid plus schemes of mutual funds, which carry no/low mark to market risks.

The table below provides details regarding the contractual maturities of significant financial liabilities as at 31 March 2024 and 31 March 2023. The amounts are gross and undiscounted contractual cash flow includes contractual interest payment and excludes netting arrangements:

As at 31 March 2024

(₹ In Million)

Particulars	Contractual cash flows				
	Carrying Amount	Total	0-1 year	1-3 years	3 years and above
Borrowings	683.43	718.31	294.12	259.75	164.44
Lease liabilities	158.71	209.28	45.67	156.64	6.97
Trade payables	616.16	616.16	616.16	-	-
Other financial liabilities	369.42	369.42	369.42	-	-
Total	**1,827.72**	**1,913.17**	**1,325.37**	**416.39**	**171.41**

As at 31 March 2023

(₹ In Million)

Particulars	Contractual cash flows				
	Carrying Amount	Total	0-1 year	1-3 years	3 years and above
Borrowings	203.73	203.73	203.73	-	-
Lease liabilities	101.13	125.54	27.78	58.86	38.90
Trade payables	425.33	425.33	425.33	-	-
Other financial liabilities	149.89	149.89	149.89	-	-
Total	**880.08**	**904.49**	**806.73**	**58.86**	**38.90**

(iii) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and equity price risk as discussed below:

A) Currency risk

The Group is exposed to currency risk to the extent that there is a mismatch between the currencies in which sales and purchases are denominated and the respective functional currency of the Group. The functional currency of the Group is primarily INR. The currencies in which these transactions are primarily denominated are USD, EUR, JPY etc.

Management monitors the movement in foreign currency and the Group's exposure in each of the foreign currency. Based on the analysis and study of movement in foreign currency, the Group decides to exchange its foreign currency.

Notes to the consolidated financial statements (Contd.)

Exposure to currency risk

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

(₹ In Million)

Particulars	Currency	As at 31 March 2024		As at 31 March 2023	
		Amount in foreign currency	Amount in ₹	Amount in foreign currency	Amount in ₹
Trade receivables	USD	1.91	159.64	1.10	90.79
	EURO	0.11	10.00	-	-
Trade payables	USD	0.15	12.37	0.34	28.01
	CHF	0.03	2.95	-	-
	EURO	0.80	73.90	0.02	2.55
	JPY	66.59	36.61	5.23	3.24
Bank accounts - EEFC	USD	0.33	27.51	0.17	13.61
	EURO*	**	0.16	**	0.06
Creditors for capital goods	USD	0.01	0.71	-	-

* The amount's are less than ₹0.01 million / €0.01 million and hence disclosed as (**)

Sensitivity analysis

A reasonably possible strengthening (weakening) of the USD and EURO against INR at 31 March 2024 and 31 March 2023 would have affected the measurement of financial instruments denominated in foreign currency and affected equity and profit and loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant.

(₹ in million)

Particulars	Profit and loss		Equity, net of tax	
	Strengthening	Weakening	Strengthening	Weakening
31 March 2024				
USD (1% movement)	1.74	(1.74)	1.30	(1.30)
EURO (1% movement)	(0.64)	0.64	(0.48)	0.48
JPY (1% movement)	(0.37)	0.37	(0.27)	0.27
31 March 2023				
USD (1% movement)	0.76	(0.76)	0.57	(0.57)
EURO (1% movement)	(0.02)	0.02	(0.02)	0.02
JPY (1% movement)	0.03	(0.03)	0.02	(0.02)

B) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's borrowings comprises of bill discounting which carries variable rate of interest, which expose it to interest rate risk.

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Variable rate borrowings	**493.38**	**203.73**

Sensitivity analysis

(₹ in million)

Particulars	Profit and loss		Equity, net of tax	
	25 basis points Increase	25 basis points Decrease	25 basis points Increase	25 basis points Decrease
31 March 2024				
Variable rate borrowings	1.23	(1.23)	0.92	(0.92)
31 March 2023				
Variable rate borrowings	0.51	(0.51)	0.38	(0.38)

35 CAPITAL MANAGEMENT

The Group's policy is to maintain stable and strong capital base structure with a focus on total equity so as to maintain investor, creditor and market confidence and to sustain future development and growth of the business. The Group monitors the return on capital as well as the level of dividends on its equity shares. The Group's objective when managing capital is to maintain an optimal structure so as to maximize shareholder value and safeguard its ability to continue as a going concern.

The Group monitors capital using a ratio of 'adjusted net debt' to equity'. For the purpose of Group's capital management, adjusted net debt is defined as borrowings less cash and cash equivalent, bank balance other than cash and cash equivalents and current investments and total equity includes issued capital and all other equity reserves and excludes lease liabilities.

The Group's adjusted net debt equity ratio are as follows:

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Borrowings	683.43	203.73
Less: Cash and cash equivalents and other bank balances	153.20	297.15
Less: Current investments	336.10	1,351.03
Adjusted net debt	**194.13**	**(1,444.45)**
Total equity	5,616.00	4,296.39
Net Debt to Equity Ratio	**3.46%**	**-**

No changes were made in the objectives, policies or processes for managing capital during the year ended 31 March 2024 and 31 March 2023.

Notes to the consolidated financial statements (Contd.)

36 RELATED PARTY DISCLOSURE

(i) Name of related parties and description of relationship:

Entity having a significant influence	Evergraph Holdings Pte. Ltd (till 30 September 2023)
Subsidiaries	1) Exotech Plastics Private Limited 2) Walter Pack Automotive Products India Private Limited (w.e.f. 4 July 2023)
Wholly owned subsidiary of Walter Pack Automotive Products India Private Limited	Plastoranger Advanced Technologies Private Limited (w.e.f. 3 July 2023)
Associate	Suryaurja Two Private Limited (w.e.f. 13 April 2022 till 23 June 2023)
Key management personnel (KMP)	1. Mr. K.A. Joseph (Managing Director and Shareholder)
	2. Mr. Sanjay Thapar (CEO & Executive Director)
	3. Mr. Kevin Joseph (Executive Director)
	4. Mr. Mahendra Kumar Naredi (Chief Financial Officer).
	5. Mr. Thabraz Hushain. W (Company secretary and compliance officer)
	6. Mr. Ramesh Jain (Independent director)
	7. Veni Thapar (Independent director)
	8. Mathias Frenzel (Independent director)
Transaction with the parties in which directors are interested	1. Sanders Consulting Private Limited (Shareholder)
Relative of key management personnel with whom the transactions have taken place	1. Mrs. Daisy Joseph (Wife of Mr. K. A. Joseph)
	2. Mr. Kevin Joseph (Son of Mr. K.A.Joseph)
	3. Ms. Nikita Joseph (Daughter of Mr. K. A. Joseph)

The Company does not have any holding/ultimate holding company.

(ii) The following table is the summary of significant transactions with related parties by the Group:

(₹ In Million)

Particulars	Type of transaction	For the year ended 31 March 2024	For the year ended 31 March 2023
Evergraph Holdings Pte. Ltd	Expenses incurred on behalf of	1.67	47.91
Ramesh C Jain	Directors Sitting fees	1.81	1.43
Veni Thapar	Directors Sitting fees	1.73	1.50
Mathias Frenzel	Directors Sitting fees	0.95	0.72

(iii) Compensation of Key Management Personnel ('KMP')*

(₹ In Million)

Particulars	Type of transaction	For the year ended 31 March 2024	For the year ended 31 March 2023
Mr. K.A. Joseph	Employee benefits expense	29.18	26.56
Mr. Sanjay Thapar	Employee benefits expense	49.06	34.66
Mr. Kevin K Joseph	Employee benefits expense	3.00	1.20
Mr. Mahendra Kumar Naredi	Employee benefits expense	13.96	5.50
Mr. Thabraz Hushain	Employee benefits expense	1.73	1.45

*As the liability for gratuity and compensated leave absences is provided on an actuarial basis for the group as a whole, the amount pertaining to the directors are not included above.

The Board of Directors of the Company in its meeting held on 26 July 2023 approved the managerial remuneration of Mr. Sanjay Thapar, which was in excess of the prescribed limits under section 197 of the Companies Act, 2013. Subsequently, the Company has also obtained the approval of shareholders in its 18th Annual General Meeting held on 04 September 2023.

