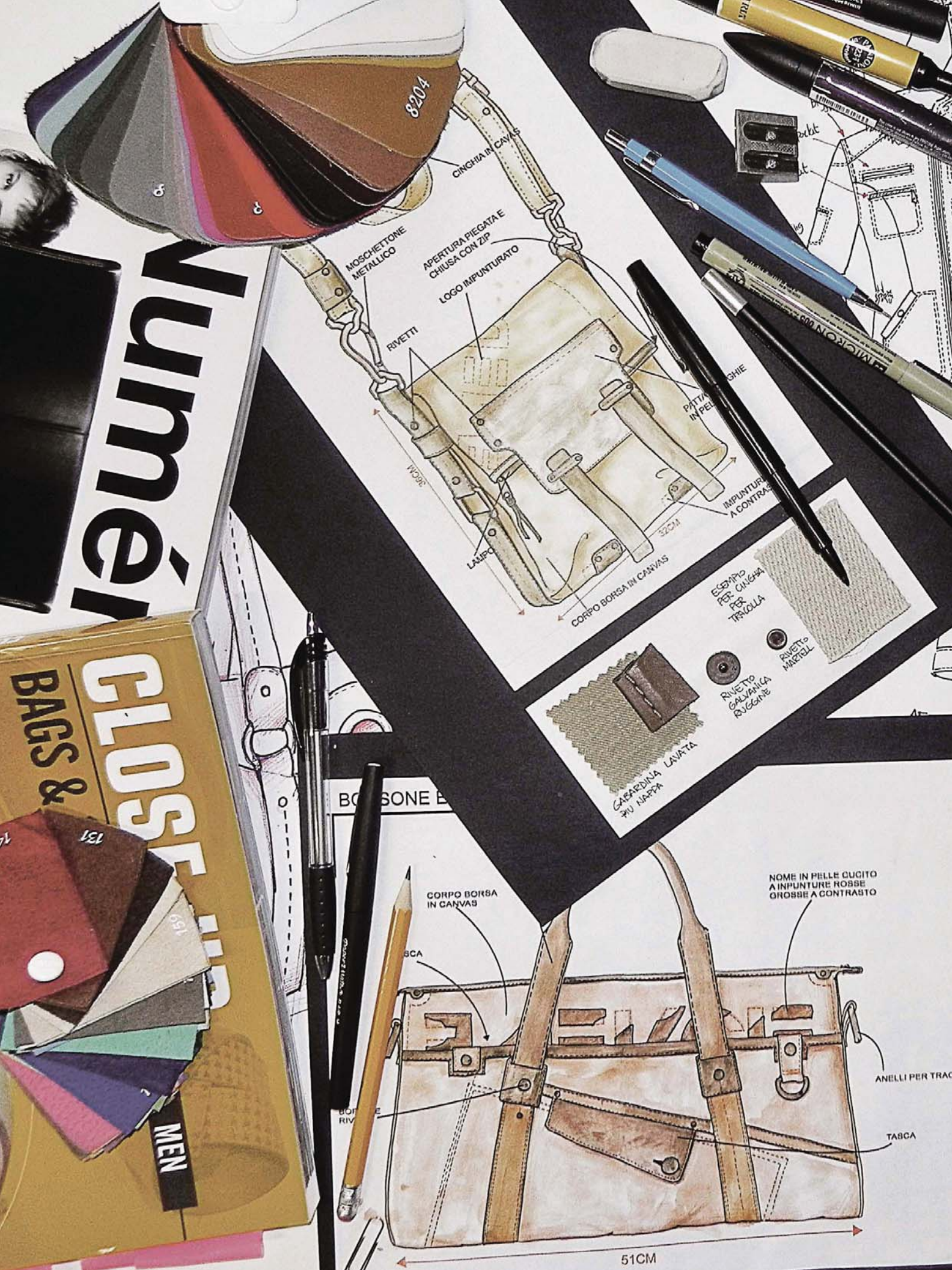


REPORT

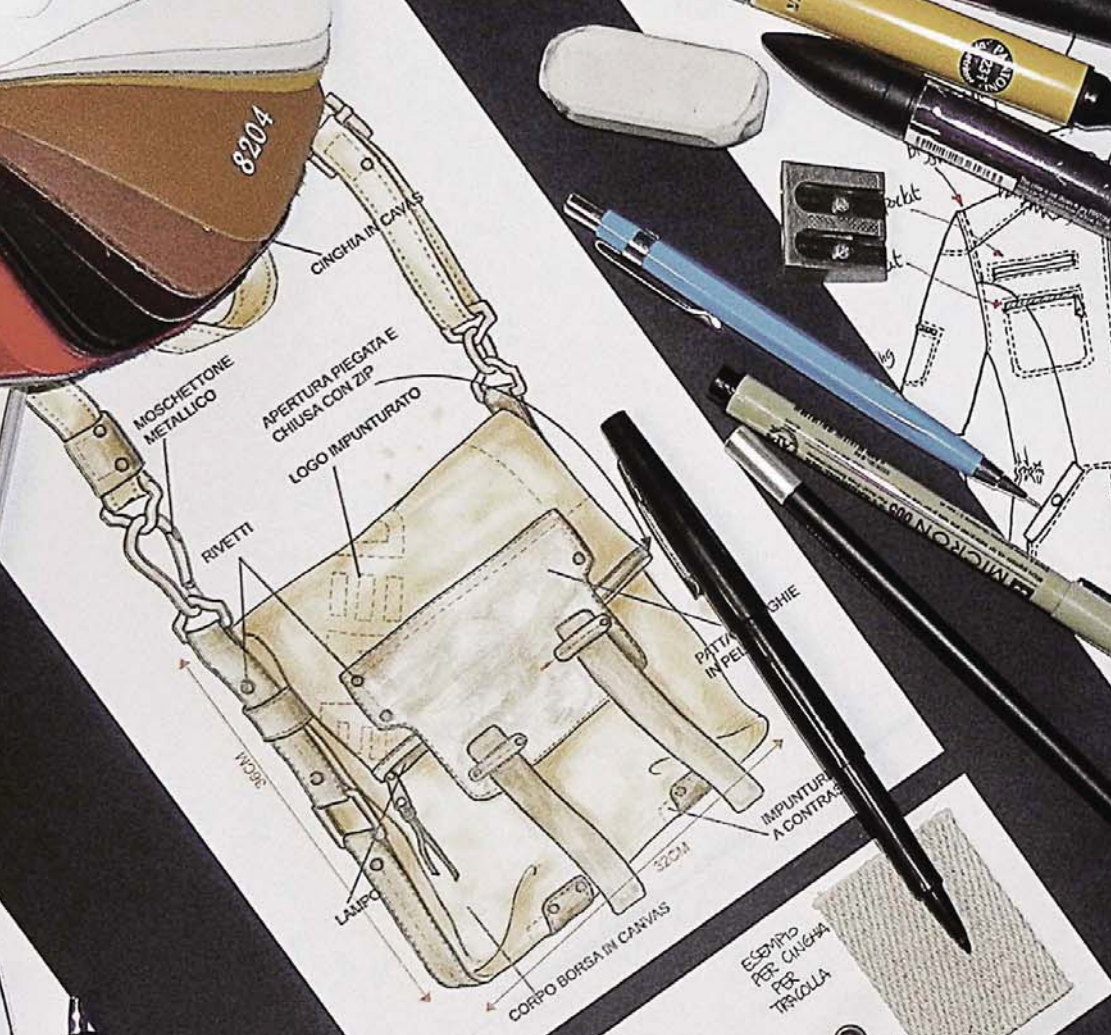
ANNUAL

2023-2024

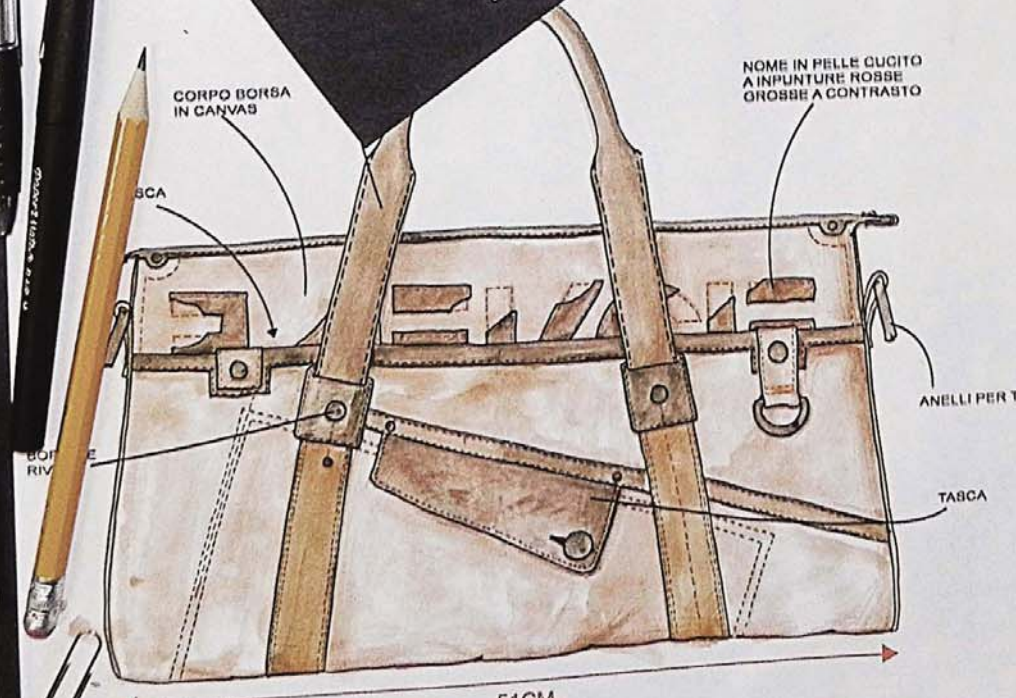
**Design-led.
Innovative.
Sustainable.
Reliable.**



Numero



BOSSONE B





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FROM THE CHAIRMAN

Dear Shareholders,

I am filled with pride as I reflect on Bhartiya International's continued progress and success. Our journey is marked by a steadfast commitment to design excellence, innovative production management and our core values. At the heart of our success lies a disciplined approach to client development and management.

This year our Chennai accessories group has undergone a remarkable transformation. Through a focused, long-term strategy, we have established ourselves as a premier manufacturer for a portfolio of world-renowned handbag brands including Coach, Ralph Lauren and Hogan. This strategic pivot has positioned Bhartiya International as a future global leader in luxury accessories manufacturing.

Operational excellence remains a cornerstone of our success. The efficiency and lean initiatives we embarked on this year have yielded impressive results across our Bengaluru outerwear production units. Enhanced product quality, compressed lead times and cost reductions are tangible outcomes of our unwavering dedication to operation excellence.

Beyond financial performance, we are deeply committed to the communities where we operate... a great company doing good. Our continued support of CSR projects in Bengaluru and Chennai exemplify our enduring value of community support.

Our greatest asset is our people. Bhartiya International is fortunate to have a remarkable global executive leadership team and a dedicated workforce. Their passion, expertise and unwavering commitment are the foundation of Bhartiya's sustained success.

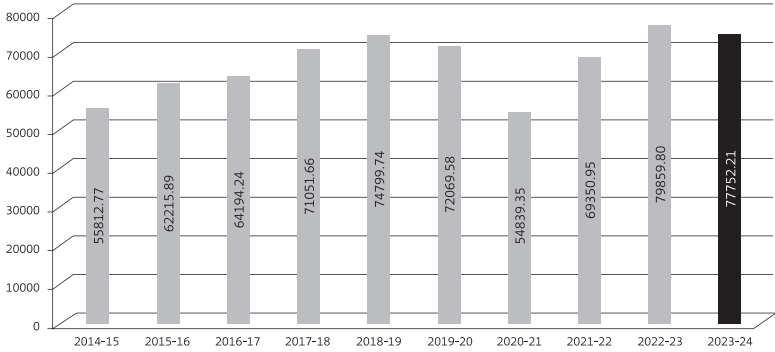
I am confident we will continue to deliver long-term growth with improved profitability for our shareholders. Thank you for your continued support.

Thank you for being a part of our journey.

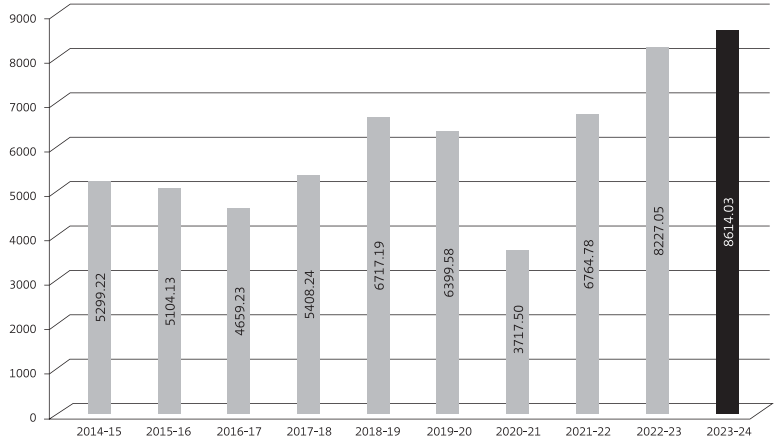
Sincerely,
Snehdeep Aggarwal
Chairman

PERFORMANCE HIGHLIGHTS

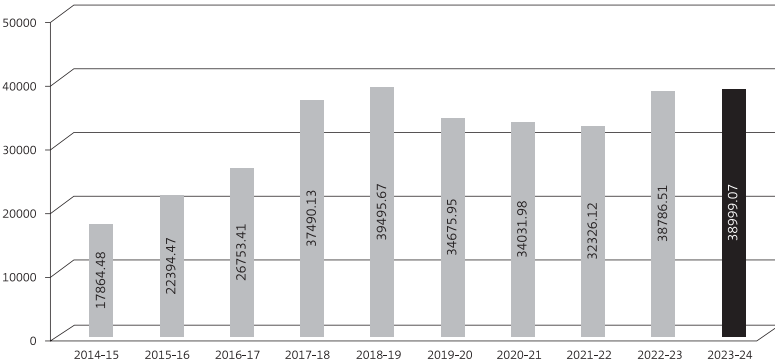
Turnover (Rs. in Lakhs)



EBITDA (Rs. in Lakhs)



Net Worth (Rs. in Lakhs)



BOARD OF DIRECTORS

DIRECTORS & KMP

SNEHDEEP AGGARWAL

Chairman

MANOJ KHATTAR

Whole Time Director

NIKHIL AGGARWAL

Director

DEEPAK BHOJWANI

Independent Director

SANNOVANDA MACHAIAH SWATHI

Independent Director

ROBERT BURTON MOORE JR.

Director

NAVKIRAN SINGH GHEI

Independent Director

VIVEK KAPUR

Independent Director

RAJ KUMAR CHAWLA

Chief Financial Officer

YOGESH KUMAR GAUTAM

Company Secretary

DELHI

Bhartiya International Limited

E-52, New Manglapuri, Mandi Road
(Mehrauli), New Delhi – 110 030, India

GURUGRAM

Bhartiya International Limited

Plot No. 38, Sector – 44,
Gurugram – 122 003, Haryana India

BENGALURU

Bhartiya International Limited

27/2, Gottigere, Bannerghatta Road,
Bengaluru – 560 083 India

CHENNAI

Bhartiya International Limited

56/7, Nallambakkam Village,
Via-Vandalur, Chennai – 600 127, India

TADA

Bhartiya International Limited

APIIC Industrial Park,
Konduru Village, Tada Mandal,
SPSR Nellore Distt.,
Andhra Pradesh - 524 401 India

ITALY

Ultima Italia SRL

Viale Luigi Majno, 15
20122 Milan, Italy

HONGKONG

World Fashion Trade Limited

Suite 606, 6th Floor,
China Insurane Grop Building,
141 Des Voeux Road, Central, Hong Kong

Design Industry Limited

Room 1104, Crawford House,
70 Queen's Road, Central, Hong Kong

SWITZERLAND

Ultima SA

Rue Des Draizes 7
CH-2000, Neuchatel, Switzerland

CHINA

Design Industry China Limited

Room 908, Tower D,
Tiande Industrial Park, No. 1795,
Tongwen Road, Hangzhou, China

BANGLADESH

Saleh Tower, House 01, Road 13, Sector 13,
8th Floor, Gareb E Newaz Road,
Uttara, Dhaka PO: 1230

AUDITORS

Sushil Poddar & Co.

BANKERS

Axis Bank

Canara Bank

HDFC Bank

ICICI Bank

IDBI Bank

IDFC First Bank Ltd.

Indusind Bank

SBM Bank (India) Ltd.

State Bank of India

Union Bank of India

Indian Bank

MANAGEMENT DISCUSSION & ANALYSIS





INDUSTRY UPDATE

In 2023, the fashion industry showcased resilience despite global challenges, paving the way for a promising outlook in 2024. McKinsey forecasts the luxury segment to maintain its economic leadership amidst evolving economic conditions. Globally, luxury growth is expected to range between 3 to 5 percent in 2024, indicating a strategic adaptation post-pandemic and underscoring ongoing consumer confidence and expenditure in high-end markets. India is strengthening its role as a key sourcing hub for leather garments, apparel, and accessories, supported by its heritage, infrastructure, and commitment to sustainability. The country's skilled workforce and competitive manufacturing costs make it an attractive destination for global brands seeking quality production at scale. As India's fashion industry evolves, innovation, sustainability initiatives, and inclusive representation are driving continued growth and global partnerships.



ABOUT THE COMPANY

Bhartiya is a diversified global company with presence across six countries and a partner of choice for over 100 retailers/brands across the world. The group operates across segments such as manufacturing of fashion apparel and accessories, real estate, and city development.

Bhartiya International Limited (Bhartiya Fashion): Bhartiya Fashion is a leading manufacturer of outerwear, apparel, and accessories and a partner to many of the best fashion brands in Europe and North America. The company has a strong network of manufacturing units, design and prototyping facilities, business development offices, and showrooms are driven by direct and indirect employment of over 15000 people in India and abroad.

With close to 30 years of experience and vertically integrated model, Bhartiya Fashion offers its customers a one-stop-shop manufacturing platform and 360-degree Customized Fashion Solutions ranging from product design, raw material sourcing, production, quality control, logistics, and documentation.

DESIGN-DRIVEN APPROACH AT BHARTIYA

At Bhartiya, design excellence drives innovation, supported by an advanced in-house Research & Development team in Milan, Gurugram, Bengaluru, and Chennai. It has exclusive design Studios in Milan, Gurugram, Bengaluru and Chennai. Design teams create private label collections to partner with brands, who collaborate on design and product development. The teams supplement customer design, provide trends, fashion directions, and inspirations every season. Every year the company develops fashion collections for over 150 luxury brands/retailers across the world including marquee clients like Calvin Klein, G-Star, Levis, All Saints, Armani, Belstaff, Ralph Lauren etc.

This blend of design focus and efficient delivery fosters profitability and scalability.



Key Business Divisions

LEATHER GARMENTS DIVISION

Bhartiya's Leather Garments Division is a driving force within the company, renowned for its extensive array of men's and women's leather outerwear. It consistently ranks among the world's largest producers of leather garments, setting itself apart in a competitive industry dominated by smaller players. The division's achievement stems from its capacity to achieve economies of scale, ensuring consistent profitability amidst evolving market dynamics.

As the fashion landscape evolves rapidly, sustainability emerges as a critical concern.



Bhartiya acknowledges this imperative and pledges to be a responsible partner to its 100+ global collaborators. A prime example of this commitment is its Chennai – based Tannery's transition towards responsible and eco-conscious production practices. Here, the focus is on sourcing and manufacturing traceable, sustainable, organic, and biodegradable leathers. This initiative highlights our dedication to supporting partner brands in meeting consumer expectations sustainably and responsibly.

Central to our manufacturing prowess is a team of world-class design talent based in Milan, Gurugram, and Bengaluru. Their constant innovation and integration of the latest fashion trends are pivotal in delivering superior products. Bhartiya's comprehensive



expertise across the value chain — from design and sourcing to manufacturing — ensures streamlined processes and optimal capacity utilization, culminating in a robust and profitable business model.

With a resilient business framework now in place, the Leather Garments Division is poised to leverage operational efficiencies for growth. Lean operating costs mean that increased sales directly enhance profitability. The division's strategic focus is on nurturing long-term partnerships with select high-value clients while also diversifying its customer base to mitigate risks. To catalyze further expansion, Bhartiya has amplified its global presence by enlisting business development representatives in strategic markets.

TEXTILE OUTERWEAR DIVISION

Bhartiya's Textile Outerwear Division is known for its unwavering commitment to delivering premium-quality products to large retailers and brands worldwide. Specializing in an expansive range of styles for both men's and women's outerwear, this division has experienced remarkable growth in recent years. Over the past two years, we have streamlined operations, enhanced efficiencies, and upgraded to cutting-edge systems. Upon stabilization this quarter, we are poised to accelerate our growth trajectory in the coming year.

Given the large market potential for textile outerwear, Bhartiya is strategically positioned to capitalize on emerging opportunities and solidify its presence as a dominant industry player. A key driver of our success is our cross-selling strategy, which entails offering multiple product lines to our existing global clientele. This approach not only deepens relationships with existing customers but also attracts new ones, thus fueling sustained growth within the segment.

Furthermore, Bhartiya has fortified its production teams by recruiting top talent from the manufacturing sector. This strategic initiative ensures operational excellence and reinforces our commitment to sustained profitability. By maintaining a steadfast focus on high-value products,

the Textile Outerwear Division remains instrumental in propelling the company's growth and expanding its market share in the years to come.

FASHION ACCESSORIES DIVISION

Amidst the prevailing geopolitical uncertainty and recent market volatility, India has emerged as a pivotal player in the global landscape. Bhartiya, capitalizing on this shift, has garnered significant and sustained interest from discerning brands in Europe and North America. We have proudly commenced supplying premium brands such as Tod's SPA in Italy, while simultaneously forging new business channels with South Korea. The coming year represents a crucial juncture for us to solidify our position as a premier manufacturer in the region.

In parallel, we have established a strategic relationship with Coach, a globally recognized leader in the bags and accessories manufacturing sector. This collaboration is poised for exponential growth in the years ahead. Additionally, we are actively pursuing similar alliances with marquee brands in North America, positioning ourselves as their preferred manufacturing partner.

With our production facilities now optimized and operating at peak efficiency, we are accelerating our production runs. This seamlessly aligns with our collaborations with leading European brands, leveraging our design prowess and consistently achieving impressive margins in this segment.

VIRTUAL MANUFACTURING DIVISION

Bhartiya recognizes significant potential in the Virtual Manufacturing segment, which complements our established strengths in design, development, and marketing. Strategic investments this fiscal year in bolstering our product design teams and platform vendors have solidified existing client partnerships and unlocked additional growth through expansion into new product categories and the acquisition of new customers.

Our Bangladesh sourcing operation, staffed by a seasoned team and headquartered in





Uttara Dhaka, has been successfully established. We have not only expanded business in existing categories but also ventured into new domains such as knitwear and sleepwear sourced from Bangladesh. Furthermore, our presence in China augments our sourcing capabilities across diverse apparel types, ensuring optimal price points.

Our proactive efforts in cultivating new markets have culminated in the initiation and development of business in South Korea. Overall, Bhartiya's Virtual Manufacturing division has successfully cultivated international client relationships spanning mass-market volume retailers, high-fashion high-street retailers, and premium to entry-luxury segments. We are confident that these future-focused initiatives will drive substantial volume businesses within this category.

Aligned with the asset-light nature of virtual manufacturing, Bhartiya leverages cutting-edge technology to reduce lead times and strategically evaluate best-in-class sourcing and platform vendors. This agility is a direct result of three decades of pivotal manufacturing expertise, allowing us to remain at the forefront of industry innovation.



OUR COMPANY

HUMAN RESOURCE

Human Resources in the organization is working round the clock to support the business to excel in terms of acquiring best talent and bringing the best practices to develop the existing talent. As it is said that empowered and energized workforce results into superior business performance, so has been witnessed in Bhartiya business too.

Since technology is the utmost need to support the people's need, the HR team innovates their portal from time-to-time to keep abreast with the changing technology and making lives easy. There has been constant changes and efforts to advance the technology piece and link it with people practices. Bhartiya also works for the benefit of the society and takes part in the CSR activities.

Overall, the HR team is constantly working to develop the leadership and assist people in developing themselves to face the ever challenging and volatile business environment.

INTERNAL CONTROL

The Company has a proper and adequate system of internal controls to ensure that all assets are safeguarded and protected against loss from unauthorised use or disposition and that the transactions are authorised, recorded and reported correctly. Such internal controls are supplemented by an extensive programme of internal audits, review by management and documented policies, guidelines and procedures. These are designed to ensure that financial and other records are reliable for preparing financial information and other reports and for maintaining regular accountability of the Company's assets. The internal auditors present their report to the Audit Committee of the Board.





FINANCIAL PERFORMANCE

On Consolidated basis, during the year under review, the Company achieved a turnover of Rs. 77752.21 Lakhs. The Net Profit/(loss) after taxes minority interest and share of profit/(loss) of associates was reported at Rs. 19.77 Lakhs as compared to Rs. 6257.63 Lakhs in the previous year.

On Standalone basis, during the year under review, the Company achieved a turnover of Rs. 66094.66 Lakhs. The Net Profit after taxes was reported at Rs. 1758.60 Lakhs as compared to Rs. 1617.26 Lakhs in the previous year.

SIGNIFICANT CHANGES IN FINANCIAL RATIOS

In accordance with SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, a Company is required to give details of significant changes (change of 25% or more as compared to the immediate previous financial year) in its financial ratios and details of any change in Return on Net Worth as compared to the immediately previous financial year.

There is no such ratio which results in 25% or more change as compared to the previous year.

There is a change of 0.03% in Return on Net Worth 2023-24 (5.36%) as compared to immediate previous year i.e. 2022-23 (5.19%).

RISK MANAGEMENT

The Company has made process which identifies, assesses and manages risk at Strategic, Operational and Compliance levels, across business units, functions and geographies. The board of directors are informed about the risks or opportunities that could have an adverse impact on the Company's operations or to that could be exploited to maximize the gains. The processes and procedures are in place to act in a time bound manner to manage the risks or opportunities. The risk management process is reviewed and evaluated by the board of directors. Bhartiya International's exposure to foreign currency risk is restricted to its imports and exports. These risks are minimized through well-thought-out financial operations, astute treasury management and effective use of hedge options.

CAUTIONARY STATEMENT

All the statements and assertions in this report regarding the projections, estimates and outlook are subject to current market situations and expected effects of future events on current and developing circumstances. Results may vary due to a number of factors, which could effect the Company's business operations, such as demand and supply conditions, price inputs, change in government levies and regulations, industrial relations and other economic variables in the country. Bhartiya International cannot be held responsible in any way for such statements and it undertakes no obligations to publicly update these to reflect subsequent events or circumstances.



BHARTIYA CITY, BENGALURU: A PARADIGM SHIFT IN URBAN LIVING

Encompassing over 125+ acres, Bhartiya City is a one-of-a-kind urban smart city seamlessly integrating residential, commercial, and hospitality elements, offering a holistic and efficient lifestyle for its residents and the wider Bengaluru community. Cutting-edge technology permeates every facet of the city, driving sustainability, energy efficiency, and connectivity, thereby elevating the quality of life for all inhabitants.

In our view, Bhartiya City sets a new benchmark for urban planning and community development, standing as the single largest urban development of its kind within any metropolitan city in India.

Nikoo Homes, our flagship residential brand, is India's first branded residential project with a steadfast focus on family, community, culture, health, and learning. Our unwavering commitment is to build vibrant communities that empower families to live richer, more fulfilling lives.

Following the resounding success of Nikoo 1, 2, and 4, with over 5,500 delighted Nikoo families in residence, Nikoo 5 emerged as one of Bengaluru's fastest-selling projects, achieving record-breaking sales on its launch day. Nikoo 6, the first project venturing outside Bhartiya City, has garnered immense customer interest and inquiries, signalling its promising future.

Bhartiya City has already established 3 million square feet of prime IT office space, with an additional 1.1 million square feet under development.

The Leela Hotel & Convention Center boasts one of Bengaluru's largest convention spaces, regularly hosting prestigious events and conventions. It is rapidly becoming the preferred venue for large-scale gatherings. Bhartiya City also features opulent private residences nestled in the city center, overlooking the verdant Central Park. Defined by refined elegance and luxurious finishes, these residences are further enhanced by the legendary Leela service.

The Bhartiya Mall of Bengaluru has cemented its status as the entertainment and shopping epicenter of Bengaluru. Offering a diverse array of experiences that blend art, culture, shopping, retail, and entertainment, it continues to flourish as a sought-after destination. Its calendar of events, featuring the likes of the Van Gogh art exhibition and concerts by renowned artists like Martin Garrix, Prateek Kuhad, and Alan Walker, consistently draws massive crowds.

BOARD'S REPORT

Your Directors' are pleased to present the Thirty Seventh Annual Report on the business and operations of the Company together with Audited Financial Statements for the financial year ended 31st March, 2024 ("year under review").

FINANCIAL RESULTS

The consolidated and standalone financial results of the Company for the financial year ended 31st March, 2024 are as follows:

(Rs. in Lakhs)

Particulars	Consolidated		Standalone	
	2023-24	2022-23	2023-24	2022-23
Net Sales/ Income from Operations	77752.21	79859.80	66094.66	66443.38
Other Income	691.53	335.74	265.62	346.22
Total Income	78443.74	80195.54	66360.28	66789.60
Profit before Interest, Tax & Depreciation	8614.04	8227.05	7365.41	6610.12
Finance Cost	4213.58	3669.60	3929.80	3445.43
Profit before Tax & Depreciation	4400.46	4557.45	3435.61	3164.69
Depreciation	2553.30	2522.78	1047.56	980.73
Profit Before Tax	1847.16	2034.67	2388.05	2183.96
Tax Expenses	674.34	592.96	629.45	566.70
Net Profit after Tax	1172.82	1441.71	1758.60	1617.26
Share of Net Profit/(Loss) of Associates	(1153.05)	4815.92	-	-
Net Profit/Loss	19.77	6257.63	1758.60	1617.26
Other Comprehensive Income	1.88	(33.84)	7.36	(34.23)
Total Comprehensive Income for the Year	21.65	6223.79	1765.96	1583.03
Paid up Equity Share Capital	1220.94	1220.71	1220.94	1220.71
Reserve (Excl. Revaluation Reserve)	37778.13	37565.80	32488.82	30721.95
Earning per Share (Basic) Rs.	0.16	51.03	14.40	13.59
Earning per Share (Diluted) Rs.	0.16	50.94	14.40	13.23
Dividend	-	-	-	-

PERFORMANCE REVIEW

On Consolidated basis, during the year under review, the Company achieved a turnover of Rs. 77752.21 Lakhs. The Net Profit/(loss) after taxes, minority interest and share of profit/(loss) of associates was reported at Rs. 19.77 Lakhs as against loss of Rs. 6257.63 Lakhs in the previous year.

On Standalone basis, during the year under review, the Company achieved a turnover of Rs. 66094.66 Lakhs. The Net Profit after taxes was reported at Rs. 1758.60 Lakhs as compared to Rs. 1617.26 Lakhs in the previous year.

SHARE CAPITAL

During the year under review, the following changes had taken place in the Paid-up Equity Share Capital of the Company:

Dates	Description	No. of shares	Total value of shares (INR)
01/04/2023	Share Capital at the beginning of the year	12207129	122071290
Addition			
31/08/2023	Equity Shares allotted pursuant to ESOP Scheme	2282	22820
31/03/2024	Share Capital at the end of the year	12209411	122094110

On 14th June, 2024, Company has allotted 12,01,000 Fully Convertible Warrants ('Warrants') each carrying a right to subscribe to one Equity Share per Warrant, for cash at an issue price of Rs. 430/- (Rupees Four Hundred and Thirty only) per warrant by way of preferential allotment to M/s. Urbanac Projects Private Limited, which is a promoter group company.