Terms and conditions

All transactions with these related parties are at arm's length basis.

(iv) Balance receivable from and payable to related parties as at the balance sheet date:

(₹ In Million)

Particulars	Type of transaction	For the year ended 31 March 2024	For the year ended 31 March 2023
Evergraph Holdings Pte. Ltd.	Expense reimbursement receivable	1.67	47.91

37 CORPORATE SOCIAL RESPONSIBILITY ('CSR') EXPENDITURE

Details of CSR expenditure are as follows:

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Amount required to be spent by the Group during the year	19.35	14.09
Amount approved by the Board during the year	19.35	14.09
Amount spent during the year		
- construction / acquisition of any asset	8.31	3.59
- on purpose other than above	10.86	10.50
Shortfall at the end of the year	**0.18**	**-**
Amount spent on account of previous year shortfall		
- construction / acquisition of any asset	-	-
- on purpose other than above	-	-
Total of previous years shortfall	-	-
Transaction with the related party	Nil	Nil
Movements in provisions	NA	NA
Nature of CSR activity	Promoting education, Sports, Save drinking water, Healthcare, Sanitation, Rural development and Eradicating hunger. Combating human immunodeficiency virus, acquired immune deficiency syndrome, malaria and other diseases.	

38 COMMITMENTS AND CONTINGENT LIABILITIES

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
i) Capital Commitments		
Estimated amounts of contracts remaining to executed on capital account and not provided for	9.45	59.48
ii) Contingent liabilities		
Guarantee deposits with banks	5.18	2.72
Income tax [refer Note (b) and (c) below]	18.01	17.11
Claim towards freehold land [refer Note (a) below]	-	20.40

Notes to the consolidated financial statements (Contd.)

(a) The claim has been settled during the year in favour of the Company.

(b) This includes a demand notice for the assessment year 2020-21 for additional tax of ₹17.11 million from the Income tax department for the disallowance of non compete fees paid to the commission agents as per termination agreement which is considered as capital expenditure. The Group has filed an appeal against this order and the appeal is pending with the commissioner appeals.

(c) This also includes a demand notice for the assessment year 2018-19 for additional tax of ₹0.9 million from the Income tax department for the disallowance of Gratuity paid ₹ 2.45 million and Leave salary paid ₹0.04 million, due to the error in disclosure. The Company has filed an appeal against this order and the appeal is pending with the Income Tax Appellate Tribunal.

39 EMPLOYEE SHARE BASED PAYMENT PLAN

a) Description of share-based payment plan

The 'SJS Enterprises - Employee Stock Option Plan 2021' ('SJS ESOP -2021') plan was approved by the shareholders at the extraordinary general meeting held on 14 July 2021 and subsequently by Nomination and remuneration committee vide their meeting held on 19 July 2021. The Plan entitles the employees (including the employees of subsidiary) with a right but not an obligation to purchase or subscribe at a future date the shares underlying the option at a pre-determined price, subject to compliance with vesting conditions; all exercised options shall be settled as provided under the SJS ESOP-2021 plan. As per the plan, holders of vested options are entitled to purchase one equity share for every option at an exercise price as mentioned in the ESOP Offer letter.

The equity shares covered under these options vest at various dates over a period ranging from three to five years from the date of grant based on the length of service completed by the employee from the date of grant. The exercise period is six months from the respective date of vesting or within thirty days from the resignation of employee whichever is earlier.

b) The reconciliation of the share options under the share option plan are as follows:

(₹ In Million)

Particulars	As at 31 March 2024		As at 31 March 2023	
	Weighted average exercise price	No of options	Weighted average exercise price	No of options
Outstanding at the beginning of the year	267.76	13,12,500	263.86	11,99,500
Granted during the year	489.59	3,09,000	297.97	1,59,000
Forfeited during the year	266.90	(11,500)	270.47	(46,000)
Outstanding at the end of the year	310.37	16,10,000	267.76	13,12,500
Exercisable at the end of the year	-	-	-	-

(a) The weighted average remaining contractual life is 1.78 years (31 March 2023: 2.39 years).

(b) During the year, the Group has granted 2,00,000 ESOPs amounting to ₹ 9.3 million, under SJS ESOP-2021 to KMP.

c) The fair value per option is measured based on the Black-Scholes option pricing model, which is as below:

Measurement of fair value	Number of options	Range of fair value per option
As on 31 March 2024	16,10,000	₹53.46 to ₹416.60
As on 31 March 2023	13,12,500	₹53.46 to ₹289.19

d) The fair value per options mentioned above is calculated on the grant date with the following assumptions:

Fair value of share options granted during the year ended 31 March 2024:

Options were priced using a Black- Scholes method of valuation at grant date. Inputs into the model are stated below:-

Particulars	Grant ID		
	GT15MAY2023	GT26JULY2023	GT07NOV2023
Number of options	9,000	2,00,000	1,00,000
Fair value of the share options (₹)	283.84	286.94	381.01
Grant date share price (₹)	475.60	609.25	700.45
Exercise price (₹)	327.98	500.00	483.32
Risk free interest rate	7.15%	7.08%	7.28%
Dividend yield	0.78%	0.78%	0.78%
Expected volatility	49.21%	44.33%	45.00%
Expected life	4.38 years	4.19 years	4.5 years

Fair value of share options granted during the year ended 31 March 2023:

Options were priced using a Black- Scholes method of valuation at grant date. Inputs into the model are stated below:-

Particulars	Grant ID	
	GT10NOV2022	GT10NOV2022A
Number of options	1,19,000	40,000
Fair value of the share options (₹)	267.93	259.68
Grant date share price (₹)	470.45	470.45
Exercise price (₹)	289.18	324.14
Risk free interest rate	7.15%	7.15%
Dividend yield	0.78%	0.78%
Expected volatility	48.45%	49.21%
Expected life	3.89 years	4.23 years

The expenses towards share based payments incurred during the year is ₹47.82 million (₹24.88 million as on 31 March 2023).

Notes to the consolidated financial statements (Contd.)

40 ASSETS AND LIABILITIES RELATING TO EMPLOYEE BENEFITS

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Prepaid gratuity	0.30	-
Total employee benefit assets	**0.30**	**-**
Non-current	-	-
Current	0.30	-

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Provision for compensated absence	10.32	4.64
Provision for gratuity	19.52	7.02
Total employee benefit liabilities	**29.84**	**11.66**
Non-current	-	-
Current	29.84	11.66

The Group operates the following post-employment defined benefit plan

(a) Defined benefit plans (funded):

The Group operates post-employment defined benefit plan that provide gratuity, governed by the Payment of Gratuity Act,1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement / termination is the employees last drawn salary per month computed proportionately for 15 days salary multiplied for the number of years of service or part thereof in excess of six months. The gratuity plan is a funded plan. The Group does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimations of expected gratuity payments.

These defined benefit plans expose the Group to actuarial risks., such as longevity risk. currency risk, interest rate risk and market (investment) risk.

A. Funding

Group's gratuity scheme for employees is administered through trusts. The funding requirements are based on the gratuity fund's actuarial measurement framework set out in the funding policies of the plan. The funding is based on a separate actuarial valuation for funding purposes for which the assumptions may differ from the assumptions set out in (E). Employees do not contribute to the plan.