DIVIDEND

In order to conserve the resources of the Company by taking into account the prevailing economic situation and the need of resources for growth, the Board of Directors of the Company thought it was prudent not to recommend any dividend on the Equity Shares of the Company for the Financial Year ended 31st March, 2024.

Pursuant to Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the requirement for adopting the Policy for dividend distribution is not applicable to the Company during Financial Year 2023-24.

DETAILS AND PERFORMANCE OF SUBSIDIARY COMPANIES

Domestic Subsidiaries

Bhartiya Global Marketing Limited

It is a Global Marketing Company engaged in the export of textile and leather garments. The net loss was reported at Rs. 10.65 lakhs during the financial year 2023-24.

J&J Leather Enterprises Limited

This Company is a tannery to support our leather garments and accessories business through conversion of wet blue leather into finished leather. The total revenues of the Company stood Rs. 1832.12 lakhs and the net loss as Rs. 15.83 lakhs during the financial year 2023-24.

Bhartiya International SEZ Limited

The Company is incorporated to develop sector specific Special Economic Zone (SEZ) of Leather & Leather Products. It is a joint venture between Bhartiya International Limited and Andhra Pradesh Industrial Infrastructure Corporation. The total revenues of the Company reported Rs. 55.77 lakhs and the net loss as Rs. 22.77 lakhs during the financial year 2023-24.

Bhartiya Fashion Retail Limited

The Company incurred a loss of Rs. 2.29 lakhs for the financial year 2023-24.

Bhartiya Urban Infrastructure Limited

The Company incurred a loss of Rs. 0.30 lakhs for the financial year 2023-24.

Overseas Subsidiaries

Ultima S.A. Switzerland

The Company is engaged in marketing and selling outerwear including leather garments, accessories and textile products in Europe. The total revenues of the Company reported as CHF 81,52,249.79 and the net loss as CHF 7,99,158.41 during the financial year 2023-24.

World Fashion Trade Limited, Mauritius

The Company registered income of HK\$ 1,56,206 and net profit of HK\$ 13,318 for the period ended 31st March, 2024.

Ultima Italia SRL, Italy

This company markets all fashion products including fur and leather garments in Italian market. The total revenues of the Company reported as Euro 30,96,594 and the net profit as Euro 2,470 during the financial year 2023-24.

Design Industry Limited, Hongkong

This company is engaged in sourcing of outerwear (including leather, PU Garments, fashion accessories) and textile product from China and India for marketing and selling in Europe. The total revenues of the Company reported as HK\$ 89,347,573 and the net profit as HK\$ 10,132,389 during the reported period.

Design Industry China Limited, China

Design Industry China Limited is a wholly owned subsidiary of Ultima S.A. This company is engaged in marketing and selling of outerwear (including leather, PU Garments, fashion accessories) from China for marketing and selling in China. The total

revenue of the Company reported as RMB Yuan 41,73,596.57 and the net loss as RMB Yuan 2,77,649.69 during the financial year.

New Subsidiary /Associate Company Incorporated / Dissolved during the year

No new Subsidiary or Associate Company was incorporated acquired during the year under review. Also, no subsidiary/ or Associate Company was dissolved during the year under review.

FINANCIAL STATEMENTS

As mandated by the Ministry of Corporate Affairs, the financial statements for the year ended on 31st March, 2024 has been prepared in accordance with the Indian Accounting Standards (IND AS) notified under Section 133 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014. The estimates and judgements relating to the Financial Statements are made on a prudent basis, so as to reflect in a true and fair manner, the form and substance of transactions and reasonably present the Company's state of affairs, profits and cash flows for the year ended 31st March, 2024.

Consolidated Financial Statements

The Consolidated Financial Statements of the Company are prepared in accordance with the relevant Indian Accounting Standards issued by the Institute of Chartered Accountants of India and forms an integral part of this Report.

Pursuant to Section 129(3) of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014, a statement containing salient features of the financial statements of Subsidiaries/Associate Companies/Joint Ventures is given in Form AOC-1 and forms an integral part Annual Report for the Financial Year 2023-24.

EMPLOYEES STOCK OPTION PLAN

The Nomination and Remuneration Committee of the Board of Directors of the Company, inter alia, administers and monitors the Employees' Stock Option Scheme of the Company in accordance with the Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 ('the SEBI Guidelines') read with Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 as amended from time to time.

The Company has received a certificate from the Secretarial Auditors of the Company that the Scheme has been implemented in accordance with the SEBI Guidelines and the resolution passed by the shareholders. The certificate would be placed at the Annual General Meeting for inspection by members.

Statement Pursuant to Regulation 14 of the SEBI (Share Based Employee Benefits) Regulations, 2014 as at 31st March, 2024, are set out in **Annexure-'A'** to this Report.

During the year ended review, the Company had allotted 2282 Equity shares of face value of Rs.10/-each under Employee Stock Option Plan,2013.

Pursuant to Shareholders' resolution dated 23rd September, 2013, Board instituted an Employee Stock Option Plan ('ESOP 2013') in the year 2013 for which last vesting for the options completed/expired on 31st December, 2023. Options which were not exercised by the employees lapsed and Scheme is completed and no longer remain in force.

DIRECTORS

Retirement by rotation and subsequent re-appointment

In terms of applicable provisions of the Companies Act, 2013 ("Act") and the Articles of Association of the Company, Mr. Robert Burton Moore Jr. (DIN: 08108097), Director of the Company retires by rotation at the ensuing annual general meeting and is eligible for appointment. Mr. Moore (Non-Executive Director) is also attaining the age of 75 with effect from 18th September, 2025 thereby consent of members by way of special resolution is also being sought at ensuing AGM for continuation of directorship of Mr. Moore, beyond the age of 75 years in terms of SEBI Regulations.

Re-appointment of Independent Director for second consecutive term

Ms. Sannovanda Swathi Machaiah was appointed as an Independent Director at the 33rd Annual General Meeting of the Company held on 29th September, 2020, for a period of 5 years, effective from 1st April, 2020. Being eligible in terms of the Act and the SEBI LODR Regulations, the Board on the recommendation of the Nomination and Remuneration Committee has approved, re-appointment of Ms. Swathi for another period of five (5) years, subject to passing of special resolution by the members at the ensuing Annual General Meeting.

The Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence as prescribed in the Act and the SEBI LODR Regulations.

In the opinion of the Board, the Independent Directors of the Company are persons of high repute, integrity and possess the relevant expertise and experience in their respective fields. They fulfil the conditions specified in the Act, rules made thereunder and SEBI LODR Regulations and are independent of the management.

None of the Directors on the Board of the Company 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 other statutory authority.

KEY MANAGERIAL PERSONNEL

The following are the Key Managerial Personnel of the Company during the year under review.

Sl. No.	Name of the person	Designation
1.	Mr. Manoj Khattar	Whole-Time Director
2.	Mr. Raj Kumar Chawla	Chief Financial Officer
3.	Mr. Yogesh Kumar Gautam	Company Secretary

DIRECTORS' RESPONSIBILITY STATEMENT

To the best of knowledge and belief and according to the information and explanations obtained, your Directors make the following statement in terms of Section 134(3)(c) of the Companies Act, 2013:

- a) that in the preparation of the annual accounts for the financial year ended 31st March, 2024, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) that 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 as at 31st March, 2024 and of the profit of the company for the year ended on that date;
- c) that 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) that the annual accounts have been prepared on a going concern basis; and
- e) that 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) that 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.

NUMBER OF MEETINGS OF THE BOARD

During the financial year 2023-24, four Board Meetings of the Company were held. The details of the Meetings of the Board held during the financial year 2023-24 forms part of the Corporate Governance Report.

NOMINATION, REMUNERATION AND BOARD DIVERSITY POLICY

The Board of Directors has framed a policy which lays down a framework in relation to remuneration of Directors, Key Managerial Personnel and Senior Management of the Company. The Policy broadly lays down the guiding principles, philosophy and the basis for payment of remuneration to Executive and Non-Executive Directors. This policy also lays down the criteria for selection and appointment of Board members. The policy also provides the criteria for determining qualifications, positive attributes and Independence of Directors and criteria for appointment of Key Managerial Personnel/Senior Management and performance evaluation which are considered by the Nomination and Remuneration Committee and the Board of Directors while making selection of the candidates.

BOARD EVALUATION

Pursuant to the applicable provisions of the Act and the Listing Regulations, the Board has carried out an Annual Evaluation of its own performance, performance of the Directors and the working of its committees on the evaluation criteria defined by Nomination and Remuneration Committee for performance evaluation process of the Board, its Committees and Directors.

The Board's functioning was evaluated on various aspects, including inter-alia the structure of the Board, meeting of the Board, functions of the Board, degree of fulfilment of key responsibilities, establishment and delineation of responsibilities to various Committees, effectiveness of Board processes, information and functioning.

The Committees of the Board were assessed on the degree of fulfilment of key responsibilities, adequacy of Committee composition and effectiveness of Meetings. The Directors were evaluated on aspects such as attendance, contribution at Board/Committee Meetings and guidance/support to the Management outside Board/Committee Meetings.

The performance assessment of Non-Independent Directors and the Whole-Time Director, Board as a whole and the Chairman were evaluated in separate meetings of Independent Directors held on 15th March, 2024 without the presence of Non-Independent Directors and members of the management.

The same was also discussed in the meetings of the Nomination and Remuneration Committee and the Board. Performance evaluation of Independent Directors was done by the entire Board, excluding the Independent Director being evaluated.

The Board of Directors expressed their satisfaction with the evaluation process.

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

All Independent Directors are familiarised with the operations and functioning of the Company at the time of their appointment and on an ongoing basis. The details of the training and familiarisation program are provided in the Corporate Governance Report and is also available on the website of the Company at <https://bhartiya.com/download/FAMILIARISATION-PROGRAMME-FOR-INDEPENDENT-DIRECTORS-2023-2024.pdf>.

MANAGEMENT DISCUSSION & ANALYSIS

The Management Discussion and Analysis Report on the operations of the Company, as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended is provided in a separate section and forms an integral part of this Report.

STATUTORY AUDIT

At the Annual General Meeting (AGM) held on 29th September, 2022, M/s. Sushil Poddar & Co., Chartered Accountants (Firm Registration No. 014969N) appointed as the Statutory Auditors of the Company for an initial term of 5 years. The Ministry of Corporate Affairs vide notification No. S.O. 1833(E) dated 7th May, 2018, has done away with the requirement of seeking ratification of members for appointment of auditors at every Annual General Meeting. Accordingly, no resolution is being proposed for ratification of appointment of Statutory Auditors at the 37th Annual General Meeting.

The Report given by M/s. Sushil Poddar & Co., Chartered Accountants, Statutory Auditors on the financial statement of the Company for the year 2023-24 forms part of the Annual Report. There has been no qualification, reservation or adverse remark or disclaimer in their Report.

During the year under review, the Auditors did not report any matter under Section 143 (12) of the Act, therefore no detail is required to be disclosed under Section 134(3)(ca) of the Companies Act, 2013.

SECRETARIAL AUDIT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and rules made thereunder, the Company had appointed Mr. Ravi Sharma., Practicing Company Secretary, FCS NO. 4468, C. P. NO. 3666 from M/s. RSM & Co. to undertake the Secretarial Audit of the Company for the year ended 31st March, 2024. The Secretarial Audit Report is annexed as **Annexure 'B'** and forms an integral part of this Report. There is no secretarial audit qualification for the year under review.

Pursuant to Regulation 24A of Listing Regulations read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019, the Annual Secretarial Compliance Report of the Company for the period ending 31st March, 2024, was submitted to the stock exchanges and is uploaded on the website of the Company i.e. www.bhartiya.com.

COMMITTEES

The Board of Directors has the following mandatory Committees:

1. Audit Committee
2. Nomination and Remuneration Committee
3. Stakeholders' Relationship Committee
4. Corporate Social Responsibility Committee

The details of the composition of Committees, terms of reference and numbers of Meetings held during the financial year 2023-24 is provided in the Corporate Governance Report.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

As a part of its initiative under the "Corporate Social Responsibility" (CSR) drive, the company has undertaken projects in education and rural development projects. These projects are in accordance with Schedule VII of the Act and the Company's CSR policy.

The Report on CSR activities as required under the Companies (CSR Policy) Rules, 2014 along with the brief outline and contents of the CSR policy are annexed as **Annexure 'C'** and forms an integral part of this Report. The Policy has been uploaded on Company's website at www.bhartiya.com.

CORPORATE GOVERNANCE

As per Regulation 34 (3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate section on corporate governance practices followed by the Company, together with a certificate from the Company's Secretarial Auditors confirming compliance forms an integral part of this Report.

BUSINESS RESPONSIBILITY REPORTING

The Business Responsibility Reporting as required under Regulation 34(2)(f) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchanges is not applicable to your Company for the financial year ending 31st March, 2024.

ANNUAL RETURN

Pursuant to Section 134(3)(a) and Section 92(3) of the Act read with Companies (Management and Administration) Rules, 2014, the Annual Return for the Financial Year 2023-24, has been hosted on the Company's website www.bhartiya.com and weblink for the same is <https://bhartiyafashion.com/download/ANNUAL-RETURN-2024.pdf>.

RELATED PARTY TRANSACTIONS

All transactions entered with related parties for the year under review were on an arm's length basis and in ordinary course of business and the provisions of Section 188 of the Companies Act, 2013 are not attracted. Thus, disclosure in the form AOC-2 is not required. There were no material Related Party Transactions (RPTs) undertaken by the Company during the year that require shareholders' approval under Regulation 23 (4) of SEBI Regulations or Section 188 of the Act. All related party transactions are mentioned in the Notes to the Financial Statements.

All transactions with related parties were reviewed and approved by the Audit Committee and were in accordance with the Policy on dealing with and materiality of related party transactions. There are no materially significant related party transactions that may have potential conflict with the interest of the Company. All contracts/arrangements/transactions entered into by the Company during the year under review with related parties were in the ordinary course of business and on arm's length basis in terms of provisions of the Act. Further, there are no contracts or arrangements entered into under Section 188(1) of the Act, hence no justification has been separately provided in that regard.

Omnibus approval is obtained for the transactions which are foreseen and repetitive in nature with Related Parties. A statement giving details of all the related party transactions is placed before the Audit Committee and Board for review and approval on a quarterly basis.

The details of RPTs during financial year 2023-24, including transactions with person or entity belonging to promoter/promoter group which holds 10% or more shareholding in the company are provided in accompanying financial statements.

The SEBI vide amendments to the Listing Regulations had introduced substantial changes in the related party transaction framework, inter alia, by enhancing the purview of the definition of related party and overall scope of transactions with related parties. During the year under review, the Board of Directors based on recommendations of the Audit Committee approved revisions to the Policy on dealing with and materiality of Related Party Transactions and framework for transaction with related parties of the Company to define the ordinary course of business, review of material related party transactions and revise the thresholds for entering transactions with related parties and terms thereto. The Company's Policy on dealing with and materiality of related party transactions is available on the website of the Company at <https://bhartiyaifashion.com/download/POLICY-ON-RELATED-PARTY-TRANSACTIONS.pdf>.

None of the Directors has any pecuniary relationship or transactions vis-à-vis the Company except remuneration and sitting fees.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS BY COMPANY

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

RISK MANAGEMENT

The Company has adequate risk management processes to identify and notify the board of directors about the risks or opportunities that could have an adverse impact on the Company's operations or that could be exploited to maximize the gains. The processes and procedures are in place to act in a time bound manner to manage the risks or opportunities. The Company's approach to addressing business risks is comprehensive and includes periodic review of such risks and a framework for mitigating controls and reporting mechanism of such risks. Bhartiya International's exposure to foreign currency risk is restricted to its imports and exports. These risks are minimized through well-thought-out financial operations, astute treasury management and effective use of hedge options.

VIGIL MECHANISM/WHISTLE BLOWER POLICY

The Company has a Whistle Blower Policy to report genuine concerns or grievances. The Whistle Blower Policy has been posted on the website of the Company (www.bhartiya.com).

ENVIRONMENT AND SAFETY

The Company is conscious of the importance of environmentally clean and safe operations. The Company's policy requires conduct of operations in such a manner so as to ensure safety of all concerned, compliances environmental regulations and preservation of natural resources.

As required by the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013, the Company has formulated and implemented a policy on prevention of sexual harassment at the workplace with a mechanism of lodging complaints. Besides, redressal is placed on the intranet for the benefit of employees. Further, the Company has complied with provision relating to the constitution of Internal Complaint Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (14 of 2013). There was no instance reported for sexual harassment at workplace during the year under review.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has a proper and adequate system of internal controls to ensure that all assets are safeguarded and protected against loss from unauthorised use or disposition and that the transactions are authorised, recorded and reported correctly. Such internal controls are supplemented by an extensive programme of internal audits, review by management and documented policies, guidelines and procedures. These are designed to ensure that financial and other records are reliable for preparing financial information and other reports and for maintaining regular accountability of the Company's assets. The internal auditors present their report to the Audit Committee of the Board.

The Audit Committee of the Board of Directors actively reviews the adequacy and effectiveness of the internal control systems and suggests improvements to strengthen the same. The Company has a robust Management Information System, which is an integral part of the control mechanism.

CREDIT RATING

Rating Committee of India Ratings and Research (Ind-Ra) has re-affirmed the long-term issuer rating of the Company to **IND BBB** (pronounced IND triple B) with **stable outlook** on 10th July, 2024. Ind-Ra has re-affirmed rating of IND BBB/ Stable/ IND A2 for Fund- based working capital limits of Rs. 501.12 crores and term loan/ Proposed term loan of Rs. 79.62 crores. Agency has assigned rating IND A2 for non-fund based working capital limits of Rs. 66.35 crores. The outlook on the long-term rating has remained the same.

MATERIAL CHANGES AND COMMITMENTS

There are no material changes or commitments affecting the financial position of the Company which have occurred between the end of the financial year and the date of this Report, the business operations and financial position of the Company detailed in this Report as well as Notes to the Financial Statements of the Company.

SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

The Company's securities are listed at the following Stock Exchanges in India:

BSE Limited

National Stock Exchange of India Limited

The Annual Listing fee for the financial year 2023-24 has already been paid to both the above Stock Exchanges.

COMPLIANCE OF SECRETARIAL STANDARDS

During the financial year under review, the Company has complied all applicable Secretarial Standards specified by the Institute of Company Secretaries of India pursuant to Section 118 of the Companies Act, 2013.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant and material orders by the Regulators/Courts that would impact the going concern status of the Company and its future operations.

COST AUDIT AND MAINTANANCE OF COST RECORD

As per the Companies (Cost Records and Audit) Rules, 2014, Cost Audit is not applicable to the Company for the financial year 2023-24.

Further, maintenance of cost record as specified by the Central Government, under sub-section-1 of Section 148 of the Companies Act, 2013 is not required.

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO.

Information in accordance with the provision of Section 134 (3)(m) of the Companies Act, 2013, read with Rule 8(3) of the Companies (Accounts) Rules, 2014 for the year ended 31st March, 2024 on the Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and outgo is given in the **Annexure 'D'** forming part of this report.

HUMAN RESOURCES

At Bhartiya, our objective is to align the talent pool with our core business values and brand philosophy while imparting technical skills and promote solution-oriented mindset which are business growth enablers. We have committed to provide them the platform to experiment and embrace new opportunities in-order to serve the customers of tomorrow. Bhartiya's people assets is the strong foundation for creating many possibilities for its business. Our approach towards attracting and nurturing finest quality of talent is a combination of empowerment and accountability that provides people lifelong development opportunities and make them change leaders. Talent sourced across India gets the opportunity to be positioned in high impact roles at Bhartiya and deploy functional mastery to deliver innovative solutions while contributing to our operational excellence and overall business strategy. During the year under review, the efficient operations of manufacturing units, market development and expansion for various products was the highlight of our people effort. Continuous people development for developing knowledge and skills coupled with sound people practices will deliver the talent needs of the organization.

We strive to build a deep talent bench of high-quality leaders through a culture of continuous learning, innovation, and collaboration by providing leading-edge learning and development support to our managers.

PARTICULARS OF EMPLOYEES

During the financial year 2023-24, the Company had 315 employees.

In terms of the provisions of Section 197(12) of the Companies Act, 2013, read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, a statement showing the 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.

Further, the disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, forms

part of this Report.

Having regard to the provisions of the second proviso to Section 136(1) of the Act, the Annual Report excluding the aforesaid information is being sent to the members of the Company. The said information is available for inspection at the registered office of the Company during business hours on working days upto the date of ensuing Annual General Meeting. Any member interested in obtaining such information may write to the Company Secretary and the same will be furnished on request. The Annual Report including the aforesaid information is also available on the Company's website.

None of the employees listed in the said Annexure is a relative of any Director of the Company. None of the employees hold (by himself or along with his spouse and dependent children) more than two percent of the equity shares of the Company.

DEMAT SUSPENSE ACCOUNT FOR UNCLAIMED SHARES

There are no unclaimed shares of the Company.

PUBLIC DEPOSIT

The Company has neither invited/ nor accepted any deposits during the year within the meaning of Section 73 of the Companies Act, 2013, read with Companies (Acceptance of Deposit) Rules, 2014.

AWARDS AND ACCOLADES

Your Company continues to win awards year after year, reiterating its credible market position. Some awards received during the previous three Financial Years by the Company are as given below:

- (a) First Place National Export Excellence Award from Council for Leather Exports (Category above Rs.300 Crores – Leather Garments) year – 2022-2023.
- (b) Excellence Export performance during 2020-21 in Leather Garments from Council for Leather Exports – Northern Region (Category above Rs. 200 & 300 Crores – Leather Garments) year – 2020-2021.
- (c) First Place Export Award from Council for Leather Exports – Northern Region (Category above Rs. 25 crores & upto Rs. 50 Crores – Leather Garments) year – 2020-2021.

GENERAL

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

- a) Details relating to deposits covered under Chapter V of the Act.
- b) Neither the Managing Director nor the Whole-time Directors of the Company receive any remuneration and commission from any of its subsidiaries.
- c) No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
- d) No frauds has been reported by the Auditors to the Audit Committee or the Board.
- e) There has been no changes in the nature of business of the Company.

ACKNOWLEDGEMENTS

Your Directors are highly grateful for all the help, guidance and support received from the valued customers, suppliers, vendors, other business associates, various government and local authorities as well as the various Banks.

The Board places on record its appreciation for the devoted and dedicated services rendered by all the employees in taking the Company forward.

For and on behalf of the Board

Snehdeep Aggarwal

Chairman

DIN: 00928080

Gurugram, 9th August, 2024

ANNEXURE A
(ESOP DISCLOSURE)

Statement Pursuant to Regulation 14 of the SEBI (Share Based Employee Benefits) Regulations, 2014.

The details of the Employees Stock Option Plan, 2013 approved by the Company is valid as on date and there has been no variation in the Scheme.

- A. Relevant disclosures in terms of the "Guidance note on accounting for employee share-based payments" issued by ICAI or any other relevant accounting standards as prescribed from time to time are provided on the weblink: www.bhartiyafashion.com
- B. Basic and Diluted EPS in accordance with "Accounting Standard 20 - Earnings Per Share" issued by ICAI is as under:

Particulars	Standalone (in Rs.)	Consolidated (in Rs.)
Basic EPS	14.40	0.20
Diluted EPS	14.40	0.20

- C. Details related to Employees Stock Option Plan, 2013

Name of the Scheme	Employees Stock Option Plan, 2013
Date of shareholders approval	September 23, 2013
Total number of options approved under ESOS	400,000
Vesting requirements	The minimum vesting period shall be 1 (one) year from the date of grant and may extend upto 4 (four) years as may be determined by the Board/ Nomination and Remuneration Committee.
Exercise price or pricing formula	The Exercise Price per option shall be such discounted price to the Market Price of the Equity Shares of the Company as may be determined by the Board / Nomination and Remuneration Committee.
Maximum term of options granted	The options vested should be exercise within 5 years from the date of such respective vesting.
Source of shares (primary, secondary or combination)	Primary
Variation in terms of options	None
Method used for accounting of ESOPs	Fair Value
Where the company opts for expensing of the options using the intrinsic value of the options, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value of the options shall be disclosed. The impact of this difference on profits and on EPS of the company shall also be disclosed.	Not applicable

- D. Details of options granted to senior managerial personnel or identified employees is as under:

Particulars	Year ended 31st March, 2024
Senior managerial personnel	Nil
Any other employees who received a grant in any one year of Options amounting to 5% or more of the Options granted during that 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

E. The activity in the Employees Stock Option Plan during the year ended March 31, 2024 is as under:

Particulars	Year ended 31st March, 2024
Number of options outstanding at the beginning of the period	20,751
Number of options granted during the year	Nil
Number of options forfeited / lapsed during the year	Nil
Number of options vested during the year	Nil
Number of options exercised during the year	2,282
Number of shares arising as a result of exercise of options	Nil
Money realized by exercise of options (INR), if scheme is implemented directly by the company (INR)	114,100
Loan repaid by the Trust during the year from exercise price received	Not Applicable
Number of options stands cancelled upon completion/ expiration of scheme on 31/12/2023	18469*
Number of options outstanding at the end of the year	NIL
Number of options exercisable at the end of the year	NIL
Weighted average exercise price and weighted average fair value of Options granted during the year for Options whose exercise price either equals or exceeds or is less than the market price of the stock. Options whose exercise price is less than the market price: - Weighted average exercise price of options - Weighted average fair value of options	Not Applicable Not Applicable
A description of the method and significant assumptions used during the year to estimate the fair value of options including the following information: - Date of Grant - Weighted average share price - Exercise price - Expected volatility - Option life (comprising of weighted average of vesting period and exercise period) - Expected dividends - Risk free rate of return	Not Applicable as no options were granted during the year.
The method used and the assumptions made to incorporate the effects of expected early exercise	Historical data for early exercise of Options is not accurate / uniform, hence not considered in expected life calculations.
How expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility; and	Volatility is the measure of the amount by which a price has fluctuated or is expected to fluctuate during a period. The measure of volatility used in the Black-Scholes options pricing model is the annualized standard deviation of the continuously compounded rates of return on the stock over a period of time. For calculating volatility, the daily volatility of the stock prices on the National Stock Exchange, over twelve months period prior to the date of grant has been considered.
Whether and how any other features of the option grant were incorporated into the measurement of fair value, such as a market condition	No other feature has been considered for fair valuation of options except as mentioned in the points above.

* Pursuant to Shareholders' resolution dated 23rd September, 2013, Board instituted an Employee Stock Option Plan ('ESOP 2013') in the year 2013 for which last vesting for the options completed/expired on 31st December, 2023. Options which were not exercised by the employees as on the said date stands lapsed and Scheme is completed and no longer remain in force.

ANNEXURE B
(SECRETARIAL AUDIT REPORT)
FORM NO. MR-3
FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2024

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

The Members

Bhartiya International Limited
 56/7, Nallambakkam Village (via Vandalur)
 Chennai, Tamil Nadu 600 048

We have conducted the Secretarial Audit of the compliances of applicable statutory provisions and the adherence to good corporate practices by **BHARTIYA INTERNATIONAL LIMITED** (hereinafter called 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, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the Financial Year ended on March 31, 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 made hereinafter:-

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

1. The Companies Act, 2013("the Act") and Rules made thereunder as amended/modified;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
3. The Depositories Act, 1996 and the Regulations and Bye - laws framed thereunder;
4. The Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
5. 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 to the extent applicable;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 to the extent applicable;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (**Not applicable to the Company during the audit period**);
 - d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (**To be enter applicable**);
 - e) The Securities and Exchange Board of India (Issue and Listing of Non-convertible Securities) Regulations, 2021 (**Not applicable to the Company during the audit period**);
 - 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 to the extent of securities issued;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (**Not applicable to the Company during the audit period**);
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (**Not applicable to the company during the audit period**) and

- i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments from time to time, to the extent applicable;
 - j) The Securities and Exchange Board of India (Investor Protection and Education Fund) Regulation, 2009 to the extent applicable.
6. We further report that, having to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test check basis, the Company has complied with the laws and Regulations applicable to the Company;

We further report that the compliances by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by statutory financial auditor and other designated professionals.

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

- i) Secretarial Standard with regard to meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India;
- ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

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

We further report that: -

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The Changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act;

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarification on the agenda items before the meeting and for meaningful participation at the meeting; and

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

There are adequate systems and processes in the Company commensurate with the size and operations of the company to monitor and ensure compliances with applicable laws, rules, regulations and guidelines.

We further report that during the audit period, there were no specific events / actions having a major bearing on the Company's affairs in pursuance of the above-referred laws, rules, regulations, guidelines, standards, etc.

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

For RSM & Co.
Company Secretaries

CS RAVI SHARMA
Partner
FCS: 4468 | COP No.: 3666
UDIN: F004468F000921648
Peer Review Cert. No. 978/2020

Delhi, 9th August, 2024

Annexure-A to Secretarial Audit Report

The Members
Bhartiya International Limited
56/7, Nallambakkam Village (Via Vandalur)
Chennai, Tamil Nadu 600 048

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

For RSM & Co.
Company Secretaries

CS RAVI SHARMA
Partner
FCS: 4468 | COP No.: 3666
UDIN: F004468F000921648
Peer Review Cert. No. 978/2020

Delhi, 9th August, 2024

ANNEXURE C**ANNUAL REPORT ON CSR ACTIVITIES FOR FINANCIAL YEAR 2023-24****1. Brief outline on CSR Policy of the Company.**

The CSR Policy, duly approved by the Board of Directors has been uploaded on the Company website www.bhartiya.com. The policy contains the exhaustive list of programs that can be undertaken by the Company during any reported period.

2. During the financial year 2023-24, the company had mainly catered in the field of education and rural area development projects. Composition of CSR Committee:

Sl. No.	Name of Director	Designation/ Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Snehdeep Aggarwal	Chairperson	4	4
2	Mr. Vivek Kapur	Member	4	4
3	Mrs. Sannovanda Machaiah Swathi	Member	4	4

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.bhartiyafashion.com/download/CSR-PROJECTS-FY-2023-24.pdf>

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 (attach the report). **Not Applicable**
5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any: **Not Applicable.**
6. Average net profit of the company as per section 135(5).- Rs. 14,53,60,724/-
7. (a.) Two percent of average net profit of the company as per section 135(5)- Rs. 29,07,214/-
(b.) Surplus arising out of the CSR projects or programmes or activities of the previous financial years.- **NIL**
(c.) Amount required to be set off for the financial year, if any- Rs. 2,80,372/-
(d.) Unspent amount of previous years- **NIL**
8. Total CSR obligation for the financial year (7a+7b- 7c+7d)- Rs. 26,26,842 /-
9. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (in Rs.)	Amount Unspent (in Rs.)				
	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 (in Rs.)	Date of transfer	Name of the Fund	Amount	Date of transfer
29,88,603/-	NIL	NIL	NIL	NIL	-

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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	State	District	Project duration	Amount allocated for the project (in Rs.)	Amount spent in the current financial Year (in Rs.)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.)	Mode of Implementation-Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
											Name	CSR Registration number
-	-	-	-	-	-	-	-	-	-	-	-	-

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

(1) Sl. No.	(2) Name of the Project	(3) Item from the list of activities in schedule VII to the Act	(4) Local area (Yes/No)	(5) Location of the project		(6) Amount spent for the project (in Rs.)	(7) Mode of implementation - Direct (Yes/No)	(8) Mode of implementation - Through implementing agency	
				State	District			Name	CSR registration number
1	PROJECT 1/2023-24	Rural Development Project-dispensary.	Yes	Tamil Nadu	Kanchipuram	Rs. 5,77,451/-	Yes	Not Applicable	
2	PROJECT 2/2023-24	Rural Development Project-Construction of road	Yes	Tamil Nadu	Kanchipuram	Rs. 9,80,108/-	Yes	No Applicable	
3	PROJECT 3/2023-24	Enhancing livelihood of differently abled people	Yes	Bangaluru, Tamil Nadu.	Bangaluru, Tamil Nadu.	Rs. 97,672/-	Yes	No Applicable	
4	PROJECT 4/2023-24	Promoting Education	Yes	Delhi NCR & Bangalore	Delhi NCR & Bangalore	Rs. 10,53,000/-	Yes	No Applicable	
TOTAL						Rs. 27,08,231/-			

(d) Amount spent in Administrative Overheads: **NIL**

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

(f) Total amount spent for the Financial Year (8b+8c+8d+8e): **Rs. 27,08,231/-**

(g) Excess amount for set off, if any: **Rs. 81,389/-**

10. (a) 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 Rs.)	Amount spent in the reporting Financial Year (in Rs.)	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 Rs.)
				Name of the Fund	Amount (in Rs)	Date of transfer	
		NIL	NIL	NIL			

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(1) Sl. No.	(2) Project ID	(3) Name of the Project	(4) Financial Year in which the project was commenced	(5) Project duration	(6) Total amount allocated for the project (in Rs.)	(7) Amount spent on the project in the reporting Financial Year (in Rs)	(8) Cumulative amount spent at the end of reporting Financial Year (in Rs.)	(9) Status of the project-Completed/Ongoing
N.A.								

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**

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

Manoj Khattar
Whole-Time Director
DIN: 00694981

Snehdeep Aggarwal
Chairman
DIN: 00928080

Gurugram, 9th August, 2024

ANNEXURE D

Information in accordance with the provision of Section 134 (3)(m) of the Companies Act, 2013, read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is given below:

a. Conservation of Energy

The operations of your Company are not energy intensive however the Company has undertaken several steps for energy conservation like monitoring of DG sets, using energy efficient computers and laptops, Air-conditioners are used only when required and thereby enhancing energy efficiency.

b. Technology Absorption

The Company is in a fashion-oriented industry. The Company relies heavily on its Italian office for design and product development. Access to Italian facilities is available for Indian operations thereby facilitating transfer of know-how.

c. Foreign Exchange Earnings & Outgo

The information on foreign exchange earnings and outgo are Earnings: Rs. 59,319.71/- Lakhs Expenditure: Rs. 22,282.86/- Lakhs.

For and on behalf of the Board

Snehdeep Aggarwal

Chairman

DIN: 00928080

Gurugram, 9th August, 2024

CORPORATE GOVERNANCE REPORT

The Directors present the Company's Report on Corporate Governance for the year ended 31st March, 2024, in terms of Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The Company's philosophy on Corporate Governance revolves around the principles of ethical governance which guides and directs the management to conduct the business in an efficient manner to meet its obligations towards shareholders' and other stakeholders' expectations. Corporate Governance, which aims to promote fairness, transparency and integrity of the management, is not a mere legal compulsion but rather a way of life, which helps in inspiring and strengthening investor's confidence in the Company.

In rapidly changing business and technological environment, Bhartiya International Limited ("BIL") maintains its industry leadership through continuous endeavor to improve upon governance aspects on an on-going basis and adopts innovative approaches for leveraging resources, converting opportunities and motivation fostering a healthy growth and development of human resources thus generated confidence among business partners, customers and investors and at the same time fulfills its social responsibilities.

During the Financial year 2023-2024, the Company is in compliance of the requirements stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [SEBI LODR Regulations / SEBI Listing Regulations] as applicable, with regard to Corporate Governance.

The detailed Corporate Governance Report of BIL is as follows:

BOARD OF DIRECTORS

The Board is entrusted with an ultimate responsibility of the Management, directions and performance of the Company. The Board provides leadership, strategic guidance, objective and independent view to the Company's management while discharging its responsibilities, thus ensuring that the management adheres to ethics, transparency and disclosures. In addition, the Board has created sub-committees to oversee the functions of executive management.

a. Composition of the Board, Other Directorships and Committee Memberships:

The composition of the Board is in conformity with the Companies Act, 2013 and SEBI LODR Regulations.

As on 31st March, 2024, the Board strength comprises of eight Directors and three out of them are Non-Executive Directors. There are Four Independent Directors (out of which one is woman Director) on the Board who are professionals with high credentials and actively contributing in the deliberations of the Board, covering all strategic policy matters and strategic decisions.

The details of each member of the Board along with the number of Directorships/Committee Memberships are as given below:

Name	Director Identification Number	Date of Appointment#	Category of Directors	Directorships in other Indian Public Limited Companies	Memberships/ Chairmanships of other Committees		List of Directorship held in Other Listed Companies and Category of Directorship
					Chairman	Member	
Mr. Snehdeep Aggarwal	00928080	07-01-1987	Promoter, Non-Executive Chairman	-	-	-	-
Mr. Manoj Khattar	00694981	13-08-2018	Executive Director (Whole-Time Director)	5	1	-	-
Mr. Robert Burton Moore Jr.	08108097	16-04-2018	Non-Executive Non-Independent Director	-	-	-	-
Mr. Nikhil Aggarwal	01891082	04-10-2007	Non-Executive Non-Independent Director	-	-	-	-

Name	Director Identification Number	Date of Appointment#	Category of Directors	Directorships in other Indian Public Limited Companies	Memberships/ Chairmanships of other Committees		List of Directorship held in Other Listed Companies and Category of Directorship
					Chairman	Member	
Mrs. Sannovanda Machaiah Swathi	06952954	01-04-2020	Non-Executive Independent Director	4	-	4	PC Jeweller Limited Non-Executive Independent Director Orient Green Power Company Limited Non-Executive Independent Director
Mr. Navkiran Singh Ghei	09649188	11-08-2022	Non-Executive Independent Director	-	-	-	-
Mr. Deepak Bhojwani	07351577	11-08-2022	Non-Executive Independent Director	-	-	-	-
Mr. Vivek Kapur	09678378	11-08-2022	Non-Executive Independent Director	-	-	-	-

#Date of appointment depicts first appointment not re-appointment.

- The Directorships, held by Directors as mentioned above, do not include Alternate Directorships and Directorships in Foreign Companies, Section 8 Companies and Private Limited Companies and is within respective limits prescribed under the Companies Act, 2013 ("Act") and Listing Regulations.
- Memberships/Chairmanships of only Audit Committees and Stakeholders Relationship Committees in all Public Limited Companies (excluding Bhartiya International Limited) have been considered. Members of the Board of the Company do not have membership of more than ten Board-level Committees or Chairman of more than five such Committees.
- The Independent Directors also meet the criteria as defined under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Companies Act, 2013.
- Details of Director(s) retiring or being re-appointed are given in the notice to Annual General Meeting. The brief profile of the Board Members is given on the website of the Company www.bhartiya.com.
- Maximum tenure of Independent Directors is in accordance with the Companies Act, 2013 and rules made thereunder.
- Mr. Nikhil Aggarwal is the nephew of Mr. Snehdeep Aggarwal, Promoter Director. No other directors are related to each other.

b. Number of Board Meetings:

The Board meets at regular intervals to discuss and decide on business strategies/policies and review the financial performance of the Company and its subsidiaries. The Board Meetings are pre-scheduled well in advance to facilitate the Directors to plan their schedules. In case of business exigencies, the Board's approval is taken through circular resolutions after complying with the provisions of the Companies Act, 2013 and rules made thereunder and also as per Secretarial Standards.

The notice of each Board Meeting is given in writing to each Director. The agenda along with the relevant notes and other material information are sent in advance separately to each Director and in exceptional cases tabled at the meeting. This ensures timely and informed decisions by the Board.

In the financial year 2023-24, the Board met four times. The meetings were held on 30th May, 2023, 11th August, 2023, 14th November, 2023, and 12th February, 2024. The interval between two meetings was well within the maximum period mentioned under Section 173 of the Companies Act, 2013 and the SEBI Listing Regulations and Circulars issued from time to time.

The attendance of Directors at the Board meetings held during the financial year ended 31st March, 2024 and at the previous Annual General Meeting (AGM) was as under:

Name of Director	No. of Board Meetings Attended *	Attendance at Last AGM
Mr. Snehdeep Aggarwal	4	Absent
Mr. Manoj Khattar	4	Present
Mr. Robert Burton Moore Jr.	4	Absent
Mr. Nikhil Aggarwal	4	Absent
Mrs. Sannovanda Machaiah Swathi	4	Absent
Mr. Navkiran Singh Ghei	4	Absent
Mr. Deepak Bhojwani	4	Absent
Mr. Vivek Kapur	4	Present

* Includes Meeting attended through Video/Tele Conference.

Selection of Independent Directors

Considering the requirement of skill sets on the Board, eminent people having an independent standing in their respective field / profession and who can effectively contribute to the Company's business and policy decisions are considered by the Human Resources, Nomination and Remuneration Committee, for appointment, as an Independent Director on the Board. The Committee inter alia considers qualification, positive attributes, area of expertise and number of Directorship(s) and Membership(s) held in various committees of other companies by such persons in accordance the terms and conditions of appointment of Independent Directors posted on Company's website. The Board considers the Committee's recommendation and takes appropriate decision.

Every Independent Director, at the first meeting of the Board in which he / she participates as a Director and thereafter at the first meeting of the Board in every financial year, gives a declaration that he / she meets the criteria of independence as provided under the law and that he/ she is not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact his/ her ability to discharge his/ her duties with an objective independent judgement and without any external influence.

Your Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence as prescribed under Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 149 and Schedule IV of the Companies Act, 2013.

In the opinion of the Board, all the Independent Directors fulfil the criteria of independence as specified under Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 149 and Schedule IV of the Companies Act, 2013 and they are independent from the Management.

c. Skills/expertise/competencies of the Board

The Board recognizes certain skills/expertise/competencies that are required by it to function effectively in the context of business of the Company and which inter-alia consists of experience and knowledge of the Leather and Textile Industry and specialist knowledge in various areas.

Board members have significant experience and expertise in the areas of corporate governance, strategy, finance, banking and marketing. The Company is managed by the Board of Directors in coordination with the Senior Management team. The Board periodically evaluates the need for change in its composition and size.

The Board has identified the following skill set with reference to its Business and Industry which are available with the Board:

Name of the Directors	Core skills/expertise/competencies identified by the Board of Directors as required in the context of its business(es) and sector(s)
Mr. Snehdeep Aggarwal	Leadership, Entrepreneurship, Global business and consumer understanding, Business Strategy and Corporate Management
Mr. Manoj Khattar	Financial matters including capital budgeting, planning & management, corporate finance experience.
Mr. Robert Burton Moore Jr.	Marketing specialist, Business Management
Mr. Nikhil Aggarwal	International Marketing and Business Management
Mrs. Sannovanda Machaiah Swathi	Expertise in Banking, Accounts and Finance matters.
Mr. Navkiran Singh Ghei	Retired as Lt. Gen from Indian Army, highly decorated Army Officer having wide ranging leadership, management and organizational experience spanning 40 years of an extremely successful and distinguished career. Experience of working in a Global environment, has represented the country and the Defense Services internationally on several occasions.
Mr. Deepak Bhojwani	Mr. Deepak Bhojwani joined the Indian Foreign Service (IFS) in 1978. Since then, he has served in three Continents - Asia, Europe and South America - as well as the Ministry of External Affairs in New Delhi. During his career, he was accredited as Ambassador in seven Latin American countries. He became a Joint Secretary in the Government of India in October, 1997.
Mr. Vivek Kapur	Expertise in Accounts and Finance matters.

d. Information Supplied to the Board

The Board has complete access to all the information with the Company. The Company provides the information as set out in Regulation 17(7) read with Part A of Schedule II of the SEBI LODR Regulations to the Board to the extent it is applicable and relevant. Such information is submitted either as part of the agenda papers in advance of the respective Meetings or by way of presentations and discussions during the Meetings.

e. Post Meeting Mechanism

The important decisions taken at the Board/Board Committee meetings are communicated to the concerned departments/divisions for their further actions.

f. Board Support

The Company Secretary attends the Board meetings and advises the Board on Compliances with applicable laws and governance.

g. Shareholding of Non-Executive Directors

As on 31st March, 2024, the shares held by the Non-Executive Directors is provided below:

Name of the Directors	No. of shares held
Mr. Snehdeep Aggarwal	1143362
Mr. Nikhil Aggarwal	20100

Further, none of the Non-Executive Directors holds any convertible Instruments of the Company.

h. Roles, Responsibilities and Duties of the Board

The duties of Board of Directors have been enumerated in Listing Regulations, Section 166 of the Companies Act, 2013 and Schedule IV of the said Act (Schedule IV is specifically for Independent Directors). There is a clear demarcation of responsibility and authority amongst the Board of Directors.

i. Independent Directors

The Non-Executive Independent Directors fulfil the conditions of independence specified in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations. A formal letter of appointment to Independent Director as provided in Companies Act, 2013 is disclosed on the website of the Company www.bhartiya.com. The same is issued to Independent Directors on their appointment. In compliance with the Listing Regulations, Directors of the Company do not serve as an Independent Director in more than seven listed companies. Further, no Independent Director serves as a Whole-Time Director/Managing Director in any other listed company.

The Company has obtained a certificate from Practicing Company Secretary confirming that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority.

j. Familiarization Programme for Independent Directors

At the time of appointing an Independent Director, a formal letter of appointment is given to concerned Director, which inter alia explains the role, function, duties and responsibilities expected from a Director of the Company. The Director is also explained in detail the Compliance required from them under Companies Act, 2013, SEBI Listing Regulations and other various statutes and thereafter an affirmation is obtained. The Chairman also has a one-to-one discussion with the newly appointed Director to familiarize him/her with the Company's operations.

Further, on an ongoing basis as a part of Agenda of Board / Committee Meetings, presentations are regularly made to the Independent Directors on various matters inter-alia covering the Company's and its subsidiaries/associates businesses and operations, industry and regulatory updates, strategy, finance, risk management framework, role, rights, responsibilities of the Independent Directors under various statutes and other relevant matters.

Details of the programme for familiarisation of Independent Directors with the working of the Company are available on the website of the Company and can be accessed on <https://www.bhartiyafashion.com/download/FAMILIARISATION-PROGRAMME-FOR-INDEPENDENT-DIRECTORS-2023-2024.pdf>

k. Conflict of Interests

Each Director informs the Company on an annual basis about the Board and the Committee positions he/she occupies in other companies including Chairmanships and notifies changes during the year. The Members of the Board while discharging their duties, avoid conflict of interest in the decision-making process. The Members of the Board restrict themselves from any discussions and voting in transactions in which they have concern or interest.

COMMITTEES OF THE BOARD

The Board of Directors have constituted Board Committees to deal with specific areas and activities which concern the Company and need a closer review. The Board Committees are formed with approval of the Board and function under their respective Charters. These Board Committees play an important role in overall management of day-to-day affairs and governance of the Company. The Board Committees meet at regular intervals, takes necessary steps to perform its duties entrusted by the Board. To ensure good governance, the Minutes of the Committee Meetings are placed before the Board for their noting.

The Board has currently the following Committees:

A. AUDIT COMMITTEE

(i.) Composition

Audit Committee of the Board of Directors ("the Audit Committee") is entrusted with the responsibility to supervise the Company's financial reporting process and internal controls.

The composition, quorum, powers, role and scope are in accordance with Section 177 of the Companies Act, 2013 and the provisions of Regulation 18 of the SEBI Listing Regulations. All members of the Audit Committee bring in expertise in the fields of Finance, Taxation, Economics, Risk and International Finance. Mr. Vivek Kapur is the Chairman of the Audit Committee. Mr. Navkiran Singh Ghei and Mrs. Sannovanda Machaiah Swathi are the members of the Audit Committee.

The Audit Committee inter alia provides directions to and oversee the internal audit and risk management functions, review of financial results and annual financial statements, interact with statutory auditors and carry out such others matters as required in terms of the Companies Act, 2013 and SEBI LODR Regulations. In fulfilling the above role, the Audit Committee has powers to investigate any activity within its terms of reference, to seek information from employees and to obtain outside legal and professional advice.

Company Secretary acts as Secretary of the Audit Committee. The Statutory and Internal Auditors, Chief Financial Officer are invitees for the Audit Committee Meetings.

(ii.) Meetings and Attendance during the Financial Year 2023-24

The Members of the Audit Committee met four times during the Financial Year 2023-24. The Company is in full compliance with the provisions of Regulation 18 of the SEBI Listing Regulations on gaps between any two Audit Committee meetings. The Committee met on 30th May, 2023, 11th August, 2023, 14th November, 2023 and 12th February, 2024. The necessary quorum was present for all Meetings.

The Chairman of the Audit Committee was present at the last Annual General Meeting of the Company. The Table below provides the attendance of the Audit Committee members:

Director	30.05.2023	11.08.2023	14.11.2023	12.02.2024
Mr. Vivek Kapur	P	P	P	P
Mr. Navkiran Singh Ghei	P	P	P	P
Mrs. Sannovanda Machaiah Swathi	P	P	P	P

Includes Meeting attended through Video/Tele Conference.

(iii) Terms of Reference

- a. 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.
- b. Recommending to the Board, the appointment, reappointment and, if required, the replacement or removal of statutory auditors, including cost auditors, if any, and fixation of audit fees and other terms of appointment.
- c. Approving payment to statutory auditors, including cost auditors, if any, for any other services rendered by them.
- d. Reviewing with the management, annual financial statements and auditors report thereon before submission to the Board for approval, with particular reference to:
 - Matters required to be included in the Directors' Responsibility Statement to be included in the Directors' Report of the Company from time to time
 - Changes, if any, in accounting policies and practices and reasons for the same
 - Major accounting entries involving estimates based on the exercise of judgment by the management
 - Significant adjustments made in financial statements arising out of audit findings
 - Compliance with listing and other legal requirements relating to financial statements
 - Disclosure of related party transactions
 - Modified opinion(s) in the draft audit report
- e. Reviewing with the management and Statutory Auditors, the quarterly and half yearly financial statements before submission to the Board for approval
- f. 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 utilized for purposes other than those stated in the offer document/prospectus/notice, and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue and making appropriate recommendations to the Board to take up steps in this matter.
- g. Reviewing and monitoring the auditor's independence and performance and effectiveness of audit process.
- h. Approval or any subsequent modification of transactions of the Company with related parties
- i. Scrutiny of inter-corporate loans and investments
- j. Review of valuation of undertakings or assets of the Company, wherever it is necessary
- k. Evaluation of internal financial controls and risk management systems

- l. Reviewing with the management, the performance of statutory auditors, including cost auditors and internal auditors, adequacy of internal control systems
- m. 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
- n. Discussion with internal auditors, any significant findings and follow-up thereon
- o. 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
- p. Discussion with statutory auditors, before the audit commences, about the nature and scope of audit as well as post audit discussion to ascertain any area of concern
- q. To look into the reasons for substantial defaults, if any, in the payment to depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors
- r. To review the functioning of the Whistle Blower mechanism
- s. Approval of appointment of the CFO or any other person heading the finance function or discharging that function after assessing qualifications, experience and background of the candidate
- t. Frame and review policies in relation to implementation of the Company's code of conduct and Code of conduct for prevention of Insider Trading and supervise its implementation under the overall supervision of the Board;
- u. Carrying out such other functions as may be specifically referred to the Committee by the Company's Board of Directors and/or other Committees of Directors.
- v. Reviewing financial statements, in particular the investments made by the Company's unlisted subsidiaries.
- w. Reviewing the following information:
 - The Management Discussion and Analysis of financial condition and results of operations;
 - Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
 - Management letters/letters of internal control weaknesses issued by the statutory auditors;
 - Internal audit reports relating to internal control weaknesses; and
 - The appointment, removal and terms of remuneration of internal auditors / chief internal auditor
- x. statement of deviations:
 - quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of the SEBI Listing Regulations.
 - annual statement of funds utilized for purposes other than those stated in the offer document/ prospectus/ notice in terms of Regulation 32(7) of the SEBI Listing Regulations.
- y. Reviewing the utilization of loans and/or advances to/investment in the subsidiary company exceeding Rs. 100 crore or 10% of the asset size of the subsidiary, whichever is lower.
- z. Authority to review/investigate into any matter covered by Section 177 of the Companies Act, 2013 and the matters specified in Part C of schedule II to the Listing Regulations.

B. NOMINATION AND REMUNERATION COMMITTEE

(i) Composition

The Committee comprises of three Non-Executive Independent Directors in pursuant to Regulation 19 of the SEBI LODR Regulations. Mr. Vivek Kapur is the Chairman of the Committee. Other members of the Nomination and Remuneration Committee are Mr. Navkiran Singh Ghei and Mrs. Sannovanda Machaiah Swathi. Company Secretary acts as Secretary of the Nomination and Remuneration Committee. The Composition of Remuneration and Nomination Committee is pursuant to the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI Listing Regulations.

(ii) Meetings and Attendance during the financial year 2023-24

The Nomination and Remuneration Committee met three times during the year. The necessary quorum was present for the Meeting. The table below provides the Attendance of the Nomination and Remuneration Committee members:

Director	30.05.2023	11.08.2023	14.11.2023
Mr. Vivek Kapur	P	P	P
Mr. Navkiran Singh Ghei	P	P	P
Mrs. Sannovanda Machaiah Swathi	P	P	P

Includes Meeting attended through Video/Tele Conference.

(iii) Terms of reference

The broad terms of reference of the Nomination and Remuneration Committee are as under:-

- a. Identifying, evaluating, and recommending appropriate Independent Directors, Executive and Non -Executive Directors on the Board of the Company based on the qualifications, positive attributes, independence of a director and availability of time with him or her to devote to the job;
- b. Evaluating the skill, knowledge, experience and effectiveness of individual directors as well as the Board as a whole;
- c. Ensuring that the Board comprises of a balanced combination of Executive Directors and Non-Executive Directors which includes a policy on Board diversity;
- d. Identifying the qualifications, positive attributes and evaluating and recommending the appointment and remuneration of Key Managerial Personnel and Senior Management of the Company, one level below the Board;
- e. Payment of remuneration to the directors shall be approved by a resolution passed by the Nomination and Remuneration Committee;
- f. All information about the Directors / Managing Directors / Whole time Directors i.e., background details, past remuneration, recognition or awards, job profile shall be considered and disclosed to shareholders;
- g. The Committee shall take into consideration and ensure the compliance of provisions under Schedule V of the Companies Act, 2013 for appointing and fixing remuneration of Managing Directors / Whole time Directors;
- h. While approving the remuneration, the Committee shall take into account financial position of the Company, trend in the industry, qualification, experience and past performance of the appointee;
- i. The relevant disclosures will be made in the Annual Report of the Company and wherever required;
- j. The Committee shall look into the administration and superintendence of the Employee Stock Option Scheme implemented by the Company from time to time including:
 - the quantum of options to be granted under Employees' Stock Option Scheme per employee and in aggregate;
 - the conditions under which option vested in employees may lapse in case of termination of employment for misconduct;
 - the exercise period within which the employee should exercise the option, and that the option would lapse on failure to exercise the option within the exercise period;
 - the specified time period within which the employee shall exercise the vested options in the event of termination or resignation of an employee;
 - the right of an employee to exercise all options vested in him at one time or various points of time within the exercise period;
 - the procedure for making a fair and reasonable adjustment to the number of options and to the exercise price in case of corporate actions, such as rights issues, bonus issues, merger, sale of division and others;
 - the granting, vesting and exercising of options in case of employees who are on long leave; and the procedure for cashless exercise of options.
- k. To carry out any other function as is mandated by the Board from time to time and/or enforced by any statutory notification, amendment or modification as may be applicable or as may be necessary or appropriate for performance of its duties.

(iv) SENIOR MANAGEMENT**Particulars of Senior Management as on March 31, 2024:**

S. No.	Name	Designation	Change (Appointment/Resignation) during FY 2023-24
1.	Mr. Raj Kumar Chawla	Chief Financial Officer	-
2.	Mr. Yogesh Kumar Gautam	Company Secretary	-
3.	Ms. Vijaya Raghavan	CEO/Head-Outerwear	-
4.	Mr. Bopanna Madaiah Ballachanda	Chief Operating Officer	-

(v) Remuneration of DirectorsRemuneration to Whole-Time Director (Executive Director)

Remuneration of the Whole-Time Director is determined periodically by the Nomination and Remuneration Committee and fixed by the Board within the permissible limits under the applicable provisions of law and approved by Shareholders.

Remuneration to Whole-Time Director for the financial year 2023-24 is as under:

Name of the Director	Salary (Rs.)	Stock Options	Notice Period
Mr. Manoj Khattar *	91,41,732	-	3 months

*Salary includes Basic Salary, Perquisites & Allowances as per Income Tax Rules and contribution to Provident Fund.

Remuneration to Non- Executive Directors

The Non-Executive Directors are paid sitting fees within the limits prescribed under law.

The details of sitting fees paid for attending the Board/Committee Meetings to the Non-Executive Directors for the financial year 2023-24 is as under: -

Name of the Director	Board Meeting Fees (Rs.) *	Committee Meeting Fees (Rs.) *	Total (Rs.)
Mr. Snehdeep Aggarwal	-	-	-
Mr. Nikhil Aggarwal	-	-	-
Mrs. Sannovanda Machaiah Swathi	1,00,000	1,10,000	2,10,000
Mr. Robert Burton Moore Jr.	-	-	-
Mr. Vivek Kapur	1,00,000	1,10,000	2,10,000
Mr. Navkiran Singh Ghei	1,00,000	1,10,000	2,10,000
Mr. Deepak Bhojwani	75,000	-	75,000

* The above amounts are exclusive of taxes

No sitting Fees has been paid to Mr. Snehdeep Aggarwal, Mr. Robert Burton Moore Jr. and Mr. Nikhil Aggarwal during the year under review.

In addition, Mr. Snehdeep Aggarwal was paid a remuneration of Rs. 9,00,000/- for the year 2023-24 for his responsibilities as the Chairman of the Company.

Mr. Robert Burton Moore Jr., Non-Executive Director, was paid Consultancy Fees of Rs. 10,327,860/- during the year under review as approved by the shareholders of the Company in the Annual General Meeting held on 29th September, 2023 for holding office or place of profit.

The appointment of Directors, Key Managerial Personnel and other employees are governed by virtue of their employment/contract of service with the Company as management employees and therefore, their terms of employment vis-à-vis salary, variable pay, service contract, notice period and severance fee, if any, are governed by the applicable policies.

There has been no other material pecuniary relationship or business transactions by the Company with any of the Non-Executive and Independent Directors of the Company during the year under review.

BOARD EVALUATION

Pursuant to the applicable provisions of the Act and the Listing Regulations, the Board has carried out an Annual Evaluation of its own performance, performance of the Directors and the working of its committees on the evaluation criteria defined by Nomination and Remuneration Committee for performance evaluation process of the Board, its Committees and Directors.

A structured questionnaire covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance was prepared after taking into consideration the Guidance note issued by SEBI and circulated to each Board member to for evaluation.

The Board's functioning was evaluated on various aspects, including inter-alia the structure of the Board, meeting of the Board, functions of the Board, degree of fulfilment of key responsibilities, establishment and delineation of responsibilities to various Committees, effectiveness of Board processes, information and functioning.

The Committees of the Board were assessed on the degree of fulfilment of key responsibilities, adequacy of Committee composition and effectiveness of Meetings. The Directors were evaluated on aspects such as attendance, contribution at Board/ Committee Meetings and guidance/ support to the Management outside Board/ Committee Meetings.

The performance assessment of Non-Independent Directors and the Whole Time Director, Board as a whole and the Chairman were evaluated in separate meetings of Independent Directors held on 15th March, 2024 without the presence of Non-Independent Directors and members of the management. The same was also discussed in the meetings of Nomination and Remuneration Committee and the Board. Performance evaluation of Independent Directors was done by the entire Board, excluding the Independent Director being evaluated.

The Board of Directors expressed their satisfaction with the evaluation process.

STAKEHOLDERS RELATIONSHIP COMMITTEE

(i) Composition

The Stakeholders Relationship Committee comprises of three Non-Executive Directors and all are Independent Directors pursuant to Regulation 20 of the SEBI Listing Regulations. Mr. Vivek Kapur is the Chairman of the Stakeholders Relationship Committee. Other members of the Stakeholders Relationship Committee are Mr. Navkiran Singh Ghei and Mrs. Sannovanda Machaiah Swathi.

Company Secretary acts as Secretary to the Committee.

(ii) Compliance Officer

Mr. Yogesh Kumar Gautam, Company Secretary, is the Compliance Officer. His contact details are:- Bhartiya International Limited, 38, Sector-44, Gurugram - 122003, India. Tel: 0124-4888555, Email: yogesh.gautam@bhartiya.com.

(iii) Meetings and Attendance during the Financial Year 2023-24

The Committee meets to attend shareholders queries together with the status report on the nature of queries received & the disposal thereof. Four Committee Meetings were held during the financial year.

Director	30.05.2023	11.08.2023	14.11.2023	12.02.2024
Mr. Vivek Kapur	P	P	P	P
Mr. Navkiran Singh Ghei	P	P	P	P
Mrs. Sannovanda Machaiah Swathi	P	P	P	P

Includes Meeting attended through Video/Tele Conference.

(iv) Terms of Reference

The terms of reference of the Stakeholders Relationship Committee are as under:

- a. Oversee and review and approve all matters connected with the transfer, transposition and transmission of the Company's securities, deletion of names, change of names;
- b. Approve issue of the Company's duplicate share / debenture certificates, if any;
- c. Monitor redressal of investors' /shareholders' / security holders' grievances about non-receipt of declared dividend, non-receipt of Annual Reports;
- d. Oversee the performance of the Company's Registrars and Transfer Agents;
- e. Recommend methods to upgrade the standard of services to investors;
- f. Monitor implementation of the Company's Code of Conduct for Prohibition of Insider Trading;
- g. To perform all functions relating to the interests of shareholders/ investors of the Company as may be required by the provisions of the Companies Act, 2013, SEBI Listing Regulations with the Stock Exchanges and guidelines issued by the SEBI or any other regulatory authority.

Total number of complaints/communications received during the financial year were 3 (three) only and all of them have been redressed/answered to the satisfaction of shareholders. There was no grievance which was pending during the financial year ending 31st March, 2024.

CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE**(i) Composition**

The Committee comprises of three Directors. Mr. Snehdeep Aggarwal is the Chairman of the Committee. Other members of the Committee are Mr. Vivek Kapur and Mrs. Sannovanda Machaiah Swathi, of the CSR Committee. The Composition of CSR Committee is in line with the provisions of Section 135 of the Companies Act, 2013.

(ii) Meetings and Attendance during the financial year 2023-24

Three Meetings of the Committee were held during the year.

Director	30.05.2023	11.08.2023	14.11.2023	12.02.2024
Mr. Snehdeep Aggarwal	P	P	P	P
Mr. Vivek Kapur	P	P	P	P
Mrs. Sannovanda Machaiah Swathi	P	P	P	P

(iii) Terms of reference

The broad terms of reference of the CSR Committee are as under:-

- a. To formulate and recommend to the Board, a Corporate Social Responsibility (CSR) Policy indicating activities to be undertaken by the Company in compliance with provisions of the Companies Act, 2013 and rules made there under.
- b. To recommend the amount of expenditure to be incurred on the CSR activities.
- c. To monitor the implementation of the framework of the CSR Policy.
- d. To disseminate factually correct information to investors, institutions and the public at large.
- e. To carry out any other function as is mandated by the Board from time to time and/or enforced by any statutory notification, amendment or modification as may be applicable or as may be necessary or appropriate for performance of its duties.

Considering the cause behind the formation of the CSR Committee, the members have refused to take sitting fees.