B. Reconciliation of net defined benefit obligation

The following table shows a reconciliation from the opening balances to the closing balances for the net defined assets / liability and its components

Reconciliation of present value of the defined benefit asset

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Obligation at the beginning of the year	144.86	119.81
Obligations assumed on acquisition	2.74	-
Current service cost	14.54	12.77
Interest cost	10.85	8.32
Benefits paid	(3.63)	(4.06)
Actuarial losses on obligations recognised in Other Comprehensive Income (OCI)	-	-
Changes in financial assumption	(1.21)	(1.67)
Experience adjustment	2.04	(0.52)
Changes in demographic assumption	0.49	10.21
Obligation at the end of the year	**170.68**	**144.86**
Reconciliation of present value of the plan assets		
Plan assets at the beginning of the year at fair value	137.85	127.36
Plan assets acquired on acquisition	4.44	-
Interest income on plan assets	10.34	9.05
Contributions	5.92	5.15
Mortality charges and taxes	(3.21)	(0.11)
Benefits paid	(3.63)	(4.06)
Return on plan assets excluding interest income recognised in OCI	(0.25)	0.45
Plan assets at the end of the year at fair value	**151.46**	**137.84**
Net defined benefit liability	**(19.22)**	**(7.02)**

C. (i) Expense recognised in the statement of profit or loss

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Current service cost	14.54	12.77
Interest cost	10.85	8.32
Interest income	(10.34)	(9.05)
Mortality charges and taxes	(3.21)	0.11
Net gratuity cost	**11.84**	**12.15**

(ii) Remeasurement recognised in other comprehensive Income

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Actuarial loss on defined benefit obligation	1.32	8.02
Return on plan assets, excluding interest income	0.25	(0.45)
Total	**1.57**	**7.57**

Notes to the consolidated financial statements (Contd.)

D. Plan assets

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Insurance fund	151.46	137.84
Total	**151.46**	**137.84**

E. Defined benefit obligation

(i) Actuarial Assumption:

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Rate of return on plan assets	7.35% to 7.56%	6.80% to 7.13%
Discounting rate	7.18% to 7.22%	7.41% to 7.5%
Future salary growth	9% to 11.68%	9% to 12.5%
Attrition rate	14.45% to 25%	15.86% to 16.07%
Mortality	Indian Assured Lives Mortality (2012-14) Ultimate	
Weighted average duration of Defined benefit obligation (in years)	7.75 years to 13.64 years	7.32 years to 8.7 years
Retirement age	58 years	58 years

Notes:

(i) The discount rate is based on the prevailing market yield on Governmental Securities as at the balance sheet date for the estimate defined obligations.

(ii) The expected return on plan assets is determined considering several applicable factors mainly the composition of the plan assets held, assessed risk of asset management, historical results of the return on plan assets and the Group's policy for plan asset management.

(iii) The estimate of future salary increases considered in actuarial valuation takes in to account inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

(ii) Sensitivity analysis

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

(₹ In Million)

Particulars	As at 31 March 2024	As at 31 March 2023
Projected benefit obligation on Current assumption	166.76	144.87
Impact of change in discount rate by +1%	(11.87)	(10.23)
Impact of change in discount rate by -1%	13.45	11.59
Impact of change in salary rate by +1%	7.37	6.33
Impact of change in salary rate by -1%	(7.46)	(6.46)
Impact of change in employee turnover rate by +1%	(1.88)	(1.78)
Impact of change in employee turnover rate by -1%	2.04	1.93
Impact of change in mortality rate by +10%	(0.04)	(0.05)

E. Maturity profile of defined benefit obligation

The Defined benefit obligation shall mature after the year ended 31 March 2024 as follows:

(₹ In Million)

Particulars	As at 31 March 2024
Year ended:	
31 March 2024	15.55
31 March 2025	13.79
31 March 2026	11.14
31 March 2027	11.47
31 March 2028	7.99
After 31 March 2028	110.75

(b) Defined contribution plan:

The Group makes contributions for qualifying employees to provident fund and other defined contribution plans. During the year, the Group recognised ₹24.13 million (31 March 2023 ₹18.24 million) towards defined contribution plan.

41 SEGMENT INFORMATION

The Group is engaged in the business of manufacturing of decorative aesthetic products primarily for automotive and consumer appliance industry such as automotive dials, overlays, badges and logos. The Managing Director being the Chief Operating Decision Maker (CODM) evaluates the Group's performance and allocates resources based on an analysis of various performance indicators by industry classes. All operating segments operating results are reviewed regularly by CODM to make decisions about resources to be allocated to the segments and assess their performance. CODM believes that these are governed by same set of risks and returns hence, CODM reviews them as one component. Further, the economic environment in which the Group operates is significantly similar and not subject to materially different risk and rewards. The revenues, total expenses and net profit as per the Statement of profit and loss represents the revenue, total expenses and net profit of the sole reportable segment.

A Geographical information

The geographical information analyses the Group's revenue from external customers and non - current assets of its single reportable segment by the Group's country of domicile (i.e. India) and other countries. In presenting the geographical information, segment revenue has been based on the geographical location of the customer and segment assets which have been based on the geographical location of the assets.

Revenue from operations

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Revenue from operations		
India	5,795.03	4,011.85
Rest of the world	482.97	318.64
Total	**6,278.00**	**4,330.49**

Non current assets

All non – current assets other than financial instruments of the Group are located in India.

Notes to the consolidated financial statements (Contd.)

B Major customer

Following is the breakup of customer individually accounted for more than 10% of the revenue from external customers during the year ended 31 March 2024.

(₹ In Million)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Customer A	768.42	826.87
Customer B	-	627.70
Total	**768.42**	**1,454.57**

42 BUSINESS COMBINATIONS

(a) During the year, the Company has entered into a Share Purchase Agreement on 27 April 2023 (together hereinafter referred to as the "SPA") for acquisition of Walter Pack Automotive Products India Private Limited including its wholly owned subsidiary (hereinafter referred to as "Walter Pack"), Plastoranger Advanced Technologies Private Limited (hereinafter referred to as "Plastoranger")(together hereinafter referred to as "Walter Pack group"). Walter Pack group is engaged in designing and manufacturing of all types of in-mould products and automotive products. The Company has acquired 3,15,442 equity shares (90.1% of the shareholding of Walter Pack group) and the same was consummated for a consideration of ₹2,385.74 million. The acquisition was made to enhance the Group's product portfolio, manufacturing capabilities, customer base and cross selling opportunities. The acquisition was with effect from 4 July 2023 post which Walter Pack and Plastoranger became the subsidiary of the company.

The acquisition of Walter Pack group contributed revenue of ₹1,209 million and profit before tax of ₹163.03 million for the year ended 31 March 2024. If the acquisition had occurred on 01 April 2023, management estimates that the consolidated revenue for the Group would have been ₹6,628.21 million and the profit before tax would have been ₹ 1,170.3 million for the year ended 31 March 2024.

The fair value of net assets acquired on the acquisition date as part of the transaction amounted to Rs. 1,036.28 million. The excess of purchase consideration over the fair value of net assets acquired has been attributed towards goodwill aggregating to Rs. 1,455.02 million.

The total purchase price has been allocated to the acquired assets and liabilities as follows:

(₹ In Million)

Particulars	Acquiree's carrying amount	Fair value adjustments	Purchase price allocated
Non-current assets			
Property, plant and equipment	204.81	13.93	218.74
Capital work-in-progress	77.52	-	77.52
Other intangible assets *	0.92	853.30	854.22
Right-of-use assets	76.29		76.29
Other financial assets	26.36	-	26.36
Income tax assets (net)	28.22	-	28.22
Deferred tax assets (net)	7.11	-	7.11
Other non-current assets	8.22	-	8.22
Current assets			

Notes to the consolidated financial statements (Contd.)

(₹ In Million)

Particulars	Acquiree's carrying amount	Fair value adjustments	Purchase price allocated
Inventories	162.00	-	162.00
Financial assets			
(i) Trade receivables	386.70	-	386.70
(ii) Cash and cash equivalents	51.04	-	51.04
(iii) Bank balances other than (ii) above	2.13	-	2.13
Other current assets	36.94	-	36.94
Total Assets (A)	**1,068.26**	**867.23**	**1,935.49**
Non-current liabilities			
Financial liabilities			
(i) Borrowings	95.05	-	95.05
(ii) Lease liabilities	58.17	-	58.17
(iii) Other financial liabilities	8.97	-	8.97
Deferred tax on intangibles arising on acquisition	-	218.60	218.60
Current liabilities			
Financial liabilities			
(i) Borrowings	227.19	-	227.19
(ii) Lease liabilities	17.35	-	17.35
(iii) Trade payables			
-Total outstanding dues of micro enterprises and small enterprises	-	-	-
-Total outstanding dues of creditors other than micro enterprises and small enterprises	166.83	-	166.83
(iv) Other financial liabilities	11.59	-	11.59
Other current liabilities	68.84	-	68.84
Provisions	3.82	-	3.82
Current tax liabilities (net)	22.80	-	22.80
Total Liabilities (B)	**680.61**	**218.60**	**899.21**
Total fair value of net assets acquired (C) = (A-B)			**1,036.28**

* Other intangible assets include customer relationship and non compete agreements.