MANAGEMENT COMMITTEE

(i) Composition

The Management Committee consists of three members. i.e. Mr. Snehdeep Aggarwal, Mr. Manoj Khattar and Mr. Vivek Kapur.

(ii) Meetings and Attendance during the financial year 2023-24

Seven Meetings of the Committee were held during the year 2023-24.

Meetings	Directors		
	Mr. Snehdeep Aggarwal	Mr. Manoj Khattar	Mr. Vivek Kapur
01.04.2023	P	P	A
25.05.2023	P	P	A
03.07.2023	P	P	A
16.09.2023	P	P	P
14.11.2023	P	P	A
01.01.2024	P	P	A
02.03.2024	P	P	A

(iii) Terms of Reference

The broad terms of reference of the Management Committee are as under:-

- Availing term loans/working capital facilities/vehicle loans for business purposes from banks/financial institutions for an amount not exceeding Rs.700 crore including accepting sanction letters and renewal of existing bank limits, forex transactions and all such matters which are required for dealing with the banks/ financial institutions on routine basis.
- Authorisation for dealing/liaising with various Statutory/Regulatory authorities including state, central authorities viz., Income Tax, FEMA, MCA, SEBI, Pollution Control Board, Municipal Corporation, Telecom authorities, Service Tax authorities, VAT authorities, GST authorities etc. and vendors.
- Authorisation for opening and closing of bank accounts, changes in signatories for operating the bank accounts etc.
- Authorisation for making investments in securities quoted on the stock exchanges.
- Authorisation for making investments in group companies.
- To take up any other assignments as may be granted by the Board from time to time.

MEETING OF INDEPENDENT DIRECTORS

As per Regulation 25(3) and 25(4) of the SEBI LODR Regulations, during the year under review, all the Independent Directors met on 15th March, 2024 and discussed inter-alia on:

- Evaluation of performance of Non-Independent Directors and the Board of Directors as a whole;
- Evaluation of performance of the Whole-time Director of the Company, taking into account the views of the Non-Executive Directors;
- Evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

The Directors also discussed on the compliance status and the performance of the Company over a period of three years and expressed their satisfaction on the same.

GENERAL BODY MEETINGS

The location and time of the Annual General Meeting held during the last 3 years were as follows:-

Annual General Meeting (AGM)	Date	Time of AGM	Location	No. of Special Resolutions passed
36 th AGM	29 th September, 2023	11:00 A.M.	Through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM') facility	2
35 th AGM	29 th September, 2022	11:00 A.M.	Through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM') facility	4
34 th AGM	29 th September, 2021	11:00 A.M.	Through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM') facility	2

No Extraordinary General Meetings were held during the last 3 years.

Special Resolution proposed to be passed by way of Postal Ballot

None of the businesses proposed to be transacted in the ensuing AGM require the passing of a special resolution by way of Postal Ballot.

CREDIT RATING

Rating Committee of India Ratings and Research (Ind-Ra) has re-affirmed the long-term issuer rating of the Company to IND BBB (pronounced IND triple B) with stable outlook on 10th July, 2024. Ind-Ra has re-affirmed rating of IND BBB/ Stable/ IND A2 for Fund-based based working capital limits of Rs. 501.12 crores and term loan/ Proposed term loan of Rs. 79.62 crores. Agency has assigned rating IND A2 for non-fund based working capital limits of Rs. 66.35 crores. The outlook on the long-term rating has remained the same.

MEANS OF COMMUNICATION

- (i) The Unaudited quarterly/half yearly results are announced within forty-five days of the close of the quarter. The audited annual results are announced within sixty days from the closure of the financial year as per the requirement of the SEBI Listing Regulations, with the Stock Exchanges.
- (ii) The approved financial results are forthwith sent to the Stock Exchanges and are published in a national English newspaper. In addition, the same are published in local language newspaper (Business Standard in English, Hindi and Hindu in Tamil), within forty-eight hours of approval thereof.
- (iii) The Company's financial results and officials press releases are displayed on the Bhartiya Group's website: www.bhartiya.com.
- (iv) Management Discussion and Analysis forms part of the Annual Report, which is sent to the shareholders of the Company.
- (v) The quarterly results, shareholding pattern, quarterly compliances and all other corporate communication to the Stock Exchanges viz. BSE Limited and National Stock Exchange of India Limited are filed electronically. The Company has complied with filing submissions through BSE's BSE Listing Centre and NSE's NEAPS Portal.
- (vi) Investors' presentation etc. are sent to stock exchanges and uploaded on the Company's website. Half yearly communication on the operational and financial performance of the Company is sent to the shareholders.
- (vii) A separate dedicated section under "Investor Relations", on the Company's website gives information on all disclosures filed with stock exchanges and all other information and documents that are required to be placed on the website of the Company under SEBI LODR regulations and other relevant information of interest to the investors / public.

GENERAL SHAREHOLDER INFORMATION

1.	AGM: Date, Time and Mode:	Day and Date: Friday, 27 th September, 2024 at 11:00 A.M. Through Video Conferencing / Other Audio Visual Means as set out in the Notice convening the Annual General Meeting.
2.	Financial Calendar for 2024-25	
	Financial year - April to March	
	Results for Quarter ending 30 th June 2024:	by 14 th of August, 2024
	Results for Quarter ending 30 th September 2024:	by 14 th of November, 2024
	Results for Quarter ending 31 st December 2024:	by 14 th of February, 2025
	Year ending 31 st March 2025:	by 30 th of May, 2025
3.	Book Closure:	Saturday, the 21 st September, 2024 to Friday, the 27 th September, 2024 (both days inclusive)
4.	Dividend Payment Date:	Not applicable

5. Listing on Stock Exchanges & Stock Code

The Company is listed at following Stock Exchanges:-

- BSE Limited (Stock Code: 526666) and
- National Stock Exchange of India Ltd. (Stock Code: Symbol-BIL, Series - BE)

The Annual listing fee for the year 2023-24 has been duly paid to both the Stock Exchanges. Demat ISIN Number with NSDL & CDSL for Equity shares - INE 828A01016

Annual Custody Issuer fee for the financial year 2023-24 has been paid by the Company to NSDL and CDSL.

6. Exclusive E-mail Id For Communication of Investors' Grievances

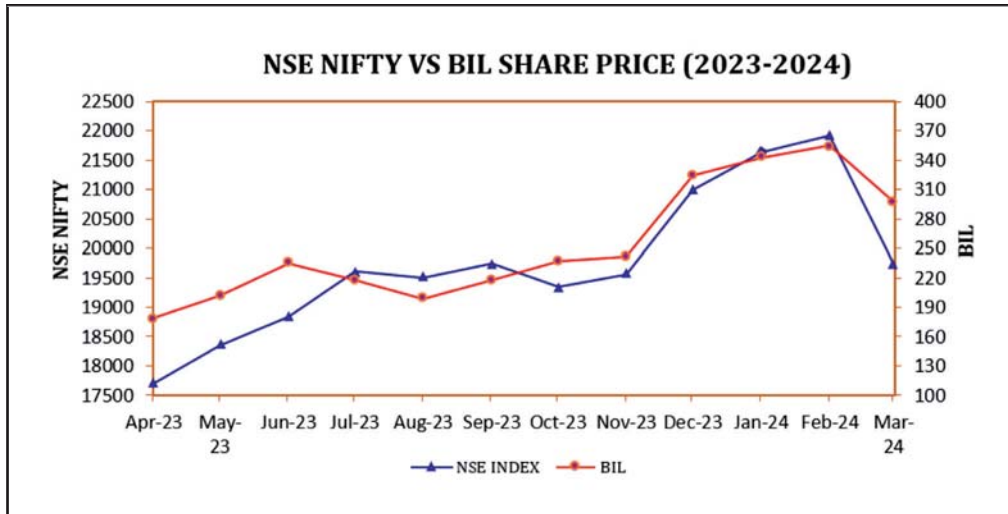
The E-mail ID sm@masserv.com/ shares@bhartia.com has been designated exclusively for communicating investors' grievances, if any.

7. Market Price Data: High, Low during each month in last financial year:

Stock Performance in comparison to broad-based indices such as Nifty, S&P Sensex, etc.

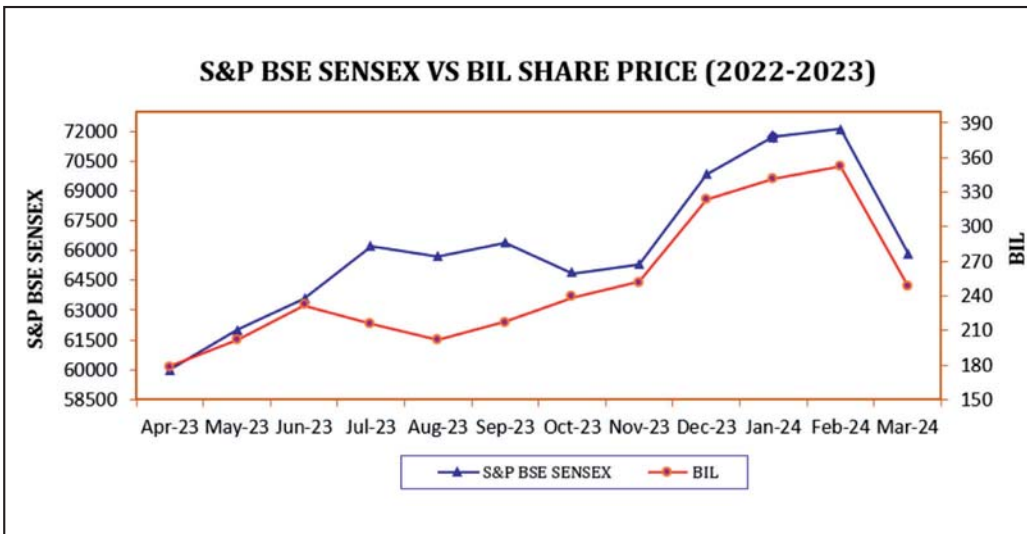
NSE

Months	BIL			Months	NSE Nifty		
	High (Rs.)	Low (Rs.)	Average (Rs.)		High (Rs.)	Low (Rs.)	Average (Rs.)
Apr-23	193.95	164.00	178.98	Apr-23	18089.15	17312.75	17700.95
May-23	228.90	176.10	202.50	May-23	18662.45	18042.40	18352.43
Jun-23	267.90	202.40	235.15	Jun-23	19201.70	18464.55	18833.13
Jul-23	236.95	198.00	217.48	Jul-23	19991.85	19234.40	19613.13
Aug-23	212.85	185.00	198.93	Aug-23	19795.60	19223.65	19509.63
Sep-23	233.00	201.90	217.45	Sep-23	20222.45	19255.70	19739.08
Oct-23	263.80	210.00	236.90	Oct-23	19849.75	18837.85	19343.80
Nov-23	254.90	227.95	241.43	Nov-23	20158.70	18973.70	19566.20
Dec-23	407.70	240.15	323.93	Dec-23	21801.45	20183.70	20992.58
Jan-24	383.70	302.00	342.85	Jan-24	22124.15	21137.20	21630.68
Feb-24	392.75	316.75	354.75	Feb-24	22297.50	21530.20	21913.85
Mar-24	348.00	246.25	297.13	Mar-24	22526.60	16940.60	19733.60



BSE

Months	BIL			Months	S&P BSE SENSEX		
	High (Rs.)	Low (Rs.)	Average (Rs.)		High (Rs.)	Low (Rs.)	Average (Rs.)
Apr-23	192.35	165.70	179.03	Apr-23	61209.46	58793.08	60001.27
May-23	231.35	172.65	202.00	May-23	63036.12	61002.17	62019.15
Jun-23	264.00	200.00	232.00	Jun-23	64768.58	62359.14	63563.86
Jul-23	236.00	196.10	216.05	Jul-23	67619.17	64836.16	66227.67
Aug-23	212.55	190.35	201.45	Aug-23	66658.12	64723.63	65690.88
Sep-23	234.20	200.90	217.55	Sep-23	67927.23	64818.37	66372.80
Oct-23	270.00	207.30	238.65	Oct-23	66592.16	63092.98	64842.57
Nov-23	278.00	226.20	252.10	Nov-23	67069.89	63550.46	65310.18
Dec-23	408.05	239.05	323.55	Dec-23	72484.34	67149.07	69816.71
Jan-24	387.15	294.70	340.93	Jan-24	73427.59	70001.60	71714.60
Feb-24	390.00	315.05	352.53	Feb-24	73413.93	70809.84	72111.89
Mar-24	348.95	147.65	248.30	Mar-24	74245.17	57494.91	65870.04



8. Registrar & Share Transfer Agent:
(For both Physical & Electronic Transfer etc.)

MAS Services Ltd.

T-34, 2 Floor, Okhla Industrial Area,
Phase-II, New Delhi - 110 020
Tel. No. 26387281-83, Fax No. 26387384
E-mail: info@masserv.com

9. Share Transfer System:

In terms of the SEBI Listing Regulations, securities of the Company can only be transferred in dematerialised form. Requests for dematerialisation of securities are processed and confirmation thereof is given to the respective depositories, that is the National Securities Depository Limited (NSDL) and the Central Depository Services India Limited (CDSL), within the statutory time limit from the date of receipt of share certificates/ letter of confirmation after due verification.

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

No. of Shares	Shareholders		Shareholding	
	Number	% to total	Number	% to total
Upto 500	5089	91.74	350515	2.87
501-1000	157	2.83	126096	1.03
1001-2000	100	1.80	148628	1.22
2001-3000	42	0.76	103947	0.85
3001-4000	27	0.49	99336	0.81
4001-5000	27	0.49	124314	1.02
5001-10000	33	0.59	255244	2.09
10001 & above	72	1.30	11001331	90.11
Total	5547	100.00	12209411	100.00

11. Shareholding Pattern as on 31st March, 2024

Category	No. of Share held	% of Paid-up Capital
Promoters Holding	1483612	12.15
Persons acting in concert	5518037	45.20
Banks/Financial Institutions	100	0.00
Central Government/State Government (IEPF)	76615	0.63
NRIs/OCBs/Foreign National/FII	1059858	8.68
Indian Corporate Bodies/LLPs/ Trusts	1810130	14.83
Indian Public (Individual and HUF)	2220872	18.19
Directors and relatives	40025	0.33
Clearing Members	162	0.00
Total	12209411	100.00

- 12. Dematerialization of shares and liquidity share** : As on 31st March, 2024, 99.68% of the Paid-up capital has been dematerialized.
- 13. Outstanding GDRs/ADRs/Warrants or any convertible instruments, conversion date and likely impact on equity** : During the year under review, the Company not issued neither allotted warrants or any convertible instruments, which was impact on equity.
- 14. Plant Locations** : Bangaluru, Chennai, Tada.
- 15. Address for Correspondence** : Registered Office
Bhartiya International Limited 56/7, Nallambakkam Village, (Via Vandalur), Chennai – 600 048. Tamil Nadu Tel No.: +91 9551050148/19/20/21
E-mail: shares@bhartiya.com
- Company Secretary and Compliance Officer Mr. Yogesh Kumar Gautam
Bhartiya International Limited 56/7, Nallambakkam Village, (Via Vandalur), Chennai –600 048. Tamil Nadu Tel No.: +91 9551050148/19/20/21
E-mail: shares@bhartiya.com

DISCLOSURES

- The Company is in compliance with all the mandatory requirements under the Listing Regulations.
- All transactions entered into with the Related Parties as defined under the Companies Act, 2013 and Regulation 23 of the Listing Regulations during the financial year were in the ordinary course of business and on arm's length basis and do not attract the provisions of Section 188 of the Companies Act, 2013. There were no materially significant transactions with Related Parties during the financial year. Related party transactions have been disclosed under significant accounting policies and notes forming part of the Financial Statements in accordance with "IND AS". A statement in summary form of transactions with Related Parties in ordinary course of business and arm's length basis is periodically placed before the Audit committee for review and recommendation to the Board for their approval.

As required under Regulation 23(1) of the SEBI Listing Regulations, the Company has formulated a policy on dealing with Related Party Transactions. The Policy is available on the website of the Company (www.bhartiya.com).

None of the transactions with Related Parties were in conflict with the interest of Company. All the transactions are in the ordinary course of business and have no potential conflict with the interest of the Company at large and are carried out on an arm's length or fair value basis.
- In the preparation of the financial statements, the Company has followed the Accounting Standards referred to in Section 133 of the Companies Act, 2013. The significant accounting policies which are consistently applied are set out in the Notes to the Financial Statements
- Company has laid down adequate procedure to inform the Board about the risk assessment and risk minimization procedures. Business risk evaluation and management is an ongoing process within the Company. The assessment is periodically examined by the Board.
- Commodity price risks and commodity hedging activities – The Company is exposed to the risk of price fluctuation of raw materials and manages these risks proactively through inventory management and proactive vendor development practices.
- There have been no instances of non-compliance by the Company on any matter related to capital markets and no penalties or strictures have been imposed by SEBI or the Stock Exchange during the last three years.
- In compliance with the SEBI regulations on prevention of Insider Trading, the Company has constituted a comprehensive code of conduct for its management and staff. The code lays down guidelines, which advises them on procedures to be followed and disclosures to be made, while dealing with shares of the Company, and cautioning them of the consequences of violation. Further, as per the guidelines on SEBI (Prohibition of Insider Trading) Regulations, 2015, the company has implemented a Code of Practice and Procedure for Fair Disclosure of Unpublished Price Sensitive Information.

8. Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A). - **Not Applicable**
9. A certificate from a Company Secretary in practice that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/ Ministry of Corporate Affairs or any such statutory authority. The Company has obtained the certificate in this regard and the same is annexed as a part of the report.
10. Whether the board had not accepted any recommendation of any committee of the Board which is mandatorily required, in the relevant financial year. - **Not Applicable.**
11. Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part - Details relating to fees paid to the Statutory Auditors are given in Note 48 to the Standalone Financial Statements and Note 38 to the Consolidated Financial Statements.
12. Pursuant to Section 177(9) and (10) of the Companies Act, 2013 and Regulation 22 of the SEBI Listing Regulations, the Company has formulated Whistle Blower Policy for vigil mechanism for Directors and employees to report to the management about the unethical behavior, fraud or violation of Company's Code of Conduct. The mechanization provides for adequate safeguards against victimization of employees and Directors who use such mechanism and makes provision for direct access to the Chairperson of the Audit Committee in exceptional cases. None of the personnel of the Company has been denied access to the Audit Committee.
13. **Demat Suspense Account/** Unclaimed Suspense Account - The Company does not have any shares in the demat suspense account or unclaimed suspense account.
14. **SUBSIDIARY COMPANY**

None of the subsidiary of the Company falls within the meaning of "Material Non-listed Indian subsidiary" as designed by the SEBI Listing Regulations. However, the Company has formulated the Material Subsidiary policy and uploaded the same on the website of the Company (www.bhartiya.com).

The Company monitors the performance of its subsidiary companies, inter alia, by the following means:

The financial statements and the minutes of the Board Meetings of the subsidiary companies are noted at the Board Meetings respectively of the Company.
15. The Company has complied with all mandatory requirements of Corporate Governance as specified under SEBI Listing Regulations. The company confirms compliance with corporate governance requirements specified in Regulation 17 to 27 and sub-regulation (2) of the Regulation 46 of the Listing Regulations.

During the year under review the Company and / or its subsidiaries have not given any loan and advances whether directly or indirectly to Firms/ Companies in which any of the Director is interested.

NON-MANDATORY REQUIREMENTS

The Company has complied with all the mandatory requirements of the Listing Regulations. The Company has also adopted the following discretionary requirements as provided in the Listing Regulations:

- (i) The Chairman of the Board is a Non-Executive Director and his position is separate from that of the Whole-Time Director & CEO.
- (ii) The Internal Auditor reports to the Audit Committee.
- (iii) The financial statements of the Company are with unmodified audit opinion.

Insider Trading Code

The Securities and Exchange Board of India (SEBI) has promulgated the SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended in 2018 ("The PIT Regulations").

The object of the PIT Regulations is to curb the practice of insider trading in the securities of a listed Company.

The Company has adopted an 'Internal Code of Conduct for Regulating, Monitoring and Reporting of Trades by Insiders' ("the Code") in accordance with the requirements of the PIT Regulations.

The Code is applicable to Promoters and Promoter's Group, all Directors and such Designated Employees who are expected to have access to unpublished price sensitive information relating to the Company. The Company Secretary is the Compliance Officer for monitoring adherence to the said Regulations.

The Company has also formulated 'The Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI)' in compliance with SEBI (Prohibition of Insider Trading) Regulations, 2015.

Code of Conduct

As per requirement of Regulation 17(5) of the SEBI Listing Regulations, with the Stock Exchanges, the Board has laid down a Code of Conduct ("the Code") for all Board members and Senior Management Personnel of the Company. The Code is posted on the website of Bhartiya Group www.bhartiya.com. All Board members and Senior Management Personnel affirm at firm compliance with the code on an annual basis and the declaration to that effect by Mr. Snehdeep Aggarwal, Chairman, is attached to this report.

A Code of conduct applicable to all the employees of the Group has been communicated, which are to be followed in day to day work life. To help, guide and align our behaviors as we make business decisions that impact our daily operations, we rely on our Employee Code of Conduct, which outlines our values and describes our standards for conduct, compliance, and avoiding conflicts of interest. It supports our continuing commitment to honest and ethical conduct and compliance with both the letter and the spirit of all laws, rules, and regulations, and our company's policies, standards, and procedures.

The Company recognizes that sexual harassment violates fundamental rights of gender equality, right to life and liberty and right to work with human dignity as guaranteed by the Constitution of India. To meet this objective, measures have been taken to eliminate and to take necessary penal action for any act of sexual harassment, which includes unwelcome sexually determined behaviour. The Company has taken initiatives to create wide awareness amongst the employees about the policy for prevention of sexual harassment. There is no instance of sexual harassment reported during the financial year ending 2023-24.

NSE ELECTRONIC APPLICATIONS PROCESSING SYSTEMS (NEAPS) AND BSE LISTING CENTER

All compliances related filings like financials results, shareholding pattern, corporate governance report, investors' complaints status, media releases etc. are also filed electronically in NEAPS and BSE Listing Center.

SEBI COMPLAINT REDRESS SYSTEM (SCORES)

The investor complaints are processed in a centralized web-based complaints redress system. The salient features of this system are: Centralized database of all complaints, online upload of Action Taken Report (ATRs) by the concerned companies and online viewing by the investors of actions taken on the complaints and its current status.

SMART ODR PORTAL

SEBI vide its circular dated July 31, 2023, has introduced a common Online Dispute Resolution Portal ("ODR Portal"), which harnesses online conciliation and online arbitration for resolution of disputes arising in the Indian Securities Market. The ODR Portal allows investors with additional mechanism to resolve their grievances, in case they are not satisfied with the resolution provided by the Company/RTA and/or through SCORES Platform of SEBI at any stage. Web-link to access the said portal is <https://smartodr.in>. The SEBI Circular as amended is also available on the website of the Company i.e. <https://bhartiyafashion.com/investor-relations.html>.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT (MDA)

MDA is attached separately in this Annual Report.

Reconciliation of Share Capital Audit:

As stipulated by SEBI, a qualified Practicing Company Secretary carries out the Reconciliation of Share Capital Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and paid-up capital. This audit is carried out every quarter and the report there on is submitted to the Stock Exchanges and is placed before the Stakeholders Relationship Committee of the Board of Directors of the Company. The audit, inter alia, confirms that the total listed and paid-up capital of the Company is in agreement with the aggregate of the total number of shares in dematerialized form held with NSDL and CDSL and total number of shares in physical form.

Corporate Identity Number (CIN)

Corporate Identity Number (CIN) of the Company, allotted by the Ministry of Corporate Affairs, Government of India is L74899TN1987PLC111744.

Transfer of unclaimed / unpaid amounts / shares to the Investor Education and Protection Fund (IEPF):

Pursuant to Sections 124 and 125 of the Act read with the IEPF (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), the Company has to transfer to the IEPF Authority, established by the Central Government the dividend amounts, application money, principal amounts of debentures and deposits as well as the interest accruing thereon, sale proceeds of fractional shares, redemption amount of preference shares, etc. remaining unpaid or unclaimed for a period of 7 years from the date they became due for payment.

Furthermore, the IEPF Rules mandate companies to transfer shares of shareholders whose dividend amounts remain unpaid / unclaimed for a period of 7 consecutive years to the demat account of the IEPF Authority. The said requirement does not apply to shares in respect of which there is a specific order of the Court, Tribunal or Statutory Authority, restraining any transfer of shares.

In light of the aforesaid provisions, the Company has during the year under review, transferred to IEPF the unclaimed dividends, outstanding for 7 consecutive years of the Company. Further, shares of the Company, in respect of which dividends have not been claimed for 7 consecutive years or more, have also been transferred to the demat account of the IEPF Authority.

The details of the unclaimed dividends and shares transferred to IEPF during FY 2023-24 are as follows:

Particulars	Amount in Dividend (In Rs.)	No. of Shares
Final Dividend 2015-16	153,089	17,546
Total	153,089	17,546

The Members who have a claim on the above dividends and shares may claim the same from the IEPF Authority by submitting an online application in the prescribed web-Form No. IEPF-5 available on the Ministry of Corporate Affairs website on [V3 portal](#) and send an original form and acknowledgement, along with requisite documents duly self-certified by the claimant(s), duly self-certified, of the said Form and acknowledgement along with requisite documents, as enumerated in the Instruction Kit, to the Company for vetting and suitable recommendation to IEPF Authority. No claims shall lie against the Company in respect of the dividend/shares so transferred. The Members/ Claimants can file only one consolidated claim in a financial year as per the IEPF Rules.

The Company strongly recommends shareholders to encash / claim their respective dividend within the period given below from the Company's Registrar and Share Transfer Agents:

Financial Year Ended	Date by which unclaimed dividend amount will be credited/transferred to the "Investor Education and Protection Fund"
31.03.2017	01.11.2024
31.03.2018	02.11.2025
31.03.2019	31.10.2026
31.03.2020	N.A.
31.03.2021	N.A.
31.03.2022	N.A.
31.03.2023	N.A.
31.03.2024	N.A.

Members who have not encashed their Dividend Warrants for the above financial years/period, may approach the Company's Registrar & Share Transfer Agent/Company for obtaining duplicate Dividend Warrants/Revalidation of Dividend Warrants or transfer of dividend amount into their bank accounts.

Whilst the Company has already written to the Members, informing them about the due dates for transfer to IEPF for unclaimed dividends/ interest payments, attention of the stakeholders is again drawn to this matter through the Annual Report. The data on unpaid/ unclaimed dividend and other unclaimed monies is also available on the Company's website at www.bhartiya.com.

[com](#) under Investor Relations section. Those claimants who have not yet encashed their unclaimed/unpaid amounts are requested to correspond with the Company/ Registrar and Transfer Agents, at the earliest. Members may refer to the Refund Procedure for claiming the amounts transferred to the IEPF Authority as detailed on <http://www.iepf.gov.in/IEPF/refund.html> OR V3 Portal of MCA website.

Mr. Yogesh Kumar Gautam, Company Secretary, is the Nodal Officer. His contact details are – Bhartiya International Limited, Plot no. 38, Sector-44, Gurgaon, India. Tel: 0124-4888555 (Extn.-8511) Email: yogesh.gautam@bhartiya.com.

Upto March 31, 2024, the Company has transferred 17546 (0.14%) equity shares of Rs. 10 each, on which dividend remained unclaimed or unpaid for a period of seven consecutive years or more, to Investor Education and Protection Fund Authority (IEPF Authority).

Dematerialization of Shares – Process

Shareholders who continue to hold shares in physical form are requested to dematerialize their shares at the earliest and avail the benefits of dealing shares in demat form. For convenience of shareholders, the process of getting the shares dematerialized is given hereunder:

- a. Demat account should be opened with a Depository Participant (DP).
- b. Shareholders should submit the Dematerialization Request Form (DRF) along with share certificates in original, to their DP.
- c. DP will process the DRF and will generate a Dematerialization Request Number (DRN).
- d. DP will submit the DRF and original share certificates to the Registrar and Transfer Agents (RTA), i.e Mas Services Limited.
- e. RTA will process the DRF and update the status to DP/ Depositories.
- f. Upon confirmation of request, the shareholder will get credit of the equivalent number of shares in his demat account maintained with the DP.

Nomination Facility

Your Company is pleased to offer the facility of nomination to members. Pursuant to Section 72 of the Companies Act, 2013, the members, who hold shares in the physical form and wish to avail nomination facility, are requested to send the duly complete nomination form, available on the website of the Company www.bhartiya.com, to the Registrar and Share transfer Agent of the Company. The Members, who hold shares in the electronic form and wish to avail nomination facility, are requested to send separate request to their respective Depository Participant(s) only.

Consolidation of Folios and avoidance of Multiple Mailing

In order to enable the Company to reduce costs and duplication of efforts for investor servicing, members who may have more than one folio in their individual name or jointly with other persons mentioned in the same order, are requested to consolidate all similar holdings under one folio. This would help in monitoring the folios more effectively. Members may write to the Registrar and Share Transfer Agent at their address given earlier, indicating the folio numbers to be consolidated.

National Electronic Clearing Services (NECS) Mandate

Members holding shares in dematerialised form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS) mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers etc., to their respective Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrar and Share Transfer Agent to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to Company's Registrar and Share Transfer Agent.

Compliance Certificate

The Secretarial Auditors M/s. RSM & Co., Company Secretaries, have certified that the Company has complied with the conditions of Corporate Governance as stipulated in SEBI Listing Regulations and the same is annexed to this Report.

CODE OF CONDUCT DECLARATION**Declaration**

A Code of Conduct for the Directors and Senior Management Personnel has already been approved by the Board of Directors of the Company. As provided under Regulation 26 (3) of the SEBI Listing Regulations, all Board Members and Senior Management Personnel have affirmed compliance with Bhartiya International Limited Code of Business Conduct and Ethics for the year ended 31st March, 2024.

Gurugram, 29th May, 2024

Sd/-
Snehdeep Aggarwal
Chairman

CEO/CFO CERTIFICATION

(Pursuant to Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Financial Year ended 31st March, 2024)

To,
The Board of Directors
Bhartiya International Limited

We, Manoj Khattar, Whole-Time Director and Raj Kumar Chawla, Chief Financial Officer, responsible for the finance function to the best of our knowledge and belief, 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 our knowledge and belief:
1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 2. These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. To the best of our knowledge and belief, no transactions entered into by the Company during the year ended 31st March, 2024 are fraudulent, illegal or violative of the company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting. Deficiencies in the design or operation of such internal controls, if any, of which we are aware, have been disclosed to the Auditors and the Audit Committee and steps have been taken to rectify these deficiencies.
- D. i. There has not been any significant change in internal control over financial reporting during the year under reference;
- ii. There has not been any significant changes in accounting policies during the year requiring disclosure in the notes to the financial statements; and
- iii. We are not aware of any instance during the year of significant fraud with involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For and on behalf of the Board

Gurugram, 29th May, 2024

Sd/-
Manoj Khattar
Whole-Time Director

Sd/-
Raj Kumar Chawla
Chief Financial Officer

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
BHARTIYA INTERNATIONAL LIMITED
56/7, Nallambakkam Village (Via Vandalur) Chennai,
Tamilnadu 600048.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of BHARTIYA INTERNATIONAL LIMITED having CIN L74899TN1987PLC111744 and having registered office at 56/7, Nallambakkam Village (Via Vandalur) Chennai, Tamilnadu 600048 (hereinafter referred to as 'the Company'), produced before me/us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verification (including Directors Identification Number (DIN) status at the portal (www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company 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.

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

**For RSM & Co.
Company Secretaries**

**Sd/-
CS RAVI SHARMA
Partner**

**FCS: 4468 | COP No.: 3666
UDIN: F004468F000921551
Peer Review Cert. No 978/2020**

New Delhi, 9th August, 2024

CERTIFICATE REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE UNDER SEBI (LODR) REGULATIONS, 2015

To,
The Members
Bhartiya International Limited.