Goodwill arising on acquisition

(₹ In Million)

Particulars	Amount
Purchase consideration (D)	2,385.74
NCI, based on their proportionate interest in the recognised net assets (E)	105.56
Fair value of identifiable net assets acquired (F)	(1,036.28)
Goodwill (G) = (D+E-F)	**1,455.02**

Notes to the consolidated financial statements (Contd.)

The aforesaid goodwill comprises value of acquired workforce and is not deductible under Income Tax Act, 1961. The goodwill on acquisition can be attributable to the expected synergies of operations, cross selling opportunities and future revenue. None of the trade receivables have been impaired and is expected that its full contractual amount can be collected.

Purchase consideration

(₹ In Million)

Particulars	Amount
Cash consideration	2,297.52
Deferred consideration (recognised at fair value at the date of acquisition)	88.22
Total	**2,385.74**

The acquisition related cost of ₹16.01 million related to the above acquisition have been included in the legal & professional fees in the Consolidated Statement of Profit and Loss.

Reconciliation of initial cash purchase consideration as disclosed above to the statement of cashflows

(₹ In Million)

Particulars	Amount
Initial cash purchase consideration	2,297.52
Deferred consideration paid till 31 March 2024	28.36
Less: cash and cash equivalents taken over as part of acquisition	(51.04)
As per cashflow statement	**2,274.84**

(b) During the year 31 March , 2023 , the Group has entered into into a Power Supply and Offtake Agreement ("PSOA") and Share Subscription and Shareholders' Agreement ("SSSHA") with Suryaurja Two Private Limited (''STPL"), and acquired 6,00,000 Equity Shares of STPL for a consideration of ₹6 million which has made the group owner of 48% of the equity interest in STPL. STPL is engaged in the business of power generation from renewable sources for captive consumption. The investment is made in order to qualify as a captive consumer in accordance with The Electricity Act, 2003.

The following table analyses, in aggregate, the carrying amount and share of profit and OCI of these associates

(₹ In Million)

Particulars	31 March 2023
Carrying amount of interest in associate	6.00
Share of:	
- (Loss)/Profit from continuing operations	-
- OCI	-
	6.00

43 FINANCIAL RATIOS

(₹ In Million)

Particulars	Numerator	Denominator	For the year ended 31 March 2024	For the year ended 31 March 2023	Variance (%)	Reason for variances
Current ratio (in times)	Total current assets	Total current liabilities	2.03	3.43	-40.65%	The variance is primarily on account of acquisition of Walter Pack through business combination.
Debt – equity ratio (in times)	Debt, consisting of borrowing and lease liabilities	Total equity	0.15	0.07	111.33%	The variance is primarily on account of borrowings assumed as part of acquisition of Walter Pack through business combination.
Debt service coverage ratio (in times)*	Earnings available for debt service	Debt service	2.75	31.93	-91.38%	The variance is primarily on account of borrowings assumed as part of acquisition of Walter Pack through business combination.
Return on Equity (in %)	Net Profits for the year – Preference Dividend (if any)	Average total equity	15.20%	15.65%	-0.45%	
Inventory turnover ratio (in times)	Cost of goods sold	Average inventory	4.73	4.15	14.05%	
Trade receivables turnover ratio (in times)	Revenue from operations	Average trade receivables	4.96	4.91	1.11%	
Trade payables turnover ratio (in times)	Net credit purchases	Average trade payables	5.64	5.28	6.74%	
Net capital turnover ratio (in times)	Revenue from operations	Working capital	4.22	1.94	117.86%	The variance is on account of decrease in working capital due to acquisition of Walter Pack through business combination.
Net profit ratio (in %)	Net profit for the year	Revenue from operations	13.60%	15.53%	-1.93%	
Return on capital employed (in %)	Profit before finance cost and taxes	Capital employed	18.04%	19.93%	-1.89%	
Return on investment (in %)	Realised and unrealised gain on investment	Average invested funds in mutual funds	23.81%	5.22%	18.59%	

Note

Earnings available for debt service = Net Profit after taxes + Non-cash operating expenses + Finance cost + other non cash adjustments

Debt service = Interest and Lease Payments + Principal repayments

Working capital = Total current assets minus total current liabilities

Capital Employed = Tangible net worth + Total debt + Lease liability + Deferred tax liability

Notes to the consolidated financial statements (Contd.)

44 No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Group to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Group (Ultimate Beneficiaries).

The Group has not received any fund from any party(s) (Funding Party) with the understanding that the Group shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Group ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

45 OTHER STATUTORY INFORMATION :

i) The Group does not have any Benami property or any proceeding is pending against the Group for holding any Benami property.

ii) The Group does not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.

iii) The Group has not traded or invested in crypto currency or virtual currency during the financial year.

iv) The Group is not classified as willful defaulter.

v) The Group doesn't have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 such as search or survey.

vi) The Group did not have any transactions with companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956.

vii) The Group does not have any investment property during the financial year.

viii) The Group has not granted any loans or advances in the nature of loans to promoters, directors, KMPs and the related parties (as defined under Companies Act,2013), during the financial year which are repayable on demand or without specifying any terms or period of repayment.

ix) The Group has complied with the number of layers prescribed under the companies Act, 2013.

x) The Group has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

Notes to the consolidated financial statements (Contd.)

46 EVENTS AFTER REPORTING PERIOD

There have been no material events since the end of the reporting period which would require disclosure or adjustment to the consolidated financial statements for the year ended 31 March 2024.

47 ADDITIONAL INFORMATION PURSUANT TO PARA 2 OF GENERAL INSTRUCTIONS FOR THE PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2024

(₹ In Million)

Name of the entity	Net assets, i.e., total assets minus total liabilities		Share in profit or (loss)		Share in comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
Parent Company								
S.J.S. Enterprises Limited	92.91%	5,218.69	79.14%	675.59	106.45%	16.01	79.61%	691.60
Subsidiary								
Exotech Plastics Private Limited	11.03%	619.26	16.03%	136.86	(3.66%)	(0.55)	15.69%	136.31
Walter Pack Automotive Products India Private Limited	9.04%	507.44	13.96%	119.18	(2.79%)	(0.42)	13.67%	118.76
Plastoranger Advanced Technologies Private Limited	0.50%	27.86	(0.13%)	(1.11)	0.00%	-	(0.13%)	(1.11)
Other adjustments	(13.48%)	(757.25)	(9.00%)	(76.81)	0.00%	-	(8.84%)	(76.81)
Total	**100.00%**	**5,616.00**	**100.00%**	**853.71**	**100.00%**	**15.04**	**100.00%**	**868.75**

As per our report of even date attached

for **B S R & Co. LLP**
Chartered Accountants
Firm's registration number: 101248W/W-100022

Umang Banka
Partner
Membership number: 223018

Place: Bengaluru
Date: 20 May 2024

for and on behalf of Board of Directors of

S.J.S. Enterprises Limited

K A Joseph
Managing Director
DIN: 00784084

Place: Bengaluru
Date: 20 May 2024

Sanjay Thapar
CEO and Executive Director
DIN: 01029851

Place: Bengaluru
Date: 20 May 2024

Mahendra Kumar Naredi
Chief Financial Officer
PAN: AEWPN9414M

Place: Bengaluru
Date: 20 May 2024

Thabraz Hushain. W
Company Secretary
PAN: ABVPW4613P

Place: Bengaluru
Date: 20 May 2024

Notice of Nineteenth Annual General Meeting

NOTICE is hereby given that the Nineteenth ("**19th**") Annual General Meeting ("**AGM**") of the Shareholders/Members of **S.J.S. Enterprises Limited** ("Company") will be held on Tuesday, 20th August, 2024 at 03.30 p.m. through Video Conferencing (''VC")/ Other Audio Visual Means ("OAVM") to transact the following businesses:

ORDINARY BUSINESSES:

1. **To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended 31st March 2024 together with the reports of the Board of Directors' and Auditor's thereon:**

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

   "**RESOLVED THAT** the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended 31st March 2024 including Balance Sheet, Statement of Profit and Loss Account and Cash Flow Statement for the year ended as on that date together with the notes forming part of accounts as audited and reported by the Auditor's of the Company and the Directors' Report, as circulated to the Shareholders/Members be and are hereby approved and adopted."