We have examined the compliance of Conditions of Corporate Governance by Bhartiya International Limited ("the Company") for the financial year ended on 31st March, 2024 as stipulated in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (referred to as "SEBI Listing Regulations, 2015").

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance under listing regulations. The Examination is neither an audit nor an expression of opinion on the financial statement of the Company or corporate governance report of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations, 2015.

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

**For RSM & Co.
Company Secretaries**

**Sd/-
CS RAVI SHARMA
Partner**

**FCS: 4468 | COP No.: 3666
UDIN: F004468F000921551
Peer Review Cert. No 978/2020**

New Delhi, 9th August, 2024

INDEPENDENT AUDITORS' REPORT ON CONSOLIDATED FINANCIAL STATEMENTS

**To the Members of
Bhartiya International Limited
Report on the Audit of the Consolidated Financial Statements**

Opinion

We have audited the accompanying Consolidated Financial Statements of Bhartiya International Limited ('the Holding Company') and its subsidiaries (the Holding company and its subsidiaries together referred to as 'the Group') and its associate comprising the Consolidated Balance Sheet as at March 31, 2024, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year then ended, and a summary of the significant 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, and based on the consideration of reports of other auditors on separate / consolidated financial statements and on the other financial information of the subsidiaries and associates, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the Consolidated State of Affairs of the Group as at March 31, 2024, its Consolidated Profit and Consolidated Other Comprehensive Income, Consolidated Changes in Equity and its Consolidated 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 Standards are further described in the 'Auditor's Responsibility for the Audit of the Consolidated 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 (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their report referred to in the other matters paragraph below is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment 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. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matters	Auditor's Response
<p>Revenue Recognition:</p> <p>Revenue from the sale of goods (hereinafter referred to as "Revenue" is recognized when Company performs its obligation to its customers and the amount of revenue can be measured reliably and recovery of the consideration is probable. The timing of such revenue recognition in case of sale of goods is when the control over the same is transferred to the customer.</p> <p>The timing of revenue recognition is relevant to the reported performance of the company. The management considers revenue as a key measure for evaluation of performance. There is a risk of revenue being recorded before control is transferred.</p> <p>Refer Note 4.10 to the Consolidated Financial Statements.</p>	<p>Principal audit procedures performed:</p> <ul style="list-style-type: none"> • Assessed the Company's revenue recognition accounting policies in line with the Ind AS 115 ("Revenue from Contracts with Customers") and tested thereof. • Evaluated the integrity of the general information and technology control environment and testing the operating effectiveness of key IT application controls over revenue recognition. • Evaluated the design, implementation and operating effectiveness of Company's control in respect of revenue recognition. • Tested the effectiveness of such controls over revenue cut off at the year-end • On a sample basis, tested supporting documentation for sales transactions recorded during the year which included sales invoices, customer contracts and shipping documents. • Performed an increased level of substantive testing in respect of sales transactions recorded during the period closer to the year end and subsequent to the year end. • Assessed disclosure in financial statements in respect of revenue, as specified in Ind AS 115.

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

The Holding Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Annual Report, but does not include the consolidated financial statements and our auditor's report thereon.

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

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

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation & presentation of these consolidated financial statements in terms of the requirements of the Act that give a true and fair view of the Consolidated Financial Position, Consolidated Financial Performance (including other comprehensive income), Consolidated Statement of Changes in Equity and Consolidated Cash Flows of the Group including its associates 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 Board of Directors /management of the companies included in the Group, and its associate are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets 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 Consolidated Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error. These financial statements have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

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

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

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 Standards on Auditing 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 Standards on Auditing, 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 holding company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the group & its associates to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group & its associates 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of such entities within the Group & its associates to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of financial Statement of such entities included in the consolidated financial statements of which we are independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance 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.

Other Matters

We did not audit the financial statements of seven subsidiaries, whose financial statements reflect total assets of Rs 20,969.69 lacs as at March 31, 2024, total revenues of Rs. 19,446.76 lacs and net cash inflows amounting to Rs.1,715.82 lacs for the year ended on that date. These financial statements have been audited by other auditors whose reports have been furnished to us by the management. Our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on the reports of the other auditors.

Certain of these subsidiaries are located outside India whose financial statements and other financial information have been prepared in accordance with accounting principles generally accepted in their countries and which have been audited by other auditors under generally accepted auditing standards applicable in their countries. The Holding Company's management has converted the financial statements of such subsidiaries located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. These financial statements which were converted into generally accepted accounting principles in India has also been reviewed by an independent Chartered Accountant. Our opinion in so far as it related to the balances and affairs of such subsidiaries located outside India is based on the report of the other auditors and the review report of the independent Chartered Accountant furnished to us by the management.

The consolidated financial statements also include the Group's share of net loss of Rs. 1,153.05 lakhs for the year ended March 31, 2024, as considered in the consolidated financial statements in respect of two associates, whose financial statements / consolidated financial statements / financial information have not been audited by us. These financial statements / consolidated financial statements / financial information have been audited/reviewed by other auditors, whose reports have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associates, and our report in terms of sub-section (3) of section 143 of the Act in so far as it relates to the aforesaid subsidiaries and associates, are based solely on the reports of the other auditors.

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

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. As required by sub-section 3 of Section 143 of the Act, we report, to the extent applicable, that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the report of the other auditors.
 - (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, and the consolidated cash flow statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
 - (d) In our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards (Ind As) specified under Section 133 of the Act.
 - (e) On the basis of the written representations received from the directors of the Holding Company as on March 31st, 2024 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies incorporated in India and associates, none of the Directors of the Group companies and its associates, incorporated in India, are disqualified as on March 31st, 2024 from being appointed as a Director of that company in terms of sub-section 2 of Section 164 of the Act.
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in 'Annexure B'
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid/ provided by the Holding Company and its Indian Subsidiaries to its directors during the year is in accordance with the provisions of section 197 of the Act.
 - (h) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate/ consolidated financial statements and other financial information of the subsidiaries and associates incorporated in India whose financial statements have been audited under the Act:
 - i) The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group & its associates.
 - ii) The provision has been made in the Consolidated Financial Statement as required under the applicable law or Ind As, for material foreseeable losses, if any, on long term contracts including derivatives contracts.
 - iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company, its subsidiary companies and associates incorporated in India.
 - iv) a) The respective Managements of the Company and its subsidiaries and associates which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us and the other auditors of such subsidiaries and associates respectively that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company or any of such subsidiaries and associates to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company or any of such subsidiaries and associates ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- b) The respective Managements of the Company and its subsidiaries and associates which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us and the other auditors of such subsidiaries and associates respectively that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company or any of such subsidiaries and associates from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company or any of such subsidiaries and associates shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- c) Based on the audit procedures performed by us and that performed by the auditors of the subsidiaries and associates, incorporated in India, whose financial statements have been audited under the Act, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v) No dividend has been declared or paid during the year by the holding Company or its subsidiaries and associates.
- vi) Based on our examination which included test checks performed by us on the Holding Company and by the respective auditors of the subsidiaries and associates of the Holding Company which are companies incorporated in India and audited under the Act, the Holding Company, its subsidiaries and associates in respect of financial year commencing on 1st April 2023, have used accounting software for maintaining their books of account which has a feature of recording audit trail (edit log) facility and the same have been operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we and respective auditors of the above referred subsidiaries and associates did not come across any instance of audit trail feature being tampered with.

for Sushil Poddar & Co.

Chartered Accountants
Firm's Registration No. 014969N

S.K. Poddar

Partner
Mem. No. 094479
UDIN: 24094479BKBJKH1855

New Delhi, 29th May, 2024

Annexure A

to the Independent Auditor's report on the consolidated financial statements of Bhartiya International 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) According to the information and explanations given to us, following companies incorporated in India and included in the consolidated financial statements, have certain remarks included in their reports under Companies (Auditor's Report) Order, 2020 ("CARO"), which have been reproduced as per the requirements of the Guidance Note on CARO:

Sr. No.	Name of the entities	CIN	Holding Company/ Subsidiary	Clause number of the CARO report
1	Bhartiya International Ltd	L748997N1987PLC111744	Holding Company	Clause (i)(c)

* This clause pertains to title deeds of certain immovable properties not held in the name of the respective companies.

for Sushil Poddar & Co.

Chartered Accountants

Firm's Registration No. 014969N

S.K. Poddar

Partner

Mem. No. 094479

UDIN: 24094479BKBJKH1855

New Delhi, 29th May, 2024

ANNEXURE B TO THE AUDITORS' REPORT

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

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31st, 2024, we have audited the internal financial controls over financial reporting of Bhartiya International Limited ('the Holding Company') and its subsidiary companies which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting with reference to these consolidated financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting with reference to these consolidated 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 auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, and the audit evidence obtained by the other auditors in terms of their reports is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting with reference to these consolidated financial statements.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Holding Company and its subsidiary companies, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting with reference to these consolidated financial statements and such internal financial controls over financial reporting with reference to these consolidated financial statements were operating effectively as at March 31, 2024, based on the internal control over financial reporting criteria established by the Holding 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 ICAI.

Other Matters

We did not audit the internal financial controls with reference to financial statements in so far as it relates to two subsidiary companies, which are companies covered under the Act, whose financial statements/consolidated financial statements reflect total assets of Rs. 3,058.47 lakhs, total revenues of 1,851.53 lakhs and net cash inflows amounting to Rs. 1.77 lakhs for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net loss (including other comprehensive income) of Rs. 1,153.05 lakhs for the year ended 31 March 2024, in respect of two associate companies, which are companies covered under the Act, whose internal financial controls with reference to financial statements have not been audited by us. The internal financial controls with reference to financial statements in so far as it relates to such subsidiary companies and associate companies have been audited by other auditors whose reports have been furnished to us by the management and our report on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements so far as it relates to such two subsidiary companies and two associate companies is based solely on the reports of the auditors of such companies. Our opinion is not modified in respect of this matter with respect to our reliance on the work done by and on the reports of the other auditors.

for Sushil Poddar & Co.Chartered Accountants
Firm's Registration No. 014969N**S.K. Poddar**

Partner

Mem. No. 094479

UDIN: 24094479BKBJKH1855

New Delhi, 29th May, 2024

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2024**Rs. in Lakhs**

Particulars	Note No.	As at 31st March, 2024	As at 31st March, 2023
I Assets			
1 Non - Current Assets			
(a) Property, Plant and Equipment	5	13,813.21	14,315.38
(b) Capital Work-in-Progress	5.1	129.06	-
(c) Right to Use Asset	5.2	914.89	1,056.64
(d) Investment in Property	6	507.59	518.50
(e) Goodwill		25.25	25.25
(f) Intangible Assets	7	2,666.51	3,988.58
(g) Investments Accounted for using Equity Method	8	4,250.10	5,403.15
(h) Financial Assets			
(i) Investments	9	35.01	35.01
(ii) Other financial Assets	10	2,125.27	2,527.36
(i) Deferred tax Assets		76.06	100.89
(j) Other Non-Current Assets	11	63.14	74.69
2 Current Assets			
(a) Inventories	12	57,459.12	52,118.89
(b) Financial Assets			
(i) Investments	13	-	-
(ii) Trade Receivables	14	14,385.11	12,969.92
(iii) Cash and Cash Equivalents	15	2,705.45	874.20
(iv) Bank Balances other than Cash & Cash Equivalents	16	4,447.68	2,385.02
(v) Loans	17	139.00	158.83
(vi) Others Financial Assets	18	2,989.63	2,093.47
(c) Current Tax assets (net)		127.52	129.69
(d) Other Current Assets	19	2,868.95	2,482.20
TOTAL ASSETS		<u>1,09,728.55</u>	<u>1,01,257.67</u>
II Equity and Liabilities			
1 Equity			
(a) Equity Share Capital	20	1,220.94	1,220.71
(b) Other Equity	21	37,778.13	37,565.80
2 Liabilities			
Non - Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	22	10,189.33	15,899.62
(ii) Lease Liability		447.97	578.54
(iii) Other Financial Liabilities	23	148.26	168.59
(b) Provisions	24	105.78	67.98
(c) Other Non-Current Liabilities	25	86.32	100.56
(d) Deferred Tax Liabilities		844.16	808.57
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	26	40,925.42	33,516.49
(ii) Lease Liability		133.24	116.37
(iii) Trade payables	27		
- Total outstanding dues of micro enterprises and small enterprises		650.55	868.24
- Total outstanding dues of creditors other than micro enterprises and small enterprises		14,913.34	8,237.92
(iv) Other Financial Liabilities	28	1,454.88	1,525.87
(c) Provisions	29	187.85	172.42
(d) Other Current Liabilities	30	369.41	21.27
(e) Current Tax Liabilities (Net)		272.97	388.72
TOTAL OF EQUITY AND LIABILITIES		<u>1,09,728.55</u>	<u>1,01,257.67</u>
Material Accounting Policies	4		
The accompanying notes are an integral part of the financial statements	1 to 51		

As per our report of even date attached

For SUSHIL PODDAR & CO.

Chartered Accountants

Firm Reg. No. 014969N

S.K. Poddar

Partner

Mem. No. 094479

Gurugram, 29th May, 2024

Yogesh Kumar Gautam

Company Secretary

Raj Kumar Chawla

Chief Financial Officer

For and on behalf of the Board**Manoj Khattar**

Whole-Time Director

DIN: 00694981

Vivek Kapur

Director

DIN: 09678378

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

Rs. in Lakhs

Particulars	Note No.	Year Ended 31st March, 2024	Year Ended 31st March, 2023
INCOME			
Revenue from Operations	31	77,752.21	79,859.80
Other Income	32	691.53	335.74
Total Income		78,443.74	80,195.54
EXPENSES			
Cost of Material Consumed	33	36,969.63	33,444.85
Purchases of Stock-in-Trade		8,184.55	10,357.25
Change in Inventories of Finished Goods	34	(2,847.22)	1,217.02
Employee Benefits Expense	35	6,214.96	5,918.04
Finance Costs	36	4,213.57	3,669.60
Depreciation and Amortization Expense	37	2,553.30	2,522.78
Other Expenses	38	21,307.79	21,031.33
Total Expenses		76,596.58	78,160.87
Profit/ (Loss) before Share of net Profit/(Loss) of Associate		1,847.16	2,034.67
Share of net profit/(Loss) of associates		(1,153.05)	4,815.92
III Profit/ (Loss) before exceptional Items and tax		694.11	6,850.59
Exceptional Items		-	-
Profit / (Loss) before tax		694.11	6,850.59
Tax expenses	39		
i Current tax		614.47	624.92
ii Deferred tax		59.87	(31.96)
Profit / (Loss) for the year (A)		19.77	6,257.63
Other Comprehensive Income			
Items that will not be Reclassified to profit or Loss			
Remeasurements of the defined benefit plans		2.43	(45.22)
Income tax relating to above items		(0.55)	11.38
Total Other Comprehensive Income for the Year (B)		1.88	(33.84)
Total Comprehensive Income for the Year		21.65	6,223.79
Profit Attributable to :			
Owners		22.28	6,261.14
Non-controlling Interests		(2.51)	(3.51)
Other Comprehensive income Attributable to :			
Owners		1.88	(33.84)
Non-controlling Interests		-	-
Total Comprehensive income Attributable to :			
Owners		24.16	6,227.30
Non-controlling Interests		(2.51)	(3.51)
Earnings per equity share of face value			
Basic (in Rupees)		0.16	51.26
Diluted (in Rupees)		0.16	51.18
Material Accounting Policies	4		
The accompanying notes are an integral part of the financial statements	1 to 51		

As per our report of even date attached

For SUSHIL PODDAR & CO.Chartered Accountants
Firm Reg. No. 014969N**S.K. Poddar**

Partner

Mem. No. 094479

Gurugram, 29th May, 2024

Yogesh Kumar Gautam

Company Secretary

Raj Kumar Chawla

Chief Financial Officer

For and on behalf of the Board**Manoj Khattar**

Whole-Time Director

DIN: 00694981

Vivek Kapur

Director

DIN: 09678378

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

Equity Share Capital	Rs. in Lakhs										
Particulars	Notes	Amount									
Balance as at 31st March, 2022		1,220.71									
Change in equity share capital during the year 2022-23	20.1	-									
Balance as at 31st March, 2023		1,220.71									
Change in equity share capital during the year 2023-24	20.1	0.23									
Balance as at 31st March, 2024		1,220.94									
Other Equity (Refer note no. 21)											
Particulars	Reserves and Surplus						Total				
	Share appli- cation money pending for allotment	Employee Stock Options outstanding	Preferen- tial share Warrant Forfeited	Non-con- trolling Interest	Foreign Currency Translation Reserve (FCTR)	Capital Reserve	Securities Premium Reserve	General Reserve	Retained Earnings	Other Com- prehensive Income(defined benefit plan)	
Balance as at 31st March, 2022	-	89.44	925.75	139.55	566.57	8,470.77	7,859.24	3,625.38	9,355.95	72.70	31,105.35
Profit for the year	-	-	-	(3.51)	-	-	-	-	6,261.14	-	6,257.63
Other comprehensive income for the year	-	-	-	-	-	-	-	-	-	(33.84)	(33.84)
Currency Fluctuation Reserve	-	-	-	-	236.66	-	-	-	-	-	236.66
Balance as at 31st March, 2023	-	89.44	925.75	136.04	803.23	8,470.77	7,859.24	3,625.38	15,617.09	38.86	37,565.80
Profit for the year	-	-	-	(2.51)	-	-	-	-	22.28	-	19.77
Other comprehensive income for the year	-	-	-	-	-	-	-	-	-	1.88	1.88
Transfer from ESOP	-	(89.44)	-	-	-	-	10.75	79.59	-	-	0.90
Currency Fluctuation Reserve	-	-	-	-	189.78	-	-	-	-	-	189.78
Balance as at 31st March, 2024	-	-	925.75	133.53	993.01	8,470.77	7,869.99	3,704.97	15,639.37	40.74	37,778.13

As per our report of even date attached

For SUSHIL PODDAR & CO.

Chartered Accountants

Firm Reg. No. 014969N

S. K. Poddar

Partner

Mem. No. 94479

Gurugram, 29th May, 2024

Yogesh Kumar Gautam

Company Secretary

Raj Kumar Chawla

Chief Financial Officer

Manoj Khattar

Whole-time Director

DIN: 00694981

Vivek Kapur

Director

DIN: 09678378

For and on behalf of the Board

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

Rs. in Lakhs

Particulars	Year Ended 31st March, 2024	Year Ended 31st March, 2023
A. CASH FLOWS FROM OPERATING ACTIVITIES		
Profit / (Loss) before tax as per statement of Profit and Loss	694.11	6,850.59
<i>Adjustment for :</i>		
Share of (profit)/loss of associates	1,153.05	(4,815.92)
Finance Cost	4,213.57	3,669.60
Depreciation and amortisation expenses	2,553.30	2,522.78
Loss/(Profit) on sale of fixed assets (net)	(1.50)	(2.34)
Rental Income	(250.11)	(246.96)
Interest income	-	(7.96)
Government grant income	(4.44)	(4.44)
	8,357.98	7,965.35
Operating profit/(loss) before Working Capital Changes		
<i>Movements in Working Capital:</i>		
Increase/ (decrease) in trade payables	6,457.73	(2,645.65)
Increase/ (decrease) in other financial liabilities	(62.55)	590.12
Increase/ (decrease) in other liabilities	338.35	(126.96)
Increase/ (decrease) in provisions	56.19	(135.70)
Decrease/ (increase) in inventories	(5,340.23)	(5,726.43)
Decrease/ (increase) trade receivables	(1,415.19)	8.44
Decrease/ (increase) in loan	19.83	(46.02)
Decrease/ (increase) in other current financial assets	(896.16)	1,289.45
Decrease/ (increase) in other current assets	(386.75)	64.99
Decrease/ (increase) in other non-current assets	2.86	(15.06)
Decrease/ (increase) in other non-current financial assets	(14.62)	(123.94)
Cash (used in) / Generated from Operations	7,117.44	1,098.59
Income tax paid (Net)	(728.57)	(175.82)
Currency Fluctuation reserve consolidation	189.78	236.61
Net cash (used in)/ generated from operating activities - (A)	6,578.65	1,159.38
B. CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of fixed assets	(711.79)	(2,136.61)
Capital advance/Capital creditors (net)	(20.08)	34.57
Proceeds from sale of fixed assets	7.83	4.89
Rental Income	250.11	246.96
Interest income	-	7.96
Fixed Deposit with bank	(1,645.95)	(322.01)
Net cash from/ (used in) investing activities - (B)	(2,119.88)	(2,164.24)

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

Rs. in Lakhs

Particulars	Year Ended 31st March, 2024	Year Ended 31st March, 2023
C. CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds of long-term borrowings (net)	(3,518.13)	257.56
Proceeds from short-term borrowings (net)	5,216.76	2,099.52
Payment of lease Liability	(170.58)	(200.37)
Share Capital including securities premium	1.14	-
Interest and processing fees paid (net)	(4,156.71)	(3,603.47)
Net cash from/ (used in) financing activities - (C)	(2,627.52)	(1,446.76)
Net increase / (decrease) in cash and cash equivalents - (A+B+C)	1,831.25	(2,451.62)
Cash and cash equivalents as at beginning of the year	874.20	3,325.82
Cash and cash equivalents as at the end of the year	2,705.45	874.20
Components of cash and cash equivalents:		
Cash on hand	24.19	27.90
Balances with scheduled banks:		
In current accounts	2,619.10	794.67
In deposit accounts	62.16	51.63
Cash and cash equivalents in cash flow statement	2,705.45	874.20

Note: The above consolidated statement of cash flows has been prepared under the 'Indirect Method' as set out in Ind AS - 7, Statement of Cash Flow.

As per our report of even date attached

For SUSHIL PODDAR & CO.

Chartered Accountants

Firm Reg. No. 014969N

S.K. Poddar

Partner

Mem. No. 094479

Yogesh Kumar Gautam

Company Secretary

Raj Kumar Chawla

Chief Financial Officer

For and on behalf of the Board

Manoj Khattar

Whole-Time Director

DIN: 00694981

Vivek Kapur

Director

DIN: 09678378

Gurugram, 29th May, 2024

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1. CORPORATE INFORMATION

Bhartiya International Limited ('the Holding Company') is a public limited company with domiciled in India and incorporated under the provisions of the Companies Act applicable in India. The Holding Company and its subsidiaries (hereinafter referred to as "the Group") is engaged in the business of manufacturing and trading of leather products & textile products. The Holding Company has its registered office at Chennai and its corporate office at Gurugram, Haryana.

2. BASIS OF PREPARATION

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

The consolidated financial statements have been prepared on the historical cost basis except the certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies.

Based on the nature of products/activities and the time between acquisition of assets and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

3. PRINCIPLES OF CONSOLIDATION

The financial statements of the Holding Company and its subsidiaries are combined on a line by line basis by adding together like items of assets, liabilities, equity, incomes, expenses and cash flows, after fully eliminating intra-group balances and intra-group transactions.

Profits or losses resulting from intra-group transactions that are recognised in assets, such as Inventory and Property, Plant and Equipment, are eliminated in full.

In case of foreign subsidiaries, revenue items are consolidated at the average rate prevailing during the year. All assets and liabilities are converted at rates prevailing at the end of the year. Any exchange difference arising on consolidation is recognised in the Foreign Currency Translation Reserve (FCTR).

Goodwill represents the difference between the Company's share in the net worth of subsidiaries and the cost of acquisition at each point of time of making the investment in the subsidiaries.

The audited / unaudited financial statements of foreign subsidiaries / associates have been prepared in accordance with the Generally Accepted Accounting Principle of its Country of Incorporation or Ind AS.

The Consolidated Financial Statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances.

The carrying amount of the parent's investment in each subsidiary is offset (eliminated) against the parent's portion of equity in each subsidiary.

Investment in Associates has been accounted under the Equity Method as per Ind AS 28 – Investments in Associates.

The Group accounts for its share of post-acquisition changes in net assets of associates after eliminating unrealised profits and losses resulting from transactions between the Group and its associates.

Non-Controlling Interest's share of profit / loss of consolidated subsidiaries for the year is identified and adjusted against the income of the Group in order to arrive at the net income attributable to shareholders of the Company.

Non-Controlling Interest's share of net assets of consolidated subsidiaries is identified and presented in the Consolidated Balance Sheet.

4. MATERIAL ACCOUNTING POLICIES

4.1 Property, Plant and Equipment

Freehold land is carried at cost. All other items of property, plant and equipment and Capital work in progress (including Pre-operative expenses) are measured at cost less accumulated depreciation and impairment losses, if any. Cost includes expenditures directly attributable to the acquisition of the asset. General and specific borrowing costs directly attributable to the construction of a qualifying asset are capitalized as part of the cost.

Depreciation is charged on a pro-rata basis at the straight-line method over estimated economic useful lives of its property, plant and equipment generally in accordance with that provided in the Schedule II.

Assets acquired under finance lease and leasehold improvements are amortized over the shorter of estimated useful life of the asset or the related lease term.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).

4.2 Investment Properties

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the Group, is classified as investment property. Investment property is measured at its cost, including related transaction costs and applicable borrowing costs less depreciation and impairment if any.

Depreciation is charged on a pro-rata basis at the straight-line method over estimated economic useful lives of building generally in accordance with that provided in the Schedule II of the Companies Act .

4.3 Intangible Assets

Intangible Assets are stated at cost of acquisition inclusive of incidental expenses related to acquisition. all related revenue expenditure including borrowing cost during the period of development forms part of value of assets capitalized.

Computer software are amortized using the straight Line Method over the period of three years.

Amortization of Intangible Assets-Brand at the overseas subsidiary are as per the rate applicable based on the useful life of assets.

4.4 Lease

Effective from 1st April, 2019, the Company adopted Ind AS 116 – Leases and applied the standard to all lease contracts existing as on 1st April, 2019 using the modified retrospective method on the date of initial application i.e. 1st April, 2019.

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a Lessee

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

(i) Right-of-use Assets (ROU Assets)

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment.

(ii) Lease Liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs. In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset. Lease liability and ROU assets have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).

(iii) Short-term leases and leases of low-value assets

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

Company as a Lessor

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

4.5 Inventories

Raw materials and consumables have been valued at cost after providing for obsolescence. Cost comprise of cost of purchase and other cost incurred in bringing the inventories to their present location and condition. Cost is determined on FIFO basis. Finished goods are value at cost or net realisable value whichever is lower. Cost of finished goods and work-in-progress include all costs of purchases, conversion costs and other costs incurred in bringing the inventories to their present location and condition. The net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and estimated costs necessary to make the sale.

4.6 Cash & Cash Equivalents

The Group cash and cash equivalents consist of cash on hand and in banks and demand deposits with banks, which can be withdrawn at any time, without prior notice or penalty on the principal.

For the purposes of the cash flow statement, cash and cash equivalents include cash on hand, in banks and demand deposits with banks, net of outstanding bank overdrafts that are repayable on demand and are considered part of the Group cash management system. In the balance sheet, bank overdrafts are presented under other current liabilities.

4.7 Employee Benefits

Defined Contribution Plan

Retirement benefit in the form of provident fund is a defined contribution scheme. The Group has no obligation, other than the contribution payable to the provident fund. The Group recognizes contribution payable to the provident fund scheme as expenditure, when an employee renders the related service.

Defined Benefit Plan

Gratuity is a defined benefit obligation. The Group accounts for the gratuity liability, based upon the actuarial valuation performed in accordance with the Projected Unit Credit method carried out at the year end, by an independent actuary.

Re-measurement, comprising actuarial gains and losses and the return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Re-measurement recognised in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss.

4.8 Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial Assets

Financial assets are recognised when the Group becomes a party to the contractual provisions of the instrument.

On initial recognition, a financial asset is recognised at fair value, in case of Financial assets which are recognised at fair value through profit and loss (FVTPL), its transaction cost are recognised in the statement of profit and loss. In other cases, the transaction cost are attributed to the acquisition value of the financial asset.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).

Financial assets are subsequently classified as measured at

- amortised cost
- fair value through profit and loss (FVTPL)
- fair value through other comprehensive income (FVOCI).

Debt Instruments:

Debt instruments are initially measured at amortised cost, fair value through other comprehensive income ('FVOCI') or fair value through profit or loss ('FVTPL') till derecognition on the basis of (i) the entity's business model for managing the financial assets and (ii) the contractual cash flow characteristics of the financial asset.

(a) Measured at Amortised Cost:

Financial assets that are held within a business model whose objective is to hold financial assets in order to collect contractual cash flows that are solely payments of principal and interest, are subsequently measured at amortised cost using the effective interest rate ('EIR') method less impairment, if any. The amortisation of EIR and loss arising from impairment, if any is recognised in the Statement of Profit and Loss.

(b) Measured at Fair Value through Other Comprehensive Income:

Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair value through other comprehensive income. Fair value movements are recognized in the other comprehensive income (OCI). On derecognition, cumulative gain or loss previously recognised in OCI is reclassified from the equity to 'other income' in the Statement of Profit and Loss.

(c) Measured at Fair Value through Profit or Loss:

A financial asset not classified as either amortised cost or FVOCI, is classified as FVTPL. Such financial assets are measured at fair value with all changes in fair value, including interest income and dividend income if any, recognised as 'other income' in the Statement of Profit and Loss.

Equity Instruments:

All investments in equity instruments classified under financial assets are initially measured at fair value, the Group may, on initial recognition, irrevocably elect to measure the same either at FVOCI or FVTPL.

The Group makes such election on an instrument-by-instrument basis. Fair value changes on an equity instrument is recognised as other income in the Statement of Profit and Loss unless the Company has elected to measure such instrument at FVOCI. Fair value changes excluding dividends, on an equity instrument measured at FVOCI are recognised in OCI. Amounts recognised in OCI are not subsequently reclassified to the Statement of Profit and Loss. Dividend income on the investments in equity instruments are recognised as 'other income' in the Statement of Profit and Loss.

Derecognition

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the contractual rights to receive the cash flows from the asset.

Financial Liabilities

Initial Recognition and Measurement

Financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss.

Subsequent Measurement

Financial liabilities are subsequently measured at amortised cost using the EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

Loans and Borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).

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 amortisation is included as finance costs in the statement of profit and loss.

Trade and other payable

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

Derecognition

A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expires.

Derivative Instruments:

The Group enters into foreign exchange forward contracts to manage its exposure to foreign exchange rate risks. These contracts are initially recognised at fair value and subsequently, at the end of each reporting period, re-measured at their fair values on reporting date. The resulting gain or loss is recognised in profit or loss in the same line as the movement in the hedged exchange rate.

4.9 Provision and Contingent Liabilities

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Contingent Liabilities are disclosed in respect of possible obligations that arise from past events but their existence will be confirmed by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Group or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made.

4.10 Revenue Recognition

Revenue from contract with customers is recognised when the Group satisfies performance obligation by transferring promised goods and services to the customer. Performance obligations are satisfied at the point of time when the customer obtains controls of the asset.

Revenue from Services

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

Other Operating Revenue - Export Incentives

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

Interest Income

Interest income is recognized using the effective interest rate (EIR) method

Dividend Income

Dividend income on investments is recognised when the right to receive dividend is established.

4.11 Foreign Currency Translation

Transactions in foreign currencies are initially recorded in functional currency spot rates at the date the transaction first qualifies for recognition.

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

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

4.12 Income Tax

Income tax comprises current and deferred tax. Income tax expense is recognized in the statement of profit and loss except to the extent it relates to items directly recognized in other comprehensive income.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).

Current Tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit before tax as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Group current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period. The Group offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and liability simultaneously.

Deferred Tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised.