2. **Declaration of Dividend on Ordinary (Equity) Shares:**

   To consider and, if thought fit, to pass the following Resolution as an ORDINARY RESOLUTION:

   "**RESOLVED THAT** a Dividend of ₹ 2 (20%) per Ordinary (Equity) Share of the face value of ₹ 10 per share for the year ended 31st March, 2024, as recommended by the Board of Directors be declared and that the said Dividend be distributed out of the Profits for the year ended on 31st March, 2024."

3. **Re-appointment of Mr. Kevin K Joseph (DIN: 09206689), who retires by rotation and being eligible, offers himself for re-appointment:**

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

   "**RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Kevin K Joseph, Director (DIN: 09206689) of the Company, who retires by rotation at the 19th AGM and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

4. **Ratification of Cost Auditor's Remuneration:**

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

   "**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and pursuant to the recommendation of Audit Committee and approval of the Board, the remuneration payable to M/s PSV & Associates, Bengaluru, Cost Accountants, (Firm Registration Number 000304), appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the financial year ending 31st March 2025, amounting to ₹ 4,00,000 (Rupees Four Lacs Only) exclusive of Goods and Services Tax & Re-imbursement of out-of-pocket expenses in connection with the aforesaid audit, be and is hereby ratified."

By Order of the Board
For **S.J.S. Enterprises Limited**

Thabraz Hushain. W
Company Secretary
& Compliance Officer
Membership No.: A51119

Place: Bengaluru
Date: 20/07/2024

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and Secretarial Standards on General Meetings issued by Institute of Company Secretaries of India setting out the material facts in respect of the special businesses are annexed herewith and forms part of this Notice.

2. Pursuant to Section 20(2) of the Companies Act, 2013 read with Rule 35 of the Companies (Incorporation) Rules, 2014, as amended and the Securities and Exchange Board of India Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023, SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2023/167 dated October 7, 2023, companies are permitted to send official documents/Annual reports to their Shareholders/Members electronically.

3. In accordance with the provisions of the Act and Ministry of Corporate Affair's General Circular No. 20/2020 dated May 5, 2020 read with General Circular No. 14/2020 dated April 8, 2020 and General Circular No. 17/2020 dated April 13, 2020, General Circular No. 02/ 2021 dated January 13, 2021, General Circular No. 19/ 2021 dated December 8, 2021, General Circular No. 21/ 2021 dated December 14, 2021, General Circular No. 02/ 2022 dated May 5, 2022, General Circular No. 10/ 2022 dated December 28, 2022, General Circular No. 09/ 2023 dated September 25, 2023 , ("MCA Circulars") and the Securities and Exchange Board of India Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2023/167 dated October 7, 2023 ("SEBI Circulars"), it is permitted to hold General Meetings through VC/OAVM, without the physical presence of the Shareholders/Members at a common venue. In compliance with the provisions of the Companies Act, 2013, MCA Circulars and SEBI Circulars, the 19th AGM of the Company is being held through VC/OAVM (Please see instructions/ guidelines below).

4. Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and MCA Circulars, the Company is providing facility of remote e-voting to its Shareholders/Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Link Intime India Private Limited ("LIIPL") for facilitating voting through electronic means, as the authorized e-Voting agency. The facility of casting votes by a Shareholders/Members using remote e-voting as well as the e-voting system on the date of the AGM will be provided by LIIPL.

5. The Shareholders/Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in this Notice. The facility of participation at the AGM through VC/OAVM will be made available to Shareholders/Members on first-come-first-serve basis.

   This will not include large Shareholders/Members (Shareholders/Members holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first-come-first-serve basis.

6. Shareholders/Members who have cast their votes by remote e-voting prior to the AGM may participate in the AGM but shall not be entitled to cast their votes again. The instructions for remote e-voting by Shareholders/Members holding shares in dematerialized mode and for Shareholders/Members who have not registered their email address is provided in the e-voting section, which forms part of this Notice. The attendance of the Shareholders/Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

7. A Shareholders/Members entitled to attend and vote, is entitled to appoint a proxy to attend and vote instead of himself/ herself and the proxy need not be a Shareholders/Members. Since the AGM is being held through VC/OAVM, physical attendance of Shareholders/Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Shareholders/Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to

this Notice. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate there at and cast their votes.

8. Institutional/Corporate Shareholders/Members are required to send a scanned copy (in PDF/JPG format) of certified true copy of the Board resolution/authorization letter authorising their representative to vote through remote e-voting and attend the AGM through VC/OAVM. The said certified true copy of the Board resolution/authorization letter should be sent to the Scrutinizer by email through their respective registered email addresses to the Scrutinizer at ananta.deshpande@csdco.in with a copy marked to compliance@sjsindia.com and enotices@linkintime.co.in.

9. In line with the MCA Circular No. 17/2020 dated 13th April 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.sjsindia.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") at www.bseindia.com and www.nseindia.com respectively. The AGM Notice is also disseminated on the website of LIIPL at https://instavote.linkintime.co.in.

10. In compliance with the aforesaid MCA Circulars, Notice of the AGM and Annual Report as well as the weblink for joining the meeting is being sent only through electronic mode to those Shareholders/Members whose email addresses are registered with the Company.

11. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or arrangements in which the directors are interested under Section 189 of the Companies Act, 2013 and a Certificate from the Secretarial Auditor of the Company as required under Regulation 13 of the SEBI (Share Based Employee Benefits & Sweat Equity) Regulations, 2021 regarding compliance with the same will be available electronically for inspection by the Shareholders/Members, without any fee, from the date of circulation of this Notice up to the date of AGM. The Shareholders/Members can inspect the same up to the date of AGM, by sending an e-mail to the Company at compliance@sjsindia.com.

12. Company has fixed Tuesday, 13th August 2024 as the 'Record Date' for determining the entitlement of Shareholders/Members to final dividend for the financial year ended 31st March 2024, if approved at the AGM.

    Register of Members of the Company will remain closed from Wednesday, 14th August, 2024 to Tuesday, 20th August, 2024 (both days inclusive), for the purpose of determining the name of Shareholders eligible for dividend on equity shares, if declared at AGM.

    The dividend of ₹ 2 (20%) per equity share of ₹ 10 each, if declared at the AGM, will be paid subject to deduction of tax at source ('TDS') within a period of 30 days from the date of approval at the meeting, as under:

    a) To all beneficial Owners as at the end of the day on Tuesday, 13th August, 2024, as per the list of beneficial owners to be furnished by the National Securities Depository Limited and Central Depository Services (India) Limited in respect of the shares held in electronic form; and

    b) whose names appear as Members in the Register of Members of the Company as at the end of the business hours on Tuesday, 13th August, 2024 after giving effect to valid request(s) received for transmission/transposition of shares.

    SEBI vide its circular dated 03rd November 2021 (subsequently amended by circulars dated 14th December 2021, 16th March 2023 and 17th November 2023 has mandated that with effect from 01st April 2024 dividend to shareholders holding shares in physical form shall be paid only through electronic mode. Such payment shall be made only if the folio is KYC complaint i.e. the details of PAN, choice of nomination, contact details, mobile no. complete bank details and specimen signatures are registered

    In case of non-updation of PAN or Choice of Nomination or Contact Details or Mobile Number or Bank Account Details or Specimen Signature in respect of physical folios, dividend/interest etc. shall be paid upon furnishing all the aforesaid details in entirety.