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

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The Group offsets deferred income tax assets and liabilities, where it has a legally enforceable right to offset current tax assets against current tax liabilities, and they relate to taxes levied by the same taxation authority on either the same taxable entity, or on different taxable entities where there is an intention to settle the current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

4.13 Earning Per Share

Basic earnings per share is computed by dividing the profit after tax by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share is computed by dividing the profit after tax as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares.

4.14 Borrowing Cost

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they are incurred.

4.15 Government Grants

Government grants are not recognised until there is reasonable assurance that the Group will comply with the conditions attaching to them and that the grants will be received.

Government grants are recognised in profit or loss on a systematic basis over the periods in which the Group recognises as expenses the related costs for which the grants are intended to compensate.

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

4.16 Share Based Payment

Equity-settled share-based payments to employees are measured at the fair value of the equity instruments at the grant date.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).

The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. At the end of each reporting period, the Group revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the equity-settled employee benefits reserve.

4.17 Critical Estimates and Judgements -

The preparation of financial statements requires the use of accounting estimates which by definition will seldom equal the actual results. Management also need to exercise judgement in applying the Group's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

The areas involving Critical Estimates or Judgement are:

Estimation of Defined benefit obligation

Estimation of current tax expenses and Payable

Useful lives of depreciable assets

Provision and contingent liability

Carry value of investment in associates

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).**5. PROPERTY, PLANT AND EQUIPMENT****Rs. in Lakhs**

Particulars	LAND		OTHER THAN LAND					Total
	Freehold	Buildings	Plant and Equipment	Furniture and Fixtures	Vehicles	Office Equipment	Computer Equipment	
Gross Carrying Amount								
Balance as at 31st March, 2022	255.70	6,480.45	7,463.77	1,411.62	270.15	457.56	269.66	16,608.91
Addition	-	1,794.17	987.77	55.86	49.24	42.07	51.57	2,980.68
Disposal	-	-	8.40	1.36	120.82	-	0.35	130.93
Balance as at 31st March, 2023	255.70	8,274.62	8,443.14	1,466.12	198.57	499.63	320.88	19,458.66
Addition	-	12.10	259.26	60.38	166.07	48.22	53.93	599.96
Disposal	-	-	7.12	13.95	61.10	64.58	0.48	147.23
Balance as at 31st March, 2024	255.70	8,286.72	8,695.28	1,512.55	303.54	483.27	374.33	19,911.39
Accumulated Depreciation								
Balance as at 31st March, 2022	-	970.30	2,180.23	461.31	110.33	284.78	205.08	4,212.03
Addition	-	225.63	539.70	151.48	23.77	42.36	32.80	1,015.74
Disposal	-	-	7.28	1.03	76.05	-	0.13	84.49
Balance as at 31st March, 2023	-	1,195.93	2,712.65	611.76	58.05	327.14	237.75	5,143.28
Addition	-	268.14	566.36	119.31	32.61	43.88	41.35	1,071.65
Disposal	-	-	6.54	-	48.54	61.22	0.45	116.75
Balance as at 31st March, 2024	-	1,464.07	3,272.47	731.07	42.12	309.80	278.65	6,098.18
Net carrying amount								
Balance as at 31st March, 2023	255.70	7,078.69	5,730.49	854.36	140.52	172.49	83.13	14,315.38
Balance as at 31st March, 2024	255.70	6,822.65	5,422.81	781.48	261.42	173.47	95.68	13,813.21

a) Title deeds of Immovable Properties not held in name of the Company

Relevant line item in the Balance Sheet	Description of item of Property	Gross Carrying Value	Title deeds held in the Name of	Whether title deed holder is a promoter or director or Relative of Promoter Director	Property held since which date	Reason for not being held in the name of the company
PPE	Building	18.50	Pardeep Goyal	Relative of Director	12.08.2000	Due to issue in Registration

b) All immovable property is held in the name of company except mentioned above.

c) The company has not revalued its Property, Plant and Equipment during the current reporting period.

d) The company does not hold any Benami Property and does not have any proceedings initiated or pending for holding benami property under the Benami Transactions (Prohibitions) Act, 1988.

5.1 Capital Work in Progress**Rs. in Lakhs**

31st March, 2023	-
31st March, 2024	129.06

5.1.1 Ageing of Capital Work-in-Progress ageing

	Amount in CWIP for a period of				
	Less than 1 Year	1-2 Year	2-3 Year	More than 3 Year	Total
31st March, 2024					
Projects in Process	129.06	-	-	-	129.06
31st March, 2023					
Projects in Process	-	-	-	-	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).**5.2 RIGHT OF USE ASSETS**

Rs. in Lakhs

Particulars	Land	Building	Total
Balance as at 31st March, 2022	532.34	892.48	1,424.82
Addition		101.15	101.15
Balance as at 31st March, 2023	532.34	993.63	1,525.97
Addition		-	-
Disposal/Adjustment			-
Balance as at 31st March, 2024	<u>532.34</u>	<u>993.63</u>	<u>1,525.97</u>
Accumulated Depreciation			
Balance as at 31st March, 2022	37.92	267.18	305.10
Addition	12.64	151.59	164.23
Balance as at 31st March, 2023	50.56	418.77	469.33
Addition	12.64	129.11	141.75
Balance as at 31st March, 2024	<u>63.20</u>	<u>547.88</u>	<u>611.08</u>
Net carrying amount			
Balance as at 31st March, 2023	481.78	574.86	1,056.64
Balance as at 31st March, 2024	<u>469.14</u>	<u>445.75</u>	<u>914.89</u>

6. INVESTMENT PROPERTIES

Particulars	Land & Building
Gross Carrying amount	
Balance as at 31st March, 2022	594.85
Addition	
Disposal	
Balance as at 31st March, 2023	<u>594.85</u>
Addition	
Disposal	
Balance as at 31st March, 2024	<u>594.85</u>
Accumulated Depreciation	
Balance as at 31st March, 2022	65.44
Addition	10.91
Disposal	
Balance as at 31st March, 2023	<u>76.35</u>
Addition	10.91
Disposal	
Balance as at 31st March, 2024	<u>87.26</u>
Net Carrying Amount	
Balance as at 31st March, 2023	518.50
Balance as at 31st March, 2024	<u>507.59</u>
Fair Value	
As at 31st March, 2023	3,434.68
As at 31st March, 2024	3321.15

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).

6.1 Particulars	Rs. in Lakhs	
	Year Ended 31st March, 2024	Year Ended 31st March, 2023
Rental income derived from investment properties	206.48	206.48
Direct operating expenses (including repairs and maintenance) generating rental income	1.67	1.58
Income arising from investment properties before depreciation	<u>204.81</u>	<u>204.90</u>
Depreciation	10.91	10.91
Income from investment properties (Net)	<u>193.90</u>	<u>193.99</u>

6.2 Maturity Analysis of Lease Payments to be received in aggregate & each of following year:		
Particulars	As at 31st March, 2024	As at 31st March, 2023
Not later than one year	207.38	265.07
Later than one year and not later than five years	823.42	1,055.82
Later than five years	29.00	180.72

6.3 Estimation of Fair Value

The fair valuation is based on current prices in the active market for similar properties. The main inputs used are quantum, area, location, demand, restrictive entry to the complex, age of building and trend of fair market rent in village/city area.

This valuation is based on valuations performed by an accredited independent valuer. Fair valuation is based on replacement cost method. The fair value measurement is categorised in level 2 fair value hierarchy.

7. INTANGIBLE ASSETS

Particulars	Rs. in Lakhs			
	Goodwill	Computer Software	Brand/ Patent	Total
Gross Carrying Amount				
Balance as at 31st March, 2022	7.99	365.38	6,611.33	6,984.70
Addition	-	11.35	-	11.35
Disposal	-	-	-	-
Balance as at 31st March, 2023	<u>7.99</u>	<u>376.73</u>	<u>6,611.33</u>	<u>6,996.05</u>
Addition	-	6.92	-	6.92
Disposal	-	-	-	-
Balance as at 31st March, 2024	<u>7.99</u>	<u>383.65</u>	<u>6,611.33</u>	<u>7,002.97</u>
Accumulated Depreciation				
Balance as at 31st March, 2022	7.99	308.42	1,359.16	1,675.57
Addition	-	18.86	1,313.04	1,331.90
Disposal	-	-	-	-
Balance as at 31st March, 2023	<u>7.99</u>	<u>327.28</u>	<u>2,672.20</u>	<u>3,007.47</u>
Addition	-	15.95	1,313.04	1,328.99
Disposal	-	-	-	-
Balance as at 31st March, 2024	<u>7.99</u>	<u>343.23</u>	<u>3,985.24</u>	<u>4,336.46</u>
Net Carrying Amount				
Balance as at 31st March, 2023	-	49.45	3,939.13	3,988.58
Balance as at 31st March, 2024	-	40.42	2,626.09	2,666.51

- a) There are no intangible assets under development in the company during the current reporting period.
- b) The Company has not revalued its intangible Assets during the current reporting period

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).

Rs. in Lakhs

8. INVESTMENTS ACCOUNTED FOR USING EQUITY METHOD

Particulars	No. of		As at	
	Shares/Units	31st March, 2024	Shares/Units	31st March, 2023
Investments in Associates (Unquoted at Cost)				
(a) Investment in Associate Company #				
Equity Shares	3,43,93,260	4,250.10	3,43,93,260	5,403.15
		<u>4,250.10</u>		<u>5,403.15</u>
#Particulars of Investment in Associate Company				
A) Bhartiya Urban Pvt. Ltd.				
% of ownership interest		36.77%		36.77%
Cost of Acquisition		3,999.60		3,999.60
Share of Reserves & Surplus		251.18		1,404.23
Carrying Value		<u>4,250.78</u>		<u>5,403.83</u>
B) TADA Mega Leather Cluster Pvt. Ltd.				
% of ownership interest		50.00%		50.00%
Cost of Acquisition		0.50		0.50
Share of Post Acquisition Reserves & Surplus		(1.18)		(1.18)
Carrying Value		<u>(0.68)</u>		<u>(0.68)</u>
Total (A+B)		<u>4,250.10</u>		<u>5,403.15</u>

9. NON-CURRENT INVESTMENTS

Particulars	As on 31st March, 2024		As on 31st March, 2023	
	Units/ Share (No.)	Amount (Rs.)	Units/ Share (No.)	Amount (Rs.)
A) Investments in Mutual Funds (Unquoted)				
At Fair Value through Profit and Loss				
i) Reliance ETF Liquid BeES	1.222	0.01	1.222	0.01
		<u>0.01</u>		<u>0.01</u>
B) Investments in Equity Shares (Unquoted)				
At Fair Value through Profit and Loss				
i) Pallavaram Tanners Industrial Effluent Treatment co. Ltd.	31,525	35.00	31,525	35.00
Total (A+B)		<u>35.01</u>		<u>35.01</u>
Aggregate amount of unquoted Investments		35.01		35.01
Aggregate amount of impairment in value of unquoted Investments		-		-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).

10. OTHER NON FINANCIAL CURRENT ASSETS		Rs. in Lakhs		
Particulars	As at 31st March, 2024	As at 31st March, 2023		
(Unsecured & Considered Good)				
(a) Security and Other Deposits	298.75	261.68		
(b) Other Advance	37.43	59.88		
(c) Fixed deposit maturity more than 12 months (Lien with bank against various facilities)	1,789.09	2,205.80		
TOTAL	<u>2,125.27</u>	<u>2,527.36</u>		
11. OTHER NON CURRENT ASSETS				
(a) Capital Advances	22.88	31.57		
(b) Security Deposit with Govt. Authority	26.10	26.10		
(c) Prepaid Expenses	5.40	7.20		
(d) Prepayment Lease Rent	8.76	9.82		
TOTAL	<u>63.14</u>	<u>74.69</u>		
12. INVENTORIES				
(a) Raw Materials	39,594.65	36,404.24		
(b) Raw Materials -In transit	190.60	126.52		
(c) Stock-in-Progress	1,291.04	735.61		
(d) Finished Goods	11,326.11	9,036.33		
(e) Land and Land development	1,256.12	1,256.12		
(f) Consumable Store	3,800.60	4,560.07		
TOTAL	<u>57,459.12</u>	<u>52,118.89</u>		
13. CURRENT INVESTMENT				
Particulars	As at 31st March, 2024		As at 31st March, 2023	
	Shares (No)	Amount (Rs)	Shares (No)	Amount (Rs)
A) Investment In Equity Instrument (Unquoted)				
At Fair Value through Profit and Loss				
i) Sai Rayalaseema Paper Mills Ltd.	31,792	-	31,792	-
		-		-
Aggregate Amount of Unquoted Investments		-		-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).**14. TRADE RECEIVABLES****Rs. in Lakhs**

Particulars	As at 31st March, 2024	As at 31st March, 2023
(Unsecured, considered good)		
(a) Trade Receivable	14,520.79	12,969.92
(b) Allowance for excepted credit loss	(135.68)	-
TOTAL	<u>14,385.11</u>	<u>12,969.92</u>

Trade receivable ageing schedule for the year ended as on 31st March, 2024

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 Months	6 Months - 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Undisputed -Trade Receivable Considered Good	10,817.08	1,662.68	1,288.16	235.28	62.40	14,065.60
Undisputed -Trade Receivable Credit Impaired					455.19	455.19
Total	10,817.08	1,662.68	1,288.16	235.28	517.59	14,520.79

Trade receivable ageing schedule for the year ended as on 31st March, 2023

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 Months	6 Months - 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Undisputed -Trade Receivable Considered Good	10,462.27	1,340.58	339.02	228.90	599.15	12,969.92
Total	10,462.27	1,340.58	339.02	228.90	599.15	12,969.92

15. CASH AND CASH EQUIVALENT

Particulars	As at 31st March, 2024	As at 31st March, 2023
a) Balances with Banks		
In current accounts	2,619.10	794.67
In deposit accounts	62.16	51.63
b) Cash on Hand	24.19	27.90
TOTAL	<u>2,705.45</u>	<u>874.20</u>

16. BANK BALANCES OTHER THAN CASH & CASH EQUIVALENTS

a) Fixed Deposit with the bank	4,444.48	2,380.11
b) Unclaimed dividend accounts	3.20	4.91
TOTAL	<u>4,447.68</u>	<u>2,385.02</u>

16.1 Fixed deposits of Rs. 4444.47 Lacs (previous year Rs 2380.10 Lacs) are pledged with the banks for various limits and facilities granted.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).**17. CURRENT LOAN****Rs. in Lakhs**

Particulars	As at 31st March, 2024	As at 31st March, 2023
(Unsecured & Considered Good)		
(a) Loan to Employee	139.00	158.83
TOTAL	<u>139.00</u>	<u>158.83</u>

18. OTHER CURRENT FINANCIAL ASSETS

a) Export incentive Receivable	857.88	694.26
b) Vat / GST receivable	2,021.04	1,282.67
c) Other Advance	24.37	4.58
d) Security and Other Deposits	86.34	111.96
TOTAL	<u>2,989.63</u>	<u>2,093.47</u>

19. OTHER CURRENT ASSETS

a) Advances with Suppliers	2,202.59	1,969.00
b) Prepaid Expenses	624.81	454.15
c) Mat Credit Entitlement	14.35	14.35
d) Other Advances	27.20	44.70
TOTAL	<u>2,868.95</u>	<u>2,482.20</u>

20. SHARE CAPITAL**Authorised Share Capital**

a) 20,000,000 (31st March, 2023: 20,000,000) Equity Shares of Rs. 10/- each	2,000.00	2,000.00
b) 500,000 (31st March, 2023: 500,000) Preference Shares of Rs. 100/- each	500.00	500.00
	<u>2,500.00</u>	<u>2,500.00</u>

Issued, Subscribed & Paid up :

a) 12,209,411 (31st March, 2023: 12,207,129) Equity Shares of Rs.10/- each fully paid Up.	1,220.94	1,220.71
TOTAL	<u>1,220.94</u>	<u>1,220.71</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).**Rs. in Lakhs**

20.1 Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting year:

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	No. of Shares	Amount	No. of Shares	Amount
Shares outstanding at the beginning of the year	1,22,07,129	1,220.71	1,22,07,129	1,220.71
Shares Issued during the year	2,282	0.23	-	-
Shares outstanding at the end of the year	1,22,09,411	1,220.94	1,22,07,129	1,220.71

20.2 The details of Shareholders holding more than 5% shares

Name of the Share holders	As at 31st March, 2024		As at 31st March, 2023	
	No. of Shares	% of Holding	No. of Shares	% of Holding
(a) Snehdeep Aggarwal	11,43,362	9.36	11,43,362	9.37
(b) Bhartiya Infotech Pvt. Ltd.	10,10,000	8.27	10,10,000	8.27
(c) Bhartiya Global Ventures Pvt. Ltd.	30,47,100	24.96	30,47,100	24.96
(d) Bhartiya Advisory Services Pvt. Ltd.	6,81,913	5.59	6,81,913	5.59
(e) TIMF Holdings	7,06,474	5.79	7,06,474	5.79
(f) Chartered Finance & Leasing Ltd.	7,90,500	6.47	7,90,500	6.48

20.3 Shares Reserved for issue under options

Particulars	As at	As at
	31st March, 2024	31st March, 2023
	No. of Shares	No. of Shares
a) Under 2013 employee stock option plan : Equity share of Rs.10/- each, at an exercise price of Rs.50/- per share	-	20,751

20.4 Aggregate number of share issued for consideration other than cash during the period of five years immediately preceding the reporting date, wherever applicable is given below:

Rs. in Lakhs

Particulars	31st	31st	31st	31st	31st
	March	March	March	March	March
	2024	2023	2022	2021	2020
Shares issued during the period of five Years immediately preceding the reporting date on exercise of option granted under the Employee Stock Option Plan (ESOP) wherein part consideration was received in form of employee services.	2,282	-	4,760	500	7,695

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).

Rs. in Lakhs			
Share held by promoter at 31st March, 2024			
Promoter Name	No. of Shares	% of Total Shares	% Change during the year
Snehdeep Aggarwal	11,43,362	9.36%	-
Ramesh Bhatia	3,40,250	2.79%	-
Promoters Group			
Arjun Aggarwal	4,96,150	4.06%	-
Kanwal Aggarwal	1,90,374	1.56%	-
Snehdeep Aggarwal HUF	50,000	0.41%	-
Parushni Aggarwal	7,500	0.06%	-
Pawan Aggarwal	5,000	0.04%	-
Bhartiya Global Venture Pvt. Ltd.	30,47,100	24.96%	-
Bhartiya Infotech Pvt. Ltd.	10,10,000	8.27%	-
Bhartiya Advisory Services Pvt. Ltd.	6,81,913	5.59%	-
R.L Bhatia Associates Pvt. Ltd.	30,000	0.25%	-

20.5 The Company has only one class of equity shares having a par values of Rs. 10/- per share. Each holder of equity share is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company in proportion of the number of equity share held by the shareholders.

20.6 During the year, the company has allotted 2282 (31st March 2023: NIL) Equity share of Rs.10/- each fully paid to its employee under employee stock option plan (ESOP 2013).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).

21. OTHER EQUITY

Rs. in Lakhs

Particulars	Reserves and Surplus							Total		
	Employee Stock Options outstanding	Preferential share Warrant Forfeited	Non-controlling Interest	Foreign Currency Translation Reserve (FCTR)	Capital Reserve	Securities Premium	General Reserve		Retained Earnings	Other Comprehensive Income/(defined benefit plan)
Balance as at 31st March, 2022	89.44	925.75	139.55	566.57	8,470.77	7,859.24	3,625.38	9,355.95	72.70	31,105.35
Profit for the year	-	-	(3.51)	-	-	-	-	6,261.14	-	6,257.63
Other comprehensive income for the year	-	-	-	-	-	-	-	-	(33.84)	(33.84)
Currency Fluctuation Reserve	-	-	-	236.66	-	-	-	-	-	236.66
Balance as at 31st March, 2023	89.44	925.75	136.04	803.23	8,470.77	7,859.24	3,625.38	15,617.09	38.86	37,565.80
Profit for the year	-	-	(2.51)	-	-	-	-	22.28	-	19.77
Other comprehensive income for the year	-	-	-	-	-	-	-	-	1.88	1.88
Transfer from ESOP	(89.44)	-	-	-	-	10.75	79.59	-	-	0.90
Currency Fluctuation Reserve	-	-	-	189.78	-	-	-	-	-	189.78
Balance as at 31st March, 2024	-	925.75	133.53	993.01	8,470.77	7,869.99	3,704.97	15,639.37	40.74	37,778.13

21.1 Pursuant to Shareholders' resolution dated 23rd September, 2013, the company instituted an Employee Stock Option Plan ('ESOP 2013') in the year 2013. The vesting period of the scheme expired/completed on 31st December, 2023. Options which were not exercised by the employees lapsed and the scheme is completed and no longer in force. Accordingly, the balance in the ESOP reserve has been transferred to the general reserve.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).**22. NON-CURRENT BORROWINGS****Rs. in Lakhs**

Particulars	As at 31st March, 2024	As at 31st March, 2023
Secured		
- Term Loans from Banks	10,049.87	15,859.79
- Vehicle Loans from Banks	139.46	39.83
TOTAL	10,189.33	15,899.62

Above total is net of instalments falling due within a year in respect of all the above Loans aggregating of Rs. 5950.59 lakhs (31st March, 2023 Rs. 3758.43 Lakhs) that have been grouped under "Current Borrowing". (Refer note no. 26).

Nature of security and terms of repayment for long term secured borrowings:

	Nature of Security	Terms of Repayment
22.01	Term Loans from HDFC Bank, balance outstanding amounting to Rs 750.00 Lacs (March 31, 2023 Rs. 750.00 lacs) is secured by second charge on all existing securities given to HDFC Bank.	The Loan is repayable in 48 Monthly Installment starting from Aug 2024. Last installment due in July 2028. Rate of interest 9.25 % p.a. as at year end .
22.02	Term Loans from HDFC Bank, balance outstanding amounting to Rs. 1146.62 lacs (March 31, 2023 is Rs.1381.22 lacs) is secured by First Charge on the commercial property situated at Institutional Plot No 38, Sector 44, Gurgaon and personal guarantee of one of the Director.	Repayable in 40 Quarterly Installment starting from Oct, 2018. Last installment due in Aug 2028. Rate of Interest 10.00 % p.a. as at year end.
22.03	Term Loans from INDUSIND Bank, balance outstanding amounting to Rs 2630.00 lacs (March 31, 2023 is Rs. 3650.00 lacs) is secured by Equitable Mortgage of 9 acres 81 cents land situated in Tamil Nadu. Personal Guarantee of one Director.	The Loan is repayable in 23 Quarterly Installment starting from Sep 2020. Last installment due in Mar 2026. Rate of interest 11.00 % p.a. as at year end .
22.04	Term Loans from SBI Bank, balance outstanding amounting to Rs 245 lacs (March 31, 2023 is Rs. 396.67 lacs) . secured by second charge on all existing securities given to SBI.	The Loan is repayable in 48 Monthly Installment starting from Feb 2022. Last installment due in Jan 2026. Rate of interest 7.95 % p.a. as at year end .
22.05	Term Loans from SBM Bank, balance outstanding amounting to Rs 450.47 lacs (March 31, 2023 is Rs. 696.22 lacs) is secured by second charge on all existing securities given to SBM Bank.	The Loan is repayable in 48 Monthly Installment starting from Feb 2022. Last installment due in Jan 2026. Rate of interest 9.25 % p.a. as at year end .
22.06	Term Loans from HDFC Bank, balance outstanding amounting to Rs 843.75 lacs (March 31, 2023 is Rs. 1218.75 lacs). Secured by second charge on all existing securities given to HDFC Bank.	The Loan is repayable in 48 Monthly Installment starting from Jul 2022. Last installment due in Jun 2026. Rate of interest 9.25 % p.a. as at year end .
22.07	Term Loans from INDUSIND Bank, balance outstanding amounting to Rs 927.08 lacs (March 31, 2023 is Rs. 1372.08 lacs). secured by second charge on all existing securities given to Indusind Bank.	The Loan is repayable in 48 Monthly Installment starting from May 2022. Last installment due in Apr 2026. Rate of interest 9.25 % p.a. as at year end .

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).**Nature of security and terms of repayment for long term secured borrowings:**

	Nature of Security	Terms of Repayment
22.08	Term Loans from SBI Bank, balance outstanding amounting to Rs 1218.75 lacs (March 31, 2023 is Rs. 1300.00 lacs) . Secured by second charge on all existing securities given to SBI.	The Loan is repayable in 48 Monthly Installment starting from Feb 2024. Last installment due in Jan 2028. Rate of interest 9.25 % p.a. as at year end .
22.09	Term Loans from Union Bank, balance outstanding amounting to Rs 319.13 lacs (March 31, 2023 is Rs. 454.28 lacs) . Secured by second charge on all existing securities given to Union Bank of India.	The Loan is repayable in 48 Monthly Installment starting from March 2022. Last installment due in Feb 2026. Rate of interest 9.25 % p.a. as at year end .
22.10	Term Loans from Union Bank, balance outstanding amounting to Rs 3199.85 lacs (March 31, 2023 is Rs. 3339.00 lacs) . Secured by second charge on all existing securities given to Union Bank of India.	The Loan is repayable in 48 Monthly Installment starting from Feb 2024. Last installment due in Jan 2028. Rate of interest 9.25 % p.a. as at year end .
22.11	Term Loans from HDFC Bank, balance outstanding amounting to Rs 285.93 lacs (March 31, 2023 is Rs. 285.93 lacs). is secured by exclusive Charge on the commercial property situated at Institutional Plot No 38, Sector 44, Gurgaon and personal guarantee of one of the Director	The Loan is repayable in 20 Quarterly Installment starting from June 2024. Last installment due in March 2029. Rate of interest 9.65 % p.a. as at year end.
22.12	Term Loans from HDFC Bank, balance outstanding amounting to Rs 183.27 lacs (March 31, 2023 is Rs. 183.27 lacs). is secured by exclusive Charge on the commercial property situated at Institutional Plot No 38, Sector 44, Gurgaon and personal guarantee of one of the Director	The Loan is repayable in 20 Quarterly Installment starting from June 2024. Last installment due in March 2029. Rate of interest 10.25 % p.a. as at year end.
22.13	Term Loans from HDFC Bank, balance outstanding amounting to Rs 1180.80 lacs (March 31, 2023 is Rs. 1180.80 lacs). is secured by exclusive Charge on the commercial property situated at Institutional Plot No 38, Sector 44, Gurgaon and personal guarantee of one of the Director	The Loan is repayable in 20 Quarterly Installment starting from June 2024. Last installment due in March 2029. Rate of interest 10.25 % p.a. as at year end.
22.14	Term Loans from Indusind Bank, balance outstanding amounting to Rs NIL (March 31,2023 Rs. 42.73 lacs) is secured by Exclusive charge on the Machinery funded and personal guarantee of one of the Director.	The Loan is repayable in 61 Monthly Installment starting from March 2018. Last installment due in March 2023. Rate of interest 10.40 % p.a. as at year end.
22.15	Term Loans from Indusind Bank, balance outstanding amounting to Rs 2320.59 lacs (March 31,2023 Rs.3173.95 lacs) is secured by Exclusive charge on undergone project and Cash Flows, receivables, book debts and revenue of the company.	The Loan is repayable in 16 Quarterly Installment starting from March 2022. Last installment due in December 2025. Rate of interest 4.19 % p.a. as at year end
22.16	Vehicle Loans are secured by way of hypothecation of vehicles financed by the Bank.	

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).

23. OTHER NON-CURRENT FINANCIAL LIABILITIES		Rs. in Lakhs	
Particulars	As at 31st March, 2024	As at 31st March, 2023	
(a) Security Deposit with Related Parties	148.26	168.59	
TOTAL	<u>148.26</u>	<u>168.59</u>	
24. NON-CURRENT PROVISION			
(a) Provision for Employees Benefit	105.78	67.98	
TOTAL	<u>105.78</u>	<u>67.98</u>	
25. OTHER NON-CURRENT LIABILITIES			
(a) Government Grant	43.68	48.13	
(b) Advance Lease Rent	42.64	52.43	
TOTAL	<u>86.32</u>	<u>100.56</u>	
26. CURRENT BORROWING			
Secured			
- Working Capital Loans From Banks	34,974.83	29,758.06	
- Current Maturity of Long term borrowing	5,950.59	3,758.43	
TOTAL	<u>40,925.42</u>	<u>33,516.49</u>	
26.1 Working Capital facilities are secured against hypothecation of stocks of raw - materials, stock in process, finished goods, Other Current assets , specified immovable property, movable fixed assets, lien on fixed deposits, exports bills and personal guarantee of Director.			
26.2 Working Capital facilities in Overseas Subsidiaries are Secured against Corporate Guarantee/SBLC of Holding company.			
27. TRADE PAYABLE			
(a) Acceptances	4,433.27	2,024.73	
(b) Payable to Micro and Small Enterprises	650.55	868.24	
(c) Payable to others than Micro and Small Enterprises	10,480.07	6,213.19	
TOTAL	<u>15,563.89</u>	<u>9,106.16</u>	

Trade Payable ageing Schedule for the year ended as on 31st March, 2024

Particulars	Outstanding for following period from due date of payment				
	Less than 1 Years	1-2 Years	2-3 Years	More than 3 Years	Total
Dues to MSME	650.55			-	650.55
Others	14,913.34				14,913.34
Total Trade Payable	15,563.89	-	-	-	15,563.89

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).

Rs. in Lakhs

Trade Payable ageing Schedule for the year ended as on 31st March, 2023

Particulars	Outstanding for following period from due date of payment				
	Less than 1 Years	1-2 Years	2-3 Years	More than 3 Years	Total
Dues to MSME	868.24				868.24
Others	8,237.92	-	-	-	8,237.92
Total Trade Payable	9,106.16	-	-	-	9,106.16

28. OTHER CURRENT FINANCIAL LIABILITIES

Particulars	As at 31st March, 2024	As at 31st March, 2023
(a) Interest Accrued	120.94	139.42
(b) Unpaid dividend	3.20	4.91
(c) Due to Employee	463.10	399.94
(d) Expenses Payable	258.69	286.54
(e) Statutory Dues Payable	198.14	255.41
(f) Capital Payables	3.71	32.48
(g) Other Payable	11.56	4.33
(h) Derivatives-Foreign Exchange Forward Contract	395.54	402.84
TOTAL	<u>1,454.88</u>	<u>1,525.87</u>

29. PROVISIONS

(a) Provision for Employees Benefits	187.85	172.42
TOTAL	<u>187.85</u>	<u>172.42</u>

30. OTHER CURRENT LIABILITIES

(a) Advance from Customer	359.61	12.26
(a) Advance Lease Rent	9.80	9.01
TOTAL	<u>369.41</u>	<u>21.27</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).

Rs. in Lakhs

31. REVENUE FROM OPERATIONS

Particulars	Year Ended 31st March, 2024	Year Ended 31st March, 2023
Sales of Products		
(a) Sales Manufactured Goods	63,568.32	65,034.22
(b) Traded Goods	11,982.15	13,450.04
Sales of Services	63.79	1,606.26
Other Operating Revenues		
(a) Export Incentives	2,025.13	1,971.71
(b) Foreign Exchange Gain/(Loss)	112.82	(2,202.43)
TOTAL	<u>77,752.21</u>	<u>79,859.80</u>

31.1 Reconciliation of Revenue Recognised in Statement of Profit and Loss with Contracted Price

Revenue as per contracted price	75,677.65	80,365.52
Less: Discount, rebates etc.	63.39	275.00
Total Revenue from contract with customers	<u>75,614.26</u>	<u>80,090.52</u>

32. OTHER INCOME

- Rental Income	250.11	246.96
- Other Income	31.74	88.78
- Bad debt Recovered	408.65	-
TOTAL	<u>691.53</u>	<u>335.74</u>

33. COST OF MATERIALS CONSUMED

Opening Stock	41,090.84	34,147.38
Add : Purchases	39,462.64	40,388.31
	80,553.48	74,535.69
Less : Closing Stock	43,583.85	41,090.84
MATERIALS CONSUMED	<u>36,969.63</u>	<u>33,444.85</u>

34. CHANGE IN INVENTORIES OF FINISHED GOODS AND WORK IN PROGRESS**(a) Opening Inventories**

- Finished Goods	9,036.33	9,899.57
- Work in Progress	735.61	1,099.39

(b) Closing Inventories

- Finished Goods	11,328.12	9036.33
- Work in Progress	1,291.04	735.61

Decrease/(Increase)	<u>(2,847.22)</u>	<u>1,217.02</u>
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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).

35. EMPLOYEE BENEFIT EXPENSES	Rs. in Lakhs	
Particulars	Year Ended 31st March, 2024	Year Ended 31st March, 2023
(a) Salary & Allowances	5,404.26	5,192.36
(b) Contribution to Provident & Other Fund	387.60	422.50
(c) Staff Welfare Expenses	423.10	303.18
TOTAL	<u>6,214.96</u>	<u>5,918.04</u>
36. FINANCE COST		
(a) Interest Expense- Net	3,848.27	3,148.58
(b) Borrowing Cost	250.12	281.77
(c) Interest on Lease Liability	56.87	66.13
(d) Exchange difference regarded as an adjustment to borrowing cost	58.31	173.12
TOTAL	<u>4,213.57</u>	<u>3,669.60</u>
37. DEPRECIATION AND AMORTISATION		
(a) Depreciation on Property Plant and Equipment	1,071.65	1,015.74
(b) Amortisation on Intangible Assets	1,328.99	1,331.90
(c) Depreciation on Investment on Properties	10.91	10.91
(d) Amortisation on Right of use Assets	141.75	164.23
TOTAL	<u>2,553.30</u>	<u>2,522.78</u>
38. OTHER EXPENSES		
(I) Manufacturing Expenses		
(a) Fabrication Charges	12,788.50	12,492.80
(b) Other Manufacturing Expenses	438.98	546.81
(c) Freight & Cartage	71.43	57.04
(II) Selling & Administrative Expenses		
(a) Legal And Professional Charges	1,316.64	1,649.80
(b) Power & Fuel	485.63	450.49
(c) Bank Charges	1,030.78	816.71
(d) Repair & Maintenance		
- Building	56.72	52.56
- Plant & Machinery	261.72	228.01
- Others	674.47	623.04

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).

Particulars	Rs. in Lakhs	
	Year Ended 31st March, 2024	Year Ended 31st March, 2023
(e) Communication	105.76	81.17
(f) Rates Taxes & Duties	97.63	65.39
(g) Insurance	335.46	179.44
(h) Rent	251.14	226.05
(i) Travelling & Conveyance	1,319.87	1,072.46
(j) Freight on Exports	754.31	1,405.70
(k) Commission, Brokerage & Discount	50.98	57.84
(l) Loss on Sale /Discard of Fixed Assets	(1.50)	(2.34)
(m) Misc. Expenses	595.33	698.50
(n) Expenditure towards CSR activities	27.08	61.69
(o) Directors Meeting Fees	7.50	8.58
(p) Packing Expenses	205.99	206.27
(q) Bad Debts	369.57	0.63
(r) Auditors Remuneration	63.80	52.69
TOTAL	<u>21,307.79</u>	<u>21,031.33</u>

39. TAX EXPENSES**I) Current Tax**

(a) Current Tax on Taxable income for the year	614.47	624.92
	<u>614.47</u>	<u>624.92</u>

II) Deferred Tax

(a) Related To origination & reversal of temporary differences	59.87	(31.96)
Income tax expenses reported in statement of profit and loss	<u>674.34</u>	<u>592.96</u>
Effective Income Tax Rate	<u>97.15%</u>	<u>8.66%</u>

A reconciliation of the income tax expenses to the amount computed by applying the statutory income tax rate to the profit before income taxes is summarized below:

Accounting profit before tax	694.11	6,850.39
Statutory income tax rate	25.168%	25.168%
Computed tax expenses	174.69	1,724.16
Tax in respect of earlier years	33.25	-
Non taxable/ differential tax rate of subsidiaries	181.02	63.84
Impact of share of profit/(loss) of associates	290.20	(1,212.07)
Deduction under section 24 of income tax act	(11.64)	(15.51)
Non-Deductible expenses for tax purpose	6.82	32.54
Income tax charge to Statement of Profit and Loss Account	<u>674.34</u>	<u>592.96</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).**40. CONTINGENT LIABILITIES****Rs. in Lakhs**

Particulars	As at	As at
	31st March, 2024	31st March, 2023
i) Letter of Credit / Import Bills outstanding -	4,357.05	3,354.06
ii) Bill Discounting	757.59	1,466.06
iii) Standby Letter of credit (SBLC) issued by company bankers in favour of the bankers of its subsidiaries - Ultima S A	6,133.80	6,078.14
iv) Corporate Guarantee given by the company to a bank against facilities granted by that bank to its wholly owned subsidiaries Ultima SA, Ultima Italia Srl. & World Fashion Trade Ltd.	135.05	134.33
v) Karnataka Vat Demand Under dispute	56.60	56.60
vi) Andhra Pradesh GST Demand Under dispute	81.07	81.07
vii) Income tax Demand under dispute	87.19	3,485.04
viii) Tamil Nadu Vat Under dispute	-	8.14

41. CAPITAL AND OTHER COMMITMENTS

i) Estimated value of contract remaining to be executed on capital Account and not provided for	3,379.00	6,402.26
ii) Estimated Value of contract remaining to be executed on capital account	19.24	7.78

42. SUBSEQUENT EVENT

Subsequent to the year ended March 31st 2024, the Board of Directors in its meeting held on 7th May 2024 approved the proposal of allotting of 12,01,000 warrants to promoter's group company, subject to the approval of shareholders at the extraordinary general meeting to be held on 3rd June 2024. Each warrant attached thereto has the right to subscribe for equal number of equity shares of face value of Rs.10/- each at a premium of Rs.420/-per share on preferential basis.

43. EMPLOYEE BENEFITS PLANS

The details of various employee benefits provided to employees are as under:

a) Defined Contribution Plans**Rs. in Lakhs**

Particulars	Year Ended	Year Ended
	31st March, 2024	31st March, 2023
Detail of amount recognised as expense for defined contribution plans is given below:		
a) Provident Fund*	252.63	248.55
b) Employees State Insurance Corporation	9.45	12.13

b) Defined Benefit Plans

The Defined benefit plan of the Company includes entitlement of gratuity for each year of service until the retirement age.

i) The principal assumptions used for the purposes of the actuarial valuations were as follows:

Principal Assumptions	Gratuity	
	As at March 31, 2024	As at March 31, 2023
Expected return on plan assets	6.95%	7.20%
Discount rate	6.95 -7.25%	7.20%
Salary increase rate	5.00%	5.00%
Employee turnover	5.00%	5.00%
In service mortality	IALM (2012-14)	IALM (2012-14)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).

- ii) **Amounts recognised in statement of profit and loss in respect of these defined benefit plans are as follows:**

Particulars	Rs. in Lakhs	
	Gratuity	
	Year Ended 31st March, 2024	Year Ended 31st March, 2023
Current Service Cost	72.75	63.58
Net Interest Expenses	4.53	(5.49)
Past Service Cost	-	-
Components of defined benefit costs recognised in profit or Loss	77.28	58.09
Re-measurement on the Net Defined Benefit liability:		
Actuarial (gains)/ losses on obligation for the year	35.47	29.70
Return On Plan Assets	(38.32)	16.76
Net(Income)/Expenses for the year ended recognized in OCI	(2.85)	46.46

- iii) **The amount included in the Balance Sheet arising from the entity's obligation in respect of its Defined Benefit Obligation**

Particulars	Gratuity	
	As at 31st March, 2024	As at 31st March, 2023
	Present Value of Defined Benefit Obligation	603.90
Fair Vale of Plan Asset	(534.01)	(466.08)
Net Liability arising from Defined Benefit Obligation	69.89	55.96

- iv) **Movements in the present value of the defined benefit obligation are as follows:**

Particulars	Rs. in Lakhs	
	Gratuity	
	For the Year Ended 31st March, 2024	For the Year Ended 31st March, 2023
Opening Defined Obligation	522.04	487.12
Interest Cost	4.53	(5.49)
Current Service Cost	72.75	63.58
Past Service Cost	-	-
Benefits Paid Directly by the Employer	(30.89)	(52.87)
Actuarial (gains)/ Losses	35.47	29.70
Closing Defined Benefit Obligation	603.90	522.04

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).

v) **Movements in the fair value of the plan assets are as follows:** **Rs. in Lakhs**

Particulars	Gratuity	
	For the Year Ended 31st March, 2024	For the Year Ended 31st March, 2023
Opening fair Value of Plan Assets *	466.08	453.47
Interest Income	29.61	29.37
Contribution by the Employer	-	-
Return on Plan Assets Excluding Interest Income	38.32	(16.76)
Closing fair Value of Plan Assets	534.01	466.08

* **Fund Managed by the approved Insurance Company Kotak Life Insurance**

Particulars	Gratuity	
	For the Year Ended 31st March, 2024	For the Year Ended 31st March, 2023
Investment With Insurer	100.00%	100.00%

Sensitivity Analysis

A quantitative sensitivity analysis for significant assumptions as at 31st March, 2024 is as follows:

Particulars	Increase Effect	Decrease Effect
Effect of Increase/decrease in discount rate by 1% on Defined benefit obligations	626.11	666.67
Effect of Increase/decrease in salary escalation by 1% on Defined benefit obligations	666.96	625.66

A quantitative sensitivity analysis for significant assumptions as at 31st March, 2023 is as follows:

Particulars	Increase Effect	Decrease Effect
Effect of Increase/decrease in discount rate by 1% on Defined benefit obligations	516.21	550.52
Effect of Increase/decrease in salary escalation by 1% on Defined benefit obligations	550.81	515.79

The sensitivity analysis above has been determined on the basis of actuarial certificate.

44. EARNING PER SHARE

Particulars	Year Ended 31st March, 2024	Year Ended 31st March, 2023
Profit/(loss) for the year	19.77	6,257.63
No. of share at the beginning of the year (A)	1,22,07,129	1,22,07,129
Equity allotted during the year	2,282	-
Weighted average shares (B)	1,334	-
Weighted average shares outstanding (nos.) (A+B)	1,22,08,463	1,22,07,129
Effect of diluted number of share		
Add:- Employee stock option plan	-	18,594
Weighted average number of equity share for diluted earning per share	1,22,08,463	1,22,25,723
Basic earning per share	0.16	51.26
Diluted earning per share	0.16	51.18

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).

45. EXPORT PROMOTION CAPITAL GOODS (EPCG)

Export Promotion Capital Goods (EPCG) scheme allows import of certain capital goods at concessional duty subject to an export obligation for the duty saved on capital goods imported under EPCG scheme. The duty saved on capital goods imported under EPCG scheme being Government Grant, is accounted as stated in the Accounting policy on Government Grant.

46. EMPLOYEE STOCK OPTION PLAN

The Company instituted an Employees Stock Option Plan ('ESOP 2013') pursuant to the Nomination and Remuneration Committee (Earlier Compensation Committee) and Shareholders' resolution dated September 23, 2013. As per ESOP 2013, the Company had granted the below stock options:

On 28th January, 2014 – 50,000 stock options.

On 16th September, 2015 – 1,55,800 stock options

On 31st December, 2015 – 8,850 stock options

On 3rd February, 2018 – 30,000 stock options

On 5th April, 2018 – 30,000 stock options

These options comprises equal number of equity shares to be allotted in one or more tranches to the eligible employees of the Company and its subsidiaries.

The details of the ESOPs granted so far are provided below:

Rs. in Lakhs

Grant Date	April 5, 2018			
Vesting tranche	Vesting I	Vesting II	Vesting III	Vesting IV
Vesting date	April 05, 2019	April 05, 2020	April 05, 2021	April 05, 2022
%age of vesting	16.67	16.67	16.66	50.00
Exercise Price (in Rs.)	330.00	330.00	330.00	330.00

Grant Date	February 03, 2018			
Vesting tranche	Vesting I	Vesting II	Vesting III	Vesting IV
Vesting date	February 03, 2019	February 03, 2020	February 03, 2021	February 03, 2022
%age of vesting	10.00	20.00	30.00	40.00
Exercise Price (in Rs.)	450.00	450.00	450.00	450.00

Grant Date	December 31, 2015		
Vesting tranche	Vesting I	Vesting II	Vesting III
Vesting date	December 31, 2016	December 31, 2017	December 31, 2018
%age of vesting	33.00	33.00	34.00
Exercise Price (in Rs.)	50.00	50.00	50.00

Grant Date	September 16, 2015		
Vesting tranche	Vesting I	Vesting II	Vesting III
Vesting date	September 16, 2016	September 16, 2017	September 16, 2018
%age of vesting	33.00	33.00	34.00
Exercise Price (in Rs.)	50.00	50.00	50.00

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).**Rs. in Lakhs**

Grant Date	January 28, 2014	
Vesting tranche	Vesting I	Vesting II
Vesting date	1st February, 2015	1st March, 2015
%age of vesting	50.00	50.00
Exercise Price (in Rs.)	156.00	156.00

The Company uses the fair value for determination of the employee stock compensation expense.

The activity in the Employees Stock Option Plan during the year ended 31st March, 2024 is as under:

Particulars	Year Ended 31st March, 2024	Year Ended 31st March, 2023
Number of options outstanding at the beginning of the period	20,751	20,751
Number of options granted during the year	-	-
Number of options forfeited / lapsed during the year	18,469.00	-
Number of options vested during the year	-	-
Number of options exercised during the year	2,282.00	-
Number of shares arising as a result of exercise of options	2,282.00	-
Money realized by exercise of options (INR), if scheme is implemented directly by the company	Rs. 114100	-
Loan repaid by the Trust during the year from exercise price received	NA	NA
Number of options outstanding at the end of the year	-	20,751
Number of options exercisable at the end of the year	-	20,751

A description of the method and significant assumptions used during the year to estimate the fair value of options including the following information:

Date of Grant	September 16, 2015	December 31, 2015	February 3, 2018	April 5, 2018
Weighted average share price	Rs. 468.70	Rs 521.15	Rs. 463.55	Rs. 216.15
Exercise price	Rs. 50.00	Rs. 50.00	Rs. 450.00	Rs. 330.00
Expected volatility	29.24%	33.10%	25.71%	36.78%
Option life (comprising of weighted average of vesting period and exercise period)	7 years	7 years	8 years	5.50 years
Expected dividends	0.21%	0.19%	0.26%	0.29%
Risk free rate of return	8.17%	7.96%	7.82%	7.22%

47 FAIR VALUE MEASUREMENT

The fair value of the financial assets and liabilities are included at the amount that would be received to sell an asset and paid to transfer a liability in an orderly transaction between market participants.

The following methods and assumptions were used to Estimate the Fair Values:

Trade receivables, cash and cash equivalents, other bank balances, short term loans, other current financial assets, current borrowings, trade payables and other current financial liabilities: approximate their carrying amounts largely due to the short-term maturities of these instruments.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).

Investments traded in active markets are determined by reference to quotes from the financial institutions; for example: Net asset value (NAV) for investments in mutual funds declared by mutual fund house.

The fair values for loans, security deposits were calculated based on cash flows discounted using a current lending rate. They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs including counter party credit risk.

The fair values of non-current borrowings are based on discounted cash flows using a current borrowing rate. They are classified as level 3 fair values in the fair value hierarchy due to the use of unobservable inputs, including own credit risk.

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation techniques.

The following is the basis for categorising the financial instruments measured at fair value into Level 1 to Level 3 :

Level 1: This level includes financial assets that are measured by reference to quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: This level includes financial assets and liabilities, measured using inputs other than quoted prices included within 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: This level includes financial assets and liabilities measured using inputs that are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

Particulars	Rs. in Lakhs			
	As at 31st March, 2024			
	Carrying Amount	Level of input used in		
		Level 1	Level 2	Level 3
Financial Assets				
At Amortised Cost				
Trade Receivable	14,385.11	-	-	14,385.11
Cash & cash equivalents	2,705.45	-	-	2,705.45
Other bank balance	4,447.68	-	-	4,447.68
Loans	139.00	-	-	139.00
Other financial assets	5,114.90	-	-	5,114.90
At FVTPL				
Investments	35.01	-	0.01	35.00
Other financial assets	-	-	-	-
Financial Liabilities				
At Amortised Cost				
Borrowings	51,114.75	-	-	51,114.75
Lease Liability	581.21			
Trade payables	15,563.89	-	-	15,563.89
Other financial liabilities	1,207.60	-	-	1,207.60
At FVTPL				
Other financial liabilities	395.54	-	395.54	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).

Rs. in Lakhs

Particulars	As at 31st March, 2023			
	Carrying Amount	Level of input used in		
		Level 1	Level 2	Level 3
Financial Assets				
At Amortised Cost				
Trade Receivable	12,969.92	-	-	12,969.92
Cash & cash equivalents	874.20	-	-	874.20
Other bank balance	2,385.02	-	-	2,385.02
Loans	158.83	-	-	158.83
Other financial assets	4,620.83	-	-	4,620.83
At FVTPL				
Investments	35.01	-	0.01	35.00
Other financial assets	-	-	-	-
Financial Liabilities				
At Amortised Cost				
Borrowings	49,416.11	-	-	49,416.11
Trade payables	9,106.16	-	-	9,106.16
Lease Liability	694.91	-	-	694.91
Other financial liabilities	1,694.46	-	-	1,694.46
At FVTPL				
Other financial liabilities	402.84	-	402.84	-

48. CAPITAL MANAGEMENT

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

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

Rs. in Lakhs

Particulars	As at	As at
	31st March, 2024	31st March, 2023
Borrowings (long-term and short-term, including current maturities of long term borrowings) (Note 22 & 26)	51,114.75	49,416.11
Less: Cash and cash equivalents (Note 15)	(2,705.45)	(874.20)
Net Debt	48,409.30	48,541.91
Equity Share Capital	1,220.94	1,220.71
Other Equity	37,778.13	37,565.80
Total Capital	38,999.07	38,786.51
Capital and Net Debt	87,408.37	87,328.42
Gearing Ratio	55.38%	55.59%

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

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2024 and March 31, 2023.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).

49. DISCLOSURES AS REQUIRED UNDER SCHEDULE III TO THE COMPANIES ACT, 2013, OF THE ENTERPRISES CONSOLIDATED AS SUBSIDIARY/ASSOCIATES :

Rs. in Lakhs

Name of the Entities	Net Assets i.e. Total Assets minus Total Liabilities		Share in Profit or Loss	
	As a % of Consolidated net assets	Amount	As a % of Consolidated Profit	Amount
Parent :	87.00	33,709.76	150.33	1,765.95
Subsidiary :				
Indian Subsidiaries				
Bhartiya Global Marketing Ltd	0.99	385.40	(0.91)	(10.64)
J&J Leather Enterprises Ltd	1.19	462.04	(1.81)	(21.31)
Bhartiya International Sez Ltd	3.15	1,220.40	(1.94)	(22.77)
Bhartiya Fashion Retail Ltd	0.02	9.06	(0.02)	(0.23)
Bhartiya Urban Infrastructure Ltd.	0.01	2.54	(0.03)	(0.30)
Foreign Subsidiaries				
World Fashion Trade Ltd.	(0.04)	(15.21)	0.12	1.42
Design Industry China Ltd.	0.08	32.43	(2.73)	(32.03)
Ultima SA	7.22	2,797.37	(61.28)	(719.84)
Ultima Italia SRL	4.44	1,718.80	0.19	2.22
Design Industry Ltd., Hongkong	7.66	2,967.99	8.91	104.68
Sub Total		<u>43,290.58</u>		<u>1,067.15</u>
Inter-company Elimination & Consolidation Adjustments	(11.72)	<u>(4,541.55)</u>	9.15	<u>107.53</u>
Grand Total		38,749.03		1,174.68
Non-Controlling Interest in subsidiaries		133.53		(2.51)
Share of Profit in Associates		250.00		(1,153.05)
		<u>39132.56</u>		<u>19.12</u>

50. FINANCIAL RISK MANAGEMENT

The Company's management monitors and manages the financial risks relating to the operations of the Company. These risks include credit risk, liquidity risk and market risk (including currency risk, interest rate risk and other price risk).

Credit Risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. To manage this, the Company periodically assesses financial reliability of customers and other counter parties, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of financial assets.

Financial instruments that are subject to concentrations of credit risk, principally consist of balance with banks, investments in debt instruments/bonds, trade receivables, loans and advances. None of the financial instruments of the Company result in material concentrations of credit risks.

The age analysis of trade receivables as of the balance sheet date have been considered from the due date and disclosed in below table.

Particulars	Rs. in Lakhs	
	As at 31st March, 2024	As at 31st March, 2023
Less than 6 month	10817.08	9,732.05
More than 6 month	3568.03	3,237.87

Liquidity Risk

The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

The surplus funds with the Company and operational cash flows will be sufficient to dispose the financial liabilities within the maturity period.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).**Maturity Profile of Financial Liabilities** **Rs. in Lakhs**

Particulars	As at 31st March, 2024			
	0-1 year	1-5 year	Beyond 5 year	Total
Borrowing (Including current maturity of long term borrowing)	40,925.42	10,189.33	-	51,114.75
Trade Payable	15,563.89			15,563.89
Lease Liabilities	133.24	397.21	50.76	581.21
Other Financial Liabilities	1,603.14			1,603.14

Particulars	As at 31st March, 2023			
	0-1 year	1-5 year	Beyond 5 year	Total
Borrowing (Including current maturity of Long Term borrowing)	33,516.49	14,115.44	1,784.18	49,416.11
Trade Payable	9,106.16			9,106.16
Lease Liabilities	116.37	469.16	109.38	694.91
Other Financial Liabilities	1,694.46	-	-	1,694.46

Market Risk

Market risk is the risk of any loss in future earnings, in realisable fair values or in future cash flows that may, result from a change in the price of a financial instrument. The Company's activities expose it primarily to the financial risks of changes in foreign currency exchange rates and interest rates risk/liquidity risk which impact returns on investments. Market risk exposures are measured using sensitivity analysis.

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 exposure to the risk of changes in market interest rates relates primarily to the debt obligations with floating interest rates. The Company manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings.

Exposure to Interest Rate Risk **Rs. in Lakhs**

Particulars	As at	As at
	31st March, 2024	31st March, 2023
Total Borrowings	51,114.75	49,416.11
% of Borrowings out of above bearing variable rate of interest	90.31%	86.19%

Interest Rate Sensitivity

A change of 100 bps in interest rates would have following Impact on profit before tax

100 bp increase would decrease the profit before tax by	461.64	425.90
100 bp decrease would Increase the profit before tax by	461.64	425.90

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).

Foreign Currency Risk Management

The Company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows:

Particulars	Rs. in Lakhs			
	As at 31st March, 2024		As at 31st March, 2023	
	Foreign Currency Monetary Assets	Foreign Currency Monetary Liabilities	Foreign Currency Monetary Assets	Foreign Currency Monetary Liabilities
USD	114.71	499.76	84.87	339.87
EURO	20.47	31.98	13.73	34.49
GBP	30.45	2.03	36.30	0.23
HKD	274.16	54.92	7.95	146.87
RMB	12.61	7.75	0.45	5.94
CHF	118.47	44.76	46.96	119.20

Foreign Currency Sensitivity

The following table details the Company's sensitivity to a 5% change in rupee value against the relevant foreign currencies, which is used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the period end.

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	5% Weakened	5% Strengthen	5% Weakened	5% Strengthen
	Foreign Currency Monetary Assets			
USD	478.20	(478.2)	1,397.64	(1,397.64)
EURO	92.20	(92.2)	154.33	(154.33)
GBP	160.10	(160.1)	1.18	(1.18)
HKD	145.90	(145.9)	77.95	(77.95)
RMB	7.30	(7.3)	3.56	(3.56)
CHF	533.60	(533.6)	535.85	(535.85)
Foreign Currency Monetary Liabilities				
USD	(2,083.37)	2,083.37	(1,556.56)	1,556.56
EURO	(143.96)	143.96	(311.60)	311.60
GBP	(10.67)	10.67	(52.49)	52.49
HKD	(29.22)	29.22	(71.03)	71.03
RMB	(4.47)	4.47	(0.14)	0.14
CHF	(201.60)	201.60	(286.95)	286.95
Impact on Profit or Loss as at the end of reporting year	(1,056.11)	1,056.11	(108.26)	108.26

In management's opinion, the sensitivity analysis is unrepresentative of the inherent foreign exchange risk because the exposure at the end of the reporting period does not reflect the exposure during the year.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).

Disclosure Regarding Derivative Instruments.

The Company uses foreign currency forward contracts to hedge its risks associated with foreign currency fluctuations relating to accounts receivable. The use of foreign currency forward contracts is governed by the Company's strategy approved by the Board of Directors, which provide principles on the use of such forward contracts consistent with the Company's Risk Management Policy. The Company does not use forward contracts for speculative purposes.

The following are outstanding forward contracts which has been designated as cash flow hedges:

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	Currency	Foreign Currency Lacs	Currency	Foreign Currency Lacs
Forwards Contracts	USD	73.29	USD	117.35
	EURO	64.59	EURO	87.74
	GBP	-	GBP	5.00

51. RELATED PARTY DISCLOSURES AS PER IND AS 24

a) Name of Related Parties & Nature of Relationship:	Country	Ownership Interest
i) Associate parties :		
Bhartiya Urban Pvt. Ltd.	India	36.77%
Tada Mega Leather Cluster Pvt Ltd.	India	50%
ii) Executive Directors:		
Manoj Khattar		
Amrishpal Singh		
Nikhil Aggarwal		
Walter willi Zwahlen		
iii) Non-Executive Directors		
Snehdeep Aggarwal		Director
Ramesh Bhatia		Director (resigned from 23.09.2022)
C.L. Handa		Independent Director (completed tenure as Director on 29.09.2022)
Sandeep Seth		Independent Director (completed tenure as Director on 29.09.2022)
Shashank		Independent Director (completed tenure as Director on 29.09.2022)
A. Sahasranaman		Independent Director (completed tenure as Director on 29.09.2022)
S. M. Swathi		Independent Director
Robert Burton Moore Jr		Director
Navkiran Singh Ghei		Independent Director (appointed from 11.08.2022)
Vivek Kapur		Independent Director (appointed from 11.08.2022)
Deepak Bhojwani		Independent Director (appointed from 11.08.2022)
Mukul Harmilapi		Director
iv) Enterprises owned or significantly influenced by Executive Directors or their relatives :		
Itopia Management Services (India) Pvt. Ltd.		
Parushni Interior Designs Private Limited		
v) Trust		
Bhartiya International Limited Employees Group Gratuity Scheme		Post Employment Benefit Plan

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).

Particulars	Rs. in Lakhs	
	2023-24	2022-23
b) Transactions during the year with related parties :		
1. Sales		
Parushni Interior Designs Pvt. Ltd.	-	0.12
2. Other Income		
Parushni Interior Designs Pvt. Ltd.	0.78	0.43
3. Salaries		
Manoj Khattar	91.42	81.35
Amrishpal Singh	3.00	3.00
Nikhil Aggarwal	43.54	98.80
Walter willi Zwahlen	60.82	53.06
4. Lease Rent Received		
Parushni Interior Designs Pvt. Ltd.	18.00	18.00
5. Other Expenses		
Itopia Management Services (India) Pvt. Ltd.	0.06	0.23
6. Legal and Professional Fees		
Itopia Management Services (India) Pvt. Ltd.	0.60	3.50
Robert Burton Moore Jr.	104.81	102.19
Snehdeep Aggarwal	9.00	9.00
Mukul Harmilapi	8.71	12.50
7. Purchase of fixed assets		
Parushni Interior Designs Pvt. Ltd.	-	1.15
8. Sitting Fee		
Ramesh Bhatia	-	0.11
C.L. Handa	-	0.56
Sandeep Seth	-	0.56
Shashank	-	1.11
A. Sahasranaman	-	0.56
S. M. Swati	2.22	2.14
Navkiran Singh Ghei	2.22	1.50
Deepak Bhojwani	0.83	0.83
Vivek Kapur	2.22	1.22

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTD).

Rs. in Lakhs

Particulars	2023-24	2022-23
c) Balances Outstanding at the year end:		
1. Trade Payable		
Parushni Interior Designs Pvt. Ltd	-	0.15
2. Trade Receivable		
Parushni Interior Designs Pvt. Ltd	24.36	-
3. Expenses/Others Payables		
Amrishpal singh	0.23	0.23
Snehdeep Aggarwal	0.68	0.68
4. Security Deposit (Received)		
Parushni Interior Designs Pvt. Ltd.	1.50	1.50

As per our report of even date attached

For SUSHIL PODDAR & CO.

Chartered Accountants

Firm Reg. No. 014969N

S.K. Poddar

Partner

Mem. No. 094479

Yogesh Kumar Gautam

Company Secretary

Raj Kumar Chawla

Chief Financial Officer

For and on behalf of the Board**Manoj Khattar**

Whole-Time Director

DIN: 00694981

Vivek Kapur

Director

DIN: 09678378

Gurugram, 29th May, 2024

CONSOLIDATED FINANCIAL SUMMARY

Rs. in Lakhs

Particulars	2014-15	2015-16	2016-17	2017-18	2018-19	2019-20	2020-21	2021-22	2022-23	2023-24
Equity Share Capital	1121.38	1171.38	1174.09	1218.13	1219.42	1220.19	1220.24	1220.71	1220.71	1220.94
Reserves & Surplus	16276.96	20014.16	25579.31	36272.00	38276.25	33455.76	32811.74	31105.35	37565.80	37778.13
Net Worth	17864.48	22394.47	26753.41	37490.13	39495.67	34675.95	34031.98	32326.06	38786.51	38999.07
Capital Employed	21582.50	26468.25	30699.56	43225.88	46795.74	41972.58	47698.42	50540.77	57122.98	50820.89
Gross Fixed Assets	10428.12	12109.72	9422.58	12787.52	13773.50	16020.50	22967.79	25829.95	27980.68	28569.39
Net Fixed Assets	7316.30	8412.82	8922.09	11574.45	11798.37	13066.17	19020.72	19662.50	19385.85	17523.67
Export Sales including Export Incentives	55812.77	62215.89	64194.24	71051.66	74799.74	72069.58	54839.35	69350.95	79859.80	77752.21
Other Income	333.80	378.91	618.56	725.54	1198.07	435.50	495.50	3217.40	335.74	691.53
Total Income	56146.57	62600.50	64812.80	71777.20	75997.81	72505.08	55334.85	72568.35	80195.54	78443.74
EBITDA	5299.22	5104.13	4659.23	5408.24	6717.19	6399.58	3717.50	6764.78	8227.05	8614.03
Depreciation	630.24	604.98	601.53	748.27	812.70	998.01	1033.49	2380.63	2522.78	2553.30
EBIT	4668.98	4499.15	4057.70	4659.97	5904.49	5401.57	2684.01	4384.15	5704.27	6060.73
Profit before Tax	2953.65	3192.93	2667.25	2703.91	2851.18	2910.24	298.03	2056.59	2034.67	1847.16
Tax Expenses	839.46	920.88	808.95	842.61	954.74	435.87	28.37	546.00	592.96	674.34
Net Profit After Tax and before Share of Profit / (Loss) Of Associates	2099.93	2279.26	1858.30	1861.30	1896.44	2474.37	269.66	1510.59	1441.71	1172.82
Non Controlling Interest	14.26	(7.22)	(5.68)	(3.43)	(0.01)	(1.59)	(3.01)	(3.41)	(3.51)	(2.51)
Share in Profit	0.44	192.22	(58.54)	(118.07)	80.35	(348.68)	(887.33)	(3167.02)	4815.92	(1153.05)
Net Profit after Share of Profit and Loss Of Associates	2100.37	2471.48	1799.76	1743.23	1976.79	2125.69	(617.37)	(1656.43)	6257.63	19.77
Equity Dividend (%)	10.00	12.00	12.00	12.00	12.00	-	-	-	-	-
EPS (Basic) Rs.	18.83	21.69	15.33	14.42	16.25	17.67	(4.83)	(13.36)	50.98	0.16
EPS(Diluted) Rs.	18.50	21.48	14.98	14.28	16.14	17.61	(4.82)	(13.34)	50.91	0.16

INDEPENDENT AUDITOR'S REPORT

**The Members of
Bhartiya International Limited
Report on the Standalone Financial Statements**

Opinion

We have audited the accompanying standalone financial statements of M/s **Bhartiya International Limited** ('the Company'), which comprise the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss (including other Comprehensive Income), the Cash Flow Statement and Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, its profit, 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 Standards are further described in the 'Auditor's Responsibility for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit 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. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matters	Auditor's Response
<p>Revenue Recognition:</p> <p>Revenue from the sale of good (hereinafter referred to as "Revenue") is recognized when Company performs its obligation to its customers and the amount of revenue can be measured reliably and recovery of the consideration is probable. The timing of such revenue recognition in case of sale of goods is when the control over the same is transferred to the customer.</p> <p>The timing of revenue recognition is relevant to the reported performance of the company. The management considers revenue as a key measure for evaluation of performance. There is a risk of revenue being recorded before control is transferred.</p> <p>Refer Note 3.11 to the Standalone Financial Statements.</p>	<p>Principal audit procedures performed:</p> <ul style="list-style-type: none"> • Assessed the Company's revenue recognition accounting policies in line with the Ind AS 115 ("Revenue from Contracts with Customers") and tested thereof. • Evaluated the integrity of the general information and technology control environment and testing the operating effectiveness of key IT application controls over revenue recognition. • Evaluated the design, implementation and operating effectiveness of Company's control in respect of revenue recognition. • Tested the effectiveness of such controls over revenue cut off at the year-end • On a sample basis, tested supporting documentation for sales transactions recorded during the year which included sales invoices, customer contracts and shipping documents. • Performed an increased level of substantive testing in respect of sales transactions recorded during the period closer to the year end and subsequent to the year end. • Assessed disclosure in financial statements in respect of revenue, as specified in Ind AS 115.

Information Other than the Financial Statement and Auditor’s Report Thereon

The Company’s Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board’s Report including Annexures to Board’s Report, but does not include the standalone financial statements and our auditor’s report there on.

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

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

Responsibilities of Management and Those charged with Governance 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 Companies Act, 2013 (“the Act”) with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, statement of 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 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, management is responsible for assessing the Company’s ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company’s financial reporting process.

Auditor’s Responsibility for the Audit of Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statement 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 statement, 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 system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management’s use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company’s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to

draw attention in our auditor's report to the related disclosures in the standalone financial statement 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 statement, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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 the 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 statement 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 sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the order.
2. As required by Section 143 (3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Standalone Financial Statements 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 31st March 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to these Standalone Financial Statements and the operating effectiveness of such controls, refer to our separate report in "Annexure B" to this report.
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid/ provided by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
 - (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i) The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements (Refer Note 40 & to standalone financial statements.)

- ii) The company has made provision as required under the applicable law or Ind AS, for material foreseeable losses, if any, on long term contracts including derivatives contracts.
- iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
- iv) (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
(b) The Management has represented that, to the best of its knowledge and belief no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Parties or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
(c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material mis-statement.
- v) No dividend has been declared or paid during the year by the Company.
- vi) Based on our examination, which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated during the year for all relevant transactions recorded in that software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

for Sushil Poddar & Co.

Chartered Accountants
Firm's Registration No. 014969N

S.K. Poddar

Partner

M.NO. 094479

UDIN: 24094479BKBJKF9034

New Delhi, 29th May, 2024

ANNEXURE - A TO THE INDEPENDENT AUDITORS' REPORT

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

- I (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment, capital work-in-progress, investment property and relevant details of right-of-use assets.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) The fixed assets are physically verified by the Management according to a phased program designed to cover all the items over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, a portion of the fixed assets has been physically verified by the Management during the year and no material discrepancies have been noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
- (c) Based upon the audit procedure performed and according to the records of the Company, the title deeds of all the immovable properties (other than self-constructed building and properties where the Company is the lessee, and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company except for the following which are not held in the name of the Company:

Description of Property	Gross carrying value	Held in the name of	Whether promoter, director of their relative of employee	Period held	Reason for not being held in name of company
PPE	18,50,000	Pardeep Goyal	Yes	12.08.2000	Due to issue in Registration

- (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. In respect of inventory lying with third parties at the year-end, these have substantially been confirmed by them. 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) The Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks on the basis of security of current assets during the year. According to the information and explanations given to us, with regard to inventories, the quarterly returns or statements filed by the Company with such banks are materially in agreement with the books of accounts of the Company except in few cases in which the differences has arose due to subsequent finalization of the books of accounts.
- 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 made any investments in or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnerships or any other parties during the year. The Company has provided guarantees during the year to companies and other parties, details of which are stated below. The Company has not provided guarantees during the year to firms or limited liability partnerships.
- (a) Based on the audit procedures carried on by us and as per the information and explanations given to us, the Company has provided guarantee to any other entity as below:

<u>Particulars</u>	<u>Guarantee amounts</u>
Aggregate amount of guarantee provided during the year	
- Subsidiaries	Rs. 62.69 Crore
Balance outstanding as at balance sheet date – 31 March 2024	
- Subsidiaries	Rs. 62.69 Crore

- (b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the guarantees provided during the year are, prima facie, not prejudicial to the interest of the Company.
- (c) The Company has not granted any loans or advances in the nature of loan secured or unsecured. Hence, reporting under clause 3(iii)(c), 3(iii)(d), 3(iii)(e) and 3(iii)(f), of the Order is not applicable.
- 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 complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.
- V The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.
- VI According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act for the business activities carried out by the company. Accordingly, clause 3(vi) of the Order is not applicable.
- VII In respect of statutory dues:

- (a) In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2024 for a period of more than six months from the date they became payable.

- (b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2024 on account of disputes are given below:

Nature of the statute	Nature of dues	Forum where Dispute is Pending	Period to which the Amount Relates	Amount in Rs.
Goods and Service Tax Act, 2017	Goods and Service Tax	Appellate Authority upto Commissioner level	F.Y. 2017-18, 2018-19, 2019-20 & 2020-21	81,07,470/-
KVAT Act	Karnataka VAT	Karnataka Appellate Tribunal	F.Y. 2009-2010 & 2010-2011	56,59,787/-
Income Tax Act, 1961	Income Tax	Commissioner of Income Tax, Appeals	F.Y. 2019-2020	50,74,770/-
Income Tax Act, 1961	Income Tax	Commissioner of Income Tax, Appeals	F.Y. 2020-21	36,43,886/-

- VIII There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the IncomeTaxAct,1961 (43 of 1961).
- 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 the repayment of loans or borrowings 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 subsidiaries or associates, as defined in the Act. The Company does not hold any investment in any joint venture (as defined in the Act) during the year ended 31 March 2024.
- (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 or associates (as defined under the Act).
- X a) The Company has not raised money by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally).
- XI a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- c) As represented to us by the management, there are no whistle blower complaints received by the company during the year.
- XII The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable
- XIII In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- XIV (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- b) We have considered, the internal audit reports for the year under audit, in determining the nature, timing and extent of our audit procedures.
- XV In our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- XVI (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clauses 3(xvi)(a) and 3(xvi)(b) of the Order are not applicable.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
- (d) According to the information and explanations provided to us during the course of audit, the Group does not have any CICs
- 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 of the Company during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
- 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.

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, clause 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

for Sushil Poddar & Co.

Chartered Accountants

Firm's Registration No. 014969N

S.K. Poddar

Partner

M.NO. 094479

UDIN: 24094479BKBJKF9034

New Delhi, 29th May, 2024

ANNEXURE - B TO THE AUDITORS' REPORT

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

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

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also,

projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

for Sushil Poddar & Co.

Chartered Accountants
Firm's Registration No. 014969N

S.K. Poddar

Partner
M.NO. 094479
UDIN: 24094479BKBJKF9034

New Delhi, 29th May, 2024

STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2024

Rs. in Lakhs

Particulars	Note No.	As at 31st March, 2024	As at 31st March, 2023
I Assets			
1 Non - Current Assets			
(a) Property, Plant and Equipment	4	12,376.44	12,734.55
(b) Capital Work-in-Progress	4.1	129.06	-
(c) Right of Use Assets	4.3	770.95	887.42
(d) Investment Property	5	502.67	513.58
(e) Intangible Assets	6	39.02	48.05
(f) Investments in Subsidiaries & Associates	7	6,576.09	6,576.09
(g) Financial Assets			
(i) Investments	8	0.01	0.01
(ii) Other financial Assets	9	2,011.48	2,394.97
(h) Other Non-Current Assets	10	52.59	61.30
2 Current Assets			
(a) Inventories	11	55,759.44	50,529.99
(b) Financial Assets			
(i) Investments	12	-	-
(ii) Trade receivables	13	10,318.23	8,452.38
(iii) Cash and Cash Equivalents	14	552.32	435.78
(iv) Bank balances other than cash & cash Equivalents	15	4,447.68	2,385.02
(v) Loans	16	1,002.97	1,117.68
(vi) Others Financial Assets	17	2,631.94	1,703.17
(c) Current Tax assets (net)		125.56	125.53
(d) Other Current Assets	18	2,313.38	2,231.50
TOTAL ASSETS		99,609.83	90,197.02
II Equity and Liabilities			
1 Equity			
(a) Equity Share Capital	19	1,220.94	1,220.71
(b) Other Equity	20	32,488.82	30,721.95
2 Liabilities			
Non - Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	21	8,810.34	13,258.55
(ii) Lease Liability		286.59	394.69
(iii) Other Financial Liabilities	22	108.86	99.84
(b) Provisions	24	41.52	16.62
(b) Other non-Current Liabilities	23	86.32	100.56
(c) Deferred Tax Liabilities (Net)	24	844.16	796.06
3 Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	25	39,576.20	32,453.56
(ii) Lease Liability		110.06	95.16
(iii) Trade payables	26	360.17	868.23
Total outstanding dues of micro enterprises and small enterprises		13,678.05	8,315.69
Total outstanding dues of creditors other than micro enterprises and small enterprises		1,213.29	1,299.31
(iv) Other financial liabilities	27	142.14	146.10
(b) Provisions	28	369.41	21.27
(c) Other Current Liabilities	29	272.96	388.72
(d) Current Tax Liabilities (Net)		272.96	388.72
TOTAL OF EQUITY AND LIABILITIES		99,609.83	90,197.02
Material Accounting Policies			
The accompanying notes are an integral part of the financial statements	1 to 55		

As per our report of even date attached

For SUSHIL PODDAR & CO.Chartered Accountants
Firm Reg. No. 014969N**S.K. Poddar**Partner
Mem. No. 094479**Yogesh Kumar Gautam**

Company Secretary

Raj Kumar Chawla

Chief Financial Officer

For and on behalf of the Board**Manoj Khattar**Whole Time Director
DIN: 00694981**Vivek Kapur**Director
DIN: 09678378

Gurugram, 29th May, 2024

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

Rs. in Lakhs

Particulars	Note No.	Year Ended 31st March, 2024	Year Ended 31st March, 2023
INCOME			
Revenue from Operations	30	66,094.66	66,443.38
Other Income	31	265.62	346.22
Total Income		<u>66,360.28</u>	<u>66,789.60</u>
EXPENSES			
Cost of Material Consumed	32	36,914.72	34,789.94
Purchases of Stock-in-Trade		13.43	15.58
Change in Inventories of Finished Goods & Work-in-Progress	33	(2,735.30)	1,188.86
Employee Benefits Expense	34	4,756.45	4,675.51
Finance Costs	35	3,929.80	3,445.43
Depreciation and Amortisation Expense	36	1,047.57	980.75
Other Expenses	37	20,045.56	19,509.57
Total Expenses		<u>63,972.23</u>	<u>64,605.64</u>
Profit / (Loss) before tax for the year		2,388.05	2,183.96
Tax Expenses	38		
i Current Tax		583.82	594.51
ii Deferred Tax		45.63	(27.81)
Profit / (Loss) for the year (A)		<u>1,758.60</u>	<u>1,617.26</u>
Other Comprehensive Income			
Items that will not be Reclassified to profit or Loss			
Remeasurements of the defined benefit plans		9.84	(45.74)
Income tax relating to above items		(2.48)	11.51
Total Other Comprehensive Income for the Year (B)		<u>7.36</u>	<u>(34.23)</u>
Total Comprehensive Income for the Year (A+B)		<u>1,765.96</u>	<u>1,583.03</u>
Earnings per equity share of Face Value			
Basic (in Rupees)		14.40	13.25
Diluted (in Rupees)		14.40	13.23
Material Accounting Policies			
The accompanying notes are an integral part of the financial statements	1 to 55		

As per our report of even date attached

For SUSHIL PODDAR & CO.

Chartered Accountants

Firm Reg. No. 014969N

S.K. Poddar

Partner

Mem. No. 094479

Yogesh Kumar Gautam

Company Secretary

Raj Kumar Chawla

Chief Financial Officer

For and on behalf of the Board**Manoj Khattar**

Whole Time Director

DIN: 00694981

Vivek Kapur

Director

DIN: 09678378

Gurugram, 29th May, 2024

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

A Equity Share Capital Rs. in Lakhs

Particulars	Notes	Amount
Balance as at 31st March, 2022		1,220.71
Change in equity share capital during the year 2022-23	19.1	-
Balance as at 31st March, 2023		1,220.71
Change in equity share capital during the year 2023-24	19.1	0.23
Balance as at 31st March, 2024		1,220.94

B Other Equity (Refer Note 20)

Particulars	Application Money Pending for allotment	Employee Stock Options Outstanding	Reserves and Surplus					Total
			Preferential Share Warrant Forfeited	Securities Premium	General Reserve	Retained Earnings	Other Comprehensive Income (defined benefit plan)	
Balance as at 31st March, 2022	-	89.43	925.75	7,859.24	3,517.36	16,688.24	58.90	29,138.92
Profit for the year	-	-	-	-	-	1,617.26	-	1,617.26
Other Comprehensive Income for the year	-	-	-	-	-	-	(34.23)	(34.23)
Balance as at 31st March, 2023	-	89.43	925.75	7,859.24	3,517.36	18,305.50	24.67	30,721.95
Profit for the year	-	-	-	-	-	1,758.60	-	1,758.60
Other comprehensive income for the year	-	-	-	-	-	-	7.36	7.36
Transfer from ESOP	-	(89.43)	-	10.75	79.59	-	-	0.91
Balance as at 31st March, 2024	-	-	925.75	7,869.99	3,596.95	20,064.10	32.03	32,488.82

As per our report of even date attached
For SUSHIL PODDAR & CO.
 Chartered Accountants
 Firm Reg. No. 014969N

S.K. Poddar
 Partner
 Mem. No. 094479

Yogesh Kumar Gautam
 Company Secretary

Raj Kumar Chawla
 Chief Financial Officer

For and on behalf of the Board

Manoj Khattar
 Whole Time Director
 DIN: 00694981

Vivek Kapur
 Director
 DIN: 09678378

Gurugram, 29th May, 2024

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

Rs. in Lakhs

Particulars	Year Ended 31st March, 2024	Year Ended 31st March, 2023
A. CASH FLOWS FROM OPERATING ACTIVITIES		
Profit / (Loss) before tax as per statement of Profit and loss	2,388.05	2,183.96
Adjustment for :		
Finance Cost	3,929.80	3,445.43
Depreciation and amortisation Expenses	1,047.57	980.75
Loss/(Profit) on sale of Property, Plant & Equipment (net)	(1.50)	(2.34)
Rental Income	(250.11)	(246.96)
Government Grant Income	(4.44)	(4.44)
Operating profit/(loss) before working capital changes	<u>7,109.37</u>	<u>6,356.40</u>
Movements in working capital:		
Increase/ (decrease) in trade payables	4,854.30	830.93
Increase/ (decrease) in other financial liabilities	(53.54)	616.75
Increase/ (decrease) in other liabilities	348.14	(117.94)
Increase/ (decrease) in provisions	30.78	(35.94)
Decrease/ (increase) in inventories	(5,229.45)	(5,849.50)
Decrease/ (increase) trade receivables	(1,865.85)	(64.75)
Decrease/ (increase) in loan	114.71	(35.61)
Decrease/ (increase) in other current financial assets	(928.77)	1,323.63
Decrease/ (increase) in other current assets	(81.88)	203.92
Decrease/ (increase) in other non-current assets	0.02	(16.34)
Decrease/ (increase) in other non-current financial assets	(33.22)	(86.25)
Cash (used in) / Generated from Operations	<u>4,264.61</u>	<u>3,125.30</u>
Income tax paid (Net)	(699.62)	(225.09)
Net Cash (used in)/ Generated from Operating Activities - (A)	<u>3,564.99</u>	<u>2,900.21</u>
B. CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of Property, Plant & Equipment	(688.44)	(2,109.76)
Capital advance/Capital creditors (net)	(23.79)	41.91
Proceeds from sale of Property, Plant & Equipment	7.83	4.89
Security Deposit	(0.78)	(0.78)
Rental Income	250.11	246.96
Fixed Deposit with Bank	(1,645.95)	(346.32)
Net cash from/ (used in) Investing Activities - (B)	<u>(2,101.02)</u>	<u>(2,163.10)</u>

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

Rs. in Lakhs

Particulars	Year Ended 31st March, 2024	Year Ended 31st March, 2023
C. CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from long-term borrowings (net)	(2,685.20)	606.93
Proceeds from short-term borrowings (net)	5,359.63	1,862.78
Payment of Lease Liability	(132.33)	(163.68)
Share Application money received	-	-
Share Capital including securities premium	1.14	-
Interest and processing fees paid (net)	(3,890.67)	(3,398.69)
Net cash from/ (used in) financing activities - (C)	(1,347.43)	(1,092.66)
Net increase / (decrease) in Cash and Cash Equivalents - (A+B+C)	116.54	(355.55)
Cash and Cash equivalents as at beginning of the year	435.78	791.33
Cash and Cash equivalents as at the end of the year	552.32	435.78
Components of Cash and Cash Equivalents:		
Cash on hand	18.04	20.34
Balances with scheduled banks:		
In current accounts	534.28	415.44
Cash and cash equivalents in cash flow statement	552.32	435.78

Note: The above Standalone Statement of cash flows has been prepared under the 'Indirect method' as set out in Ind As-7, Statement of cash flows.

As per our report of even date attached
For SUSHIL PODDAR & CO.
Chartered Accountants
Firm Reg. No. 014969N

S.K. Poddar
Partner
Mem. No. 094479

Yogesh Kumar Gautam
Company Secretary

Raj Kumar Chawla
Chief Financial Officer

For and on behalf of the Board

Manoj Khattar
Whole Time Director
DIN: 00694981

Vivek Kapur
Director
DIN: 09678378

Gurugram, 29th May, 2024

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

1 CORPORATE INFORMATION

Bhartiya International Limited ('the Company') is a public limited company with domiciled in India and incorporated under the provisions of the Companies Act applicable in India. Its shares are listed on leading stock exchange in India. The Company has its registered office at Chennai and its Corporate Office at Gurugram, Haryana. The Company is in the business of manufacturing and trading of Leather Products & Textile Products.

2 BASIS OF PREPARATION

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

The financial statements have been prepared on the historical cost basis except the certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies.

Based on the nature of products/activities and the time between acquisition of assets and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

3 MATERIAL ACCOUNTING POLICIES

3.1 Property, Plant and Equipment

Freehold land is carried at cost. All other items of property, plant and equipment and Capital work in progress (including Pre-operative expenses) are measured at cost less accumulated depreciation and impairment losses, if any. Cost includes expenditures directly attributable to the acquisition of the asset. General and specific borrowing costs directly attributable to the construction of a qualifying asset are capitalized as part of the cost.

Depreciation is charged on a pro-rata basis at the straight-line method over estimated economic useful lives of its property, plant and equipment generally in accordance with that provided in the Schedule II.

Assets acquired under finance lease and leasehold improvements are amortized over the shorter of estimated useful life of the asset or the related lease term.

3.2 Investment Properties

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the Company, is classified as investment property. Investment property is measured at its cost, including related transaction costs and applicable borrowing costs less depreciation and impairment if any.

Depreciation is charged on a pro-rata basis at the straight-line method over estimated economic useful lives of building generally in accordance with that provided in the Schedule II of the Companies Act.

3.3 Intangible Assets

Computer Software

Computer software are stated at cost, less accumulated amortisation and impairments, if any.

Amortisation Method and Useful Life

The Company amortizes computer software using the straight-line method over the period of 3 years.

3.4 Lease

Effective from 1st April, 2019, the Company adopted Ind AS 116 – Leases and applied the standard to all lease contracts existing as on 1st April, 2019 using the modified retrospective method on the date of initial application i.e. 1st April, 2019.

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a Lessee

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

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)

(i) Right-of-use Assets (ROU Assets)

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment.

(ii) Lease Liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs. In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset. Lease liability and ROU assets have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

(iii) Short-Term Leases and Leases of Low-Value Assets

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

Company as a Lessor

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

3.5 Investment In Subsidiaries And Associates

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

3.6 Inventories

Raw materials and consumables have been valued at cost after providing for obsolescence. Cost comprise of cost of purchase and other cost incurred in bringing the inventories to their present location and condition. Cost is determined on FIFO basis. Finished goods are value at cost or net realisable value whichever is lower. Cost of finished goods and work-in-progress include all costs of purchases, conversion costs and other costs incurred in bringing the inventories to their present location and condition. The net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and estimated costs necessary to make the sale.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)

3.7 Cash & Cash Equivalents

The Company's cash and cash equivalents consist of cash on hand and in banks and demand deposits with banks, which can be withdrawn at any time, without prior notice or penalty on the principal.

For the purposes of the cash flow statement, cash and cash equivalents include cash on hand, in banks and demand deposits with banks, net of outstanding bank overdrafts that are repayable on demand and are considered part of the Company's cash management system. In the balance sheet, bank overdrafts are presented under other current liabilities.

3.8 Employee Benefits

Defined Contribution Plan

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognizes contribution payable to the provident fund scheme as expenditure, when an employee renders the related service.

Defined Benefit Plan

Gratuity is a defined benefit obligation. The Company accounts for the gratuity liability, based upon the actuarial valuation performed in accordance with the Projected Unit Credit method carried out at the year end, by an independent actuary.

Re-measurement, comprising actuarial gains and losses and the return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Re-measurement recognised in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss.

3.9 Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial Assets

Financial Assets are recognised when the Company becomes a party to the contractual provisions of the instrument.

On initial recognition, a financial asset is recognised at fair value, in case of a Financial assets which are recognised at fair value through profit and loss (FVTPL), its transaction cost are recognised in the statement of profit and loss. In other cases, the transaction cost are attributed to the acquisition value of the financial asset.

Financial Assets are subsequently classified as measured at

- Amortised Cost
- fair value through profit and loss (FVTPL)
- fair value through other comprehensive income (FVOCI).

Debt Instruments

Debt instruments are initially measured at amortised cost, fair value through other comprehensive income ('FVOCI') or fair value through profit or loss ('FVTPL') till derecognition on the basis of (i) the entity's business model for managing the financial assets and (ii) the contractual cash flow characteristics of the financial asset.

(a) Measured at Amortised Cost:

Financial assets that are held within a business model whose objective is to hold financial assets in order to collect contractual cash flows that are solely payments of principal and interest, are subsequently measured at amortised cost using the effective interest rate ('EIR') method less impairment, if any. The amortisation of EIR and loss arising from impairment, if any is recognised in the Statement of Profit and Loss.

(b) Measured at Fair Value through Other Comprehensive Income:

Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair value through other comprehensive income. Fair value movements are recognized in the other comprehensive income (OCI). On derecognition, cumulative gain or loss previously recognised in OCI is reclassified from the equity to 'other income' in the Statement of Profit and Loss.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)

(c) Measured at Fair Value through Profit or Loss:

A financial asset not classified as either amortised cost or FVOCI, is classified as FVTPL. Such financial assets are measured at fair value with all changes in fair value, including interest income and dividend income if any, recognised as 'other income' in the Statement of Profit and Loss.

Equity Instruments:

All investments in equity instruments classified under financial assets are initially measured at fair value, the Company may, on initial recognition, irrevocably elect to measure the same either at FVOCI or FVTPL.

The Company makes such election on an instrument-by-instrument basis. Fair value changes on an equity instrument is recognised as other income in the Statement of Profit and Loss unless the Company has elected to measure such instrument at FVOCI. Fair value changes excluding dividends, on an equity instrument measured at FVOCI are recognised in OCI. Amounts recognised in OCI are not subsequently reclassified to the Statement of Profit and Loss. Dividend income on the investments in equity instruments are recognised as 'other income' in the Statement of Profit and Loss.

Derecognition

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the contractual rights to receive the cash flows from the asset.

Financial Liabilities

Initial Recognition and Measurement

Financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss.

Subsequent Measurement

Financial liabilities are subsequently measured at amortised cost using the EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

Loans and Borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation 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 amortisation is included as finance costs in the statement of profit and loss.

Trade and Other Payable

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

Derecognition

A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expires.

Derivative Instruments

The Company enters into foreign exchange forward contracts to manage its exposure to foreign exchange rate risks. These contracts are initially recognised at fair value and subsequently, at the end of each reporting period, re-measured at their fair values on reporting date. The resulting gain or loss is recognised in profit or loss in the same line as the movement in the hedged exchange rate.

3.10 Provision and Contingent Liabilities

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)

Contingent Liabilities are disclosed in respect of possible obligations that arise from past events but their existence will be confirmed by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Company or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made.

3.11 Revenue Recognition

Revenue from contract with customers is recognised when the Company satisfies performance obligation by transferring promised goods and services to the customer. Performance obligations are satisfied at the point of time when the customer obtains controls of the asset.

Revenue is measured based on transaction price, which is the fair value of the consideration received or receivable, stated net of discounts, returns and taxes. Transaction price is recognised based on the price specified in the contract, net of discount.

Revenue from Services

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

Other Operating Revenue - Export Incentives

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

Interest Income

Interest income is recognized using the effective interest rate (EIR) method

Dividend Income

Dividend income on investments is recognised when the right to receive dividend is established.

3.12 Foreign Currency Translation

The Company's financial statements are presented in Indian currency, which is also the company's functional currency.

Transactions and Balances

Transactions in foreign currencies are initially recorded in functional currency spot rates at the date the transaction first qualifies for recognition.

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

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

3.13 Income Tax

Income tax comprises current and deferred tax. Income tax expense is recognized in the statement of profit and loss except to the extent it relates to items directly recognized in other comprehensive income.

Current Tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit before tax as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period. The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and liability simultaneously.

Deferred Tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised.

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

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The Company offsets deferred income tax assets and liabilities, where it has a legally enforceable right to offset current tax assets against current tax liabilities, and they relate to taxes levied by the same taxation authority on either the same taxable entity, or on different taxable entities where there is an intention to settle the current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

3.14 Earning Per Share

Basic earnings per share is computed by dividing the profit after tax by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share is computed by dividing the profit after tax as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares.

3.15 Borrowing Cost

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they are incurred.

3.16 Government Grants

Government grants are not recognised until there is reasonable assurance that the Company will comply with the conditions attaching to them and that the grants will be received.

Government grants are recognised in profit or loss on a systematic basis over the periods in which the Company recognises as expenses the related costs for which the grants are intended to compensate.

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

3.17 Share Based Payment

Equity-settled share-based payments to employees are measured at the fair value of the equity instruments at the grant date.

The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. At the end of each reporting period, the Company revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the equity-settled employee benefits reserve.

3.18 Critical Estimates and Judgements

The preparation of financial statements requires the use of accounting estimates which by definition will seldom equal the actual results. Management also need to exercise judgement in applying the Group's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

The Areas involving Critical Estimates or Judgement are:

- Estimation of Defined benefit obligation
- Estimation of current tax expenses and Payable
- Useful lives of depreciable assets
- Provision and contingent liability
- Carry value of investment in subsidiary and associates

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)

4. PROPERTY, PLANT AND EQUIPMENT

Particulars	Rs. in Lakhs							Total
	Freehold Land	Buildings	Plant and Equipment	Furniture and Fixtures	Vehicles	Office Equipment	Computer Equipment	
Gross Carrying Amount								
Balance as at 31st March, 2022	223.25	5,979.45	6,693.24	404.43	193.66	432.52	266.45	14,193.00
Addition	-	1,773.42	987.17	50.32	10.60	38.36	50.01	2,909.88
Disposal			8.40		10.34		0.35	19.09
Balance as at 31st March, 2023	223.25	7,752.87	7,672.01	454.75	193.92	470.88	316.11	17,083.79
Addition			254.69	50.33	150.77	43.40	53.28	552.47
Disposal			7.12		47.32	64.58	0.48	119.50
Balance as at 31st March, 2024	223.25	7,752.87	7,919.58	505.08	297.37	449.70	368.91	17,516.76
Accumulated Depreciation								
Balance as at 31st March, 2022	-	846.38	1,946.02	196.12	88.24	270.12	204.25	3,551.13
Addition		204.24	485.18	36.12	17.86	39.52	31.74	814.66
Disposal			7.28		9.14		0.13	16.55
Balance as at 31st March, 2023	-	1,050.62	2,423.92	232.24	96.96	309.64	235.86	4,349.24
Addition		246.03	518.91	36.28	21.40	41.21	40.41	904.24
Disposal			6.54		44.95	61.22	0.45	113.16
Balance as at 31st March, 2024	-	1,296.65	2,936.29	268.52	73.41	289.63	275.82	5,140.32
Net carrying amount								
Balance as at 31st March, 2023	223.25	6,702.25	5,248.09	222.51	96.96	161.24	80.25	12,734.55
Balance as at 31st March, 2024	223.25	6,456.22	4,983.29	236.56	223.96	160.07	93.09	12,376.44

a) **Title deeds of Immovable Properties not held in name of the Company**

Relevant line item in the Balance Sheet	Description of item of Property	Gross Carrying Value	Title deeds held in the Name of	Whether title deed holder is a promoter or director or Relative of Promoter Director	Property held since which date	Reason for not being held in the name of the company
PPE	Building	18.50	Pardeep Goyal	Relative of Director	12.08.2000	Due to issue in Registration

- b) All immovable property is held in the name of company except mentioned above.
- c) The company has not revalued its Property, Plant and Equipment during the current reporting period.
- d) The company does not hold any Benami Property and does not have any proceedings initiated or pending for holding benami property under the Benami Transactions (Prohibitions) Act, 1988.

4.1 Capital Work in Progress

Balance as at 31st March, 2023

Balance as at 31st March, 2024

-

129.06

4.1.1 Ageing of Capital Work-in-Progress ageing

	Amount in CWIP for a period of				
	Less than 1 Year	1-2 Year	2-3 Year	More than 3 Year	Total
31 March, 2024					
Projects in Process	129.06	-	-	-	129.06
31 March, 2023					
Projects in Process	-	-	-	-	-

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)**4.2 RIGHT OF USE ASSETS**

Particulars	Rs. in Lakhs		
	Land	Building	Total
Gross Carrying amount			
Balance as at 31st March, 2022	532.34	639.66	1,172.00
Addition	-	101.14	101.14
Disposal/Adjustment		-	-
Balance as at 31st March, 2023	532.34	740.80	1,273.14
Addition	-		-
Disposal/Adjustment