13. To receive the dividend on time, Members holding shares in physical form should be KYC complaint and receive the dividends directly in their bank accounts through Electronic Clearing Service or any other means. Members are requested to send the following documents to our

RTA – Link Intime India Private Limited, so as to reach the RTA before the record date i.e. 13th August 2024.

a. Form No. ISR-1 duly filled and signed by the holders stating their name, folio number, complete address with pin code, and the following details relating to the bank account in which the dividend is to be received:

   I. Name of Bank and Bank Branch;

   II. Bank Account Number & Type allotted by your bank after implementation of Core Banking Solutions;

   III. 11digit IFSC Code; and

   IV. 9-digit MICR Code.

b. Original copy of cheque bearing the name of the Member or first holder, in case shares are held jointly;

c. Self-attested copy of the PAN Card of all holders; and

d. Self-attested copy of any document (such as AADHAR Card, Driving License, Election Identity Card, Passport) in support of the address of the Member as registered with the Company.

e. Form ISR2 duly filled signed. The signature of holders should be attested by the Bank Manager

f. Form SH 13 – Nomination form or ISR3 – to opt out from Nomination

The above Investor Service Request Forms (ISR) are available at RTA's website at https://www.linkintime.co.in → Resources → Downloads → KYC → Formats for KYC

14. According to the Finance Act, 2020, dividend income will be taxable in the hands of the Shareholders w.e.f. April 01, 2020, and the Company is required to deduct tax at source (TDS) from the dividend paid to the Members at prescribed rates in the Income Tax Act 1961 ('the IT Act'). In general, to enable compliance with TDS requirements, Members are requested to complete and/or update their Residential Status, valid PAN linked to Aadhar, and Category as per the IT Act with their Depository Participants ('DPs') or in case shares are held in physical form, with the Company

Resident Individual Shareholder with PAN who is not liable to pay income tax can submit a yearly declaration in Form no 15 G/ 15 H to avail the benefit of non-deduction of tax at source by uploading the forms on https://liiplweb.linkintime.co.in/formsreg/submission-of-form-15g-15h.html by 05th August, 2024 (up to 7.00 p.m.) **to enable the Company to determine the appropriate TDS/withholding tax rate applicable, verify the documents and provide exemption.** For detailed procedure on Tax Deduction, please refer the communication mail sent to the shareholders on 08th July 2024.

Shareholders/Members are requested to note that if the PAN is not correct/ invalid/inoperative or have not filed their income tax returns, then tax will be deducted at higher rates prescribed under Sections 206AA or 206AB of the Income-tax Act, as applicable and in case of invalid PAN, they will not be able to get credit of TDS from the Income Tax Department.

Non-resident shareholders [including Foreign Institutional Investors (FIIs)/Foreign Portfolio Investors (FPIs)] can avail beneficial rates under tax treaty between India and their country of tax residence, subject to providing the following necessary documents:

i. Self-attested copy of the PAN card allotted by the Indian Income Tax authorities.

ii. Self-attested copy of Tax Residency Certificate (TRC) for the period April 1, 2024 to March 31, 2025 which is to be obtained from the tax authorities of the country of which the shareholder is a resident.

iii. Form 10F filed on the Indian Income-tax e-filing portal.

iv. Self-declaration by shareholder having no taxable presence, fixed base or permanent establishment in India in accordance with applicable Tax Treaty and Beneficial Ownership by the non-resident shareholder.

For this purpose, the shareholder may submit a copy of Form 10F (along with other documents as mentioned above) (PDF/JPG Format) by uploading same at https://liiplweb.linkintime.co.in/formsreg/submission-of-form-15g-15h.html and e-mail to compliance@sjsindia.com by on or before 05th August, 2024 (up to 7.00 p.m.).

For detailed procedure on Tax Deduction, please refer the communication mail sent to the shareholders on 08th July 2024.

The above Investor Service Request Forms (Form no 15G/15H/10F) are available at RTA's website at https://www.linkintime.co.in ⟶ Resources ⟶ Downloads ⟶ KYC ⟶#Form15G/15H/10F.

15. Shareholders/Members are requested to note that dividends, if not encashed for a consecutive period of 7 years from the date of transfer to the Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). Further, the shares in respect of such unclaimed dividends are also liable to be transferred to the Demat account of the IEPF Authority. In view of this, members/claimants are requested to claim their dividends from the Company within the stipulated timeline

16. Shareholders/Members holding shares in electronic form may please note that their bank details as furnished by the respective Depositories to the Company will be considered for remittance of dividends as per the applicable regulations of the Depositories and the Company will not entertain any direct request from such Members for change/ addition/deletion in such bank details. Accordingly, the Members holding shares in Demat form are requested to update their Electronic Bank Mandate with their respective DPs. Further, please note that instructions, if any, already given by Members in respect of shares held in physical form, will not be automatically applied to the dividend paid on shares held in electronic form.

17. Pursuant to Section 152 of the Companies Act, 2013, Mr. Kevin K Joseph (DIN: 09206689), retires by rotation at this AGM and being eligible, offers himself for re-appointment. The Board of Directors of the Company recommends his re-appointment. Details of the Director proposed to be re-appointed as required in terms of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings (SS - 2) issued by The Institute of Company Secretaries of India, is provided as "**Annexure - A**".

18. Pursuant to Rule 22(5) of the Companies (Management and Administration) Rules, 2014, the Board of Directors of the Company have appointed Mr. Ananta R Deshpande (Membership No. FCS 11869; CP No. 20322), Company Secretary in Practice, as a Scrutinizer to scrutinize the remote e-voting process and voting through electronic voting system at the AGM in a fair and transparent manner.

19. Process for registration of e-mail ID for obtaining Annual Report in electronic mode and User ID / password for E-voting is annexed to this Notice.

20. All documents referred to in the Notice will be open for inspection through electronic mode. Shareholders/ Members can inspect the same up to the date of AGM, by sending an e-mail to the Company at compliance@sjsindia.com.

21. Shareholders/Members holding shares as on cut-off date, i.e., Tuesday, 13th August, 2024, may cast their votes electronically. A Shareholder/Member will not be allowed to vote again on any resolution on which his/her vote has already been cast. The voting rights of Shareholders/ Members shall be proportionate to their share of the paid-up equity share capital of the Company as on the cut-off date. A person who is not a Shareholder/Member as on the cut-off date is requested to treat this Notice for information purposes only.

22. Shareholders/Members who have acquired shares after the dispatch of this Notice and before the cut-off date may approach the Company/ LIIPL for issuance of User ID and Password for exercising their votes by electronic means.

23. SEBI vide its Circular dated January 25, 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the above, members holding shares in physical form are advised to dematerialize the shares with their Depository Participant.

24. Since the AGM will be held through VC/OAVM, the Route Map is not annexed to this Notice.

VOTING RESULTS:

1. The Scrutinizer shall, after the conclusion of the AGM, electronically submit the Consolidated Scrutinizer's Report (i.e. votes cast through Remote e-voting and e-voting during AGM) of the total votes cast in favour or against the resolution and invalid votes, to the Chairman of the AGM or to any other person authorised by the Chairman of the Company.

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2. Based on the Scrutinizer's Report, the result will be declared within two working days of the conclusion of the AGM and the details of result along with Scrutinizer's Report will be placed on the website of the Company at www.sjsindia.com and on the website of LIIPL at https://instavote.linkintime.co.in and the same will also be communicated to BSE and NSE.

THE INSTRUCTIONS FOR SHAREHOLDERS/MEMBERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

i. In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company provides to the Shareholders/Members the facility of exercising their right to cast vote(s) at the AGM by electronic means and the businesses may be transacted through e-voting services.

ii. The voting period begins on Saturday, 17th August 2024 at 9.00 am IST and ends on Monday, 19th August 2024 at 5.00 pm IST. During this period, Shareholders/ Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Tuesday, 13th August 2024 may cast their vote electronically. The e-voting module shall be disabled by LIIPL for voting thereafter.

iii. The facility for electronic voting system, shall also be made available at the AGM. The Shareholders/Members attending the AGM, who have not cast their votes through remote e-voting and are otherwise not barred from doing so, shall be able to exercise their voting rights at the AGM. The Shareholders/Members who have already casted their votes through remote e-voting may attend the meeting but shall not be entitled to cast their votes again at the AGM.

iv. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09th December 2020, under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its Shareholders/Members, in respect of all Shareholders'/ Members' resolutions. However, it has been observed that the participation by the public non-institutional Shareholders/Members, retail Shareholders/ Members is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the Shareholders/Members. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

v. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09th December 2020, on e-Voting facility provided by Listed Companies, Individual Shareholders/Members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders/Members are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual Shareholders/Members holding securities in Demat mode is given below:

Shareholders/Members will be able to attend the AGM through VC/OAVM through InstaMeet provided by LIIPL.

A. REMOTE E-VOTING INSTRUCTIONS:

The instructions and other information relating to remote e-voting are as under:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	**METHOD 1 - If registered with NSDL IDeAS facility** **Users who have registered for NSDL IDeAS facility:** a) Visit URL: https://eservices.nsdl.com and click on "Beneficial Owner" icon under "Login". b) Enter user id and password. Post successful authentication, click on "Access to e-voting". c) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period. **OR** **User not registered for IDeAS facility:** a) To register, visit URL: https://eservices.nsdl.com and select "Register Online for IDeAS Portal" or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp" b) Proceed with updating the required fields. c) Post registration, user will be provided with Login ID and password. d) After successful login, click on "Access to e-voting". e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period. **METHOD 2 - By directly visiting the e-voting website of NSDL:** a) Visit URL: https://www.evoting.nsdl.com/ b) Click on the "Login" tab available under 'Shareholder/Member' section. c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. d) Post successful authentication, you will be re-directed to NSDL depository website wherein you can see "Access to e-voting". e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	**METHOD 1 – From Easi/Easiest** **Users who have registered/ opted for Easi/Easiest** a) Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or www.cdslindia.com. b) Click on New System Myeasi c) Login with user id and password d) After successful login, user will be able to see e-voting menu. The menu will have links of e-voting service providers i.e., LINKINTIME, for voting during the remote e-voting period. e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period. **OR** **Users not registered for Easi/Easiest** a) To register, visit URL: https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration / https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration b) Proceed with updating the required fields. c) Post registration, user will be provided Login ID and password. d) After successful login, user able to see e-voting menu. e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period. **METHOD 2 - By directly visiting the e-voting website of CDSL.** a) Visit URL: https://www.cdslindia.com/ b) Go to e-voting tab. c) Enter Demat Account Number (BO ID) and PAN No. and click on "Submit". d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account e) After successful authentication, click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) & login through their depository participants	Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e-voting facility. a) Login to DP website b) After Successful login, members shall navigate through "e-voting" tab under Stocks option. c) Click on e-voting option, members will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting menu. d) After successful authentication, click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.
Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode	Individual Shareholders/Members of the company, holding shares in physical form / Non-Individual Shareholders/Members holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under: 1. Open the internet browser and launch the URL: https://instavote.linkintime.co.in. 2. Click on "**Sign Up**" under '**SHARE HOLDER**' tab and register with your following details: - **A. User ID:** Shareholders/Members holding shares in **physical form shall provide** Event No. + Folio Number registered with the Company. Shareholders/Members holding shares in **NSDL demat account shall provide** 8 Character DP ID followed by 8 Digit Client ID; Shareholders/ Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID. **B. PAN:** Enter your 10-digit Permanent Account Number (PAN) Shareholders/ Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable. **C. DOB/DOI:** Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format). **D. Bank Account Number:** Enter your Bank Account Number (last four digits), as recorded with your DP/Company. * Shareholders/Members holding shares in **physical form** but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above * Shareholders/Members holding shares in NSDL form, shall provide 'D' above. ▸ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#$&*), at least one numeral, at least one alphabet and at least one capital letter). ▸ Click "confirm" (Your password is now generated). 3. Click on 'Login' under 'SHARE HOLDER' tab. 4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on 'Submit'.

Type of shareholders	Login Method
	Cast your vote electronically: 1. After successful login, you will be able to see the notification for e-voting. Select '**View**' icon. 2. E-voting page will appear. 3. Refer the Resolution description and cast your vote by selecting your desired option '**Favour / Against**' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link). 4. After selecting the desired option i.e. Favour / Against, click on '**Submit**'. A confirmation box will be displayed. If you wish to confirm your vote, click on '**Yes**', else to change your vote, click on '**No**' and accordingly modify your vote.
Guidelines for Institutional Shareholders/Members ("Corporate Body/ Custodian/Mutual Fund"):	**STEP 1 – Registration** a) Visit URL: https://instavote.linkintime.co.in b) Click on Sign up under "Corporate Body/ Custodian/Mutual Fund" c) Fill up your entity details and submit the form. d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in. e) Thereafter, Login credentials (User ID; Organisation ID; Password) will be sent to Primary contact person's email ID. f) While first login, entity will be directed to change the password and login process is completed. **STEP 2 –Investor Mapping** a) Visit URL: https://instavote.linkintime.co.in and login with credentials as received in Step 1 above. b) Click on "Investor Mapping" tab under the Menu Section c) Map the Investor with the following details: a. *'Investor ID' -* i. *Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678* ii. *Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.* b. 'Investor's Name - Enter full name of the entity. c. 'Investor PAN' - Enter your 10-digit PAN issued by Income Tax Department. d. 'Power of Attorney' - Attach Board resolution or Power of Attorney. File Name for the Board resolution/Power of Attorney shall be – DP ID and Client ID. Further, Custodians and Mutual Funds shall also upload specimen signature card.

Type of shareholders	Login Method
	d) Click on Submit button and investor will be mapped now. e) The same can be viewed under the "Report Section". **STEP 3 – Voting through remote e-voting.** The corporate shareholder can vote by two methods, once remote e-voting is activated: **METHOD 1 - VOTES ENTRY** a) Visit URL: https://instavote.linkintime.co.in and login with credentials as received in Step 1 above. b) Click on 'Votes Entry' tab under the Menu section. c) Enter Event No. for which you want to cast vote. Event No. will be available on the home page of InstaVote before the start of remote evoting. d) Enter '16-digit Demat Account No.' for which you want to cast vote. e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link). f) After selecting the desired option i.e., Favour / Against, click on 'Submit'. g) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently). **OR** **VOTES UPLOAD:** a) Visit URL: https://instavote.linkintime.co.in and login with credentials as received in Step 1 above. b) You will be able to see the notification for e-voting in inbox. c) Select '**View**' icon for '**Company's Name / Event number** '. E-voting page will appear. d) Download sample vote file from 'Download Sample Vote File' option. e) Cast your vote by selecting your desired option 'Favour / Against' in excel and upload the same under 'Upload Vote File' option. f) Click on 'Submit'. 'Data uploaded successfully' message will be displayed. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

HELPDESK:

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

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

Helpdesk for Individual Shareholders/Members holding securities in demat mode:

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Shareholders/Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Shareholders/Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 22- 23058542-43.

FORGOT PASSWORD:

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

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

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

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

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

<u>User ID for Shareholders holding shares in NSDL demat account</u> is 8 Character DP ID followed by 8 Digit Client ID

<u>User ID for Shareholders holding shares in CDSL demat account</u> is 16 Digit Beneficiary ID.

Institutional shareholders ("Corporate Body/ Custodian/Mutual Fund") has forgotten the password:

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

- Click on 'Login' under 'Corporate Body/ Custodian/Mutual Fund' tab and further Click 'forgot password?'
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

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

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

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

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

B. PROCESS AND MANNER FOR ATTENDING THE ANNUAL GENERAL MEETING ("AGM") THROUGH INSTAMEET:

1. Open the internet browser and launch the URL: https://instameet.linkintime.co.in & Click on "Login".
2. Select the "Company" and "Event Date" and register with your following details:-

Demat Account No. or Folio No.	• Shareholders/Members holding shares in CDSL: 16 Digit Beneficiary ID; • Shareholders/Members holding shares in NSDL: 8 Character DP ID followed by 8 Digit Client ID; and • Shareholders/Members holding shares in physical form: Folio Number registered with the Company
PAN	• Enter your 10-digit Permanent Account Number (PAN) • Shareholders/Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
Mobile No. and Email ID	• Enter your mobile number • Enter your e-mail ID, as recorded with your DP/ Company.

3. Click "Go to Meeting" (You are now registered for InstaMeet and your attendance is marked for the meeting).
4. Please refer the instructions for the software requirements given in point 'E' below and kindly ensure to install the same on the device which would be used to attend the meeting. Please read the instructions carefully and participate in the meeting. You may also call upon the InstaMeet Support Desk for any support on the dedicated number provided to you in the instruction/ InstaMEET website.

C. INSTRUCTIONS FOR SHAREHOLDERS/ MEMBERS TO SPEAK DURING THE AGM THROUGH INSTAMEET:

1. Shareholders/Members who would like to express their views/ask questions during the AGM may register themselves as a speaker by sending their request atleast 3 days before the AGM mentioning their name, demat account number/folio number, e-mail ID, mobile number at compliance@sjsindia.com.
2. Shareholders/Members will get confirmation on first-come-first-serve basis depending on the availability of time at the AGM.
3. Shareholders/Members will receive "speaking serial number" once they mark attendance for the meeting.
4. Shareholders/Members are requested to remember speaking serial number and start your conversation only when moderator of the meeting/ management will announce the name and serial number for speaking.
5. The Shareholders/Members who do not wish to speak during the AGM but have queries may send their queries in advance 3 (three) days prior to the AGM mentioning their name, demat account number/folio number, e-mail ID, mobile number at compliance@sjsindia.com.

The Company will give response to the queries suitably by email.

Shareholders/Members may note that the Company reserves the right to restrict the number of questions and number of speakers during the AGM, depending upon availability of time and for conducting the proceedings of the meeting smoothly. However, the Company will suitably respond to the questions which have remained unanswered during the meeting, over email.

D. INSTRUCTIONS FOR SHAREHOLDERS/ MEMBERS TO VOTE DURING THE AGM THROUGH INSTAMEET:

1. Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, Shareholders/Members who have not exercised their vote through the remote e-Voting can cast the vote as under:

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

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

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

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

4. Please note that Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

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

E. INSTRUCTIONS FOR THE SOFTWARE REQUIREMENTS AND OTHER GENERAL INSTRUCTIONS:

For a smooth experience of viewing the AGM proceedings of Link Intime India Pvt. Ltd. InstaMEET, shareholders/ members who are registered as speakers for the event are requested to download and install the Webex application in advance by following the instructions as under:

1. Please download and install the Webex application by clicking on the link https://www.webex.com/downloads.html/

   OR

2. If you do not want to download and install the Webex application, you may join the meeting by following the process mentioned as under:

   - Enter your First Name, Last Name and Email ID and click on Join Now.
   - If you have already installed the Webex application on your device, join the meeting by clicking on Join Now.
   - If Webex application is not installed, a new page will appear giving you an option to either Add Webex to chrome or Run a temporary application.
   - Click on Run a temporary application, an exe file will be downloaded. Click on this exe file to run the application and join the meeting by clicking on Join Now.

F. INSTRUCTIONS PROCESS FOR THOSE SHAREHOLDERS/MEMBERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

Shareholders/Members who have not registered their e-mail addresses are requested to register the same with the Company's Registrars and Transfer Agents / Depository Participant(s) for sending future communication(s) in electronic form. The email addresses can be registered with the Depository Participant ("DP") in case the shares are held in electronic form and with the Registrar and Transfer Agent of the Company ("RTA") in case the shares are held in physical form.

For any assistance regarding share transfers, transmissions, change of address or bank mandates, duplicate / missing share certificates and other related matters, the RTA of the Company may be contacted at the following address:

Link Intime India Private Limited
C 101, 247 Park, L.B.S. Marg, Vikhroli (West),
Mumbai - 400083.
Tel.: 022 - 4918 6270/ 4918 6200 / 1800 1020 878
Fax: 022 - 4918 6060
Email: rnt.helpdesk@linkintime.co.in
Website: www.linkintime.co.in

EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013 ANNEXED TO THE NOTICE OF THE 19TH AGM OF THE COMPANY IN RESPECT OF ITEM NO. 4 OF THE SAID NOTICE:

ITEM NO.4

Ratification of Cost Auditor's Remuneration:

Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 provides for:

- appointment of a Cost Accountant in Practice, to conduct audit of cost records of a Company, by the Board of Directors on the recommendation of Audit Committee; and
- ratification of remuneration payable to him by the Shareholders/Members of the Company.

In terms of the aforesaid provisions, the Board of Directors of the Company at its meeting held on 20th May 2024, based on the recommendation of Audit Committee who has approved the appointment of M/s. PSV & Associates, Bengaluru, Cost Accountants (Registration Number: 000304), to conduct the audit of the cost records of the Company for the financial year ending 31st March 2025. The remuneration fixed for their appointment is ₹ 4,00,000 (Rupees Four Lacs only) plus applicable Goods and Services Tax (GST) and reimbursement of out-of-pocket expenses incurred in connection with the aforesaid audit.

In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the Shareholders/ Members of the Company.

Accordingly, consent of the Shareholders/Members is sought to ratify the remuneration payable to the Cost Auditors for the financial year ending 31st March 2025.

The Board recommends the Ordinary Resolution set out at Item No. 4 for the approval of the Shareholders/Members.

Interest of directors & key managerial personnel:

None of the Directors or key managerial personnel of the Company or their relatives is/ are directly or indirectly concerned or interested, financially or otherwise, in this resolution.

By Order of the Board
For **S.J.S. Enterprises Limited**

Thabraz Hushain. W
Company Secretary &
Compliance Officer
Membership No.: A51119

Place: Bengaluru
Date: 20/07/2023

ANNEXURE-A

Details of Directors seeking appointment/re-appointment at the 19th Annual General Meeting to be held on 20th May, 2024

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meeting (SS-2)]

Agenda Item No.	**3**
Name of the Director	Kevin K Joseph
Category	Executive Director
Director Identification Number (DIN)	09206689
Date of Birth and Age	09/03/1992 & 32 years
Nationality	Indian
Residential Address (along with Phone, Fax and Email)	No. 514, 1st Cross, 12th Main, 4th Block, Koramangala, Bangalore 560 034, Karnataka, India
Educational/ Professional Qualifications	He holds a bachelor's degree in mechanical engineering from the Visvesvaraya Technological University, Belgaum
Expertise in specific functional area	Automotive Industry
First appointment on the Board of the Company	19th July, 2021
Date of appointment in current designation	19th July, 2021
Terms and Conditions of Appointment	Liable to retire by rotation
Remuneration details	30,00,000/- PA
Number of shares held in the Company (including shareholding as a beneficial owner) as on: a) 31st March 2024 b) 20th May 2024	 100 100
Relationship with other Directors/Manager/Key Managerial Personnel	Mr. Kevin K Joseph is related to Mr. KA Joseph the Managing Director of the Company.
Number of Board Meetings attended during the I. Financial Year 2022-23 II. Financial Year 2023-24	 I. 05 out of 05 II. 08 out of 08
Directorships held in other Companies in India	Nil
Directorships held in other Listed Companies in India	Nil
Name(s) of other organizations or entities or associations or Unincorporated entities in which the person has held the post of Chairman or Managing Director or Director or Chief Executive Officer or associated with the above entities in any other capacity. Indicating the activity of the Company and regulators, if any	Nil

Chairmanships/Memberships of the Committees of other Listed and public limited companies as on March 31, 2024:		
a.	Audit Committee	NA
b.	Stakeholders' Relationship Committee	NA
c.	Nomination and Remuneration Committee	NA
d.	CSR Committee	NA
e.	Other Committee(s)	NA
Brief Resume of Director		He holds a bachelor's degree in mechanical engineering from the Visvesvaraya Technological University, Belgaum. Started his career as a design engineer at Tata Elxsi in the passenger vehicles segment which shows his technical expertise and familiarity with automotive design and engineering processes. At SJS, he is driving manufacturing excellence and product innovation ensuring that the company remains competitive and stays at the forefront of its industry. He is also overseeing the day-to-day operations of the company, which involve managing teams, coordinating different departments, and ensuring that the company runs efficiently on a daily basis.
Listed entities from which the person has resigned in the past three years		Nil

S.J.S. Enterprises Limited
Sy. Nos. – 28/P16 Agra Village & 85/P6 BM
Kaval Village, Kengeri Hobli,
Bengaluru South 560082,
Karnataka, India.

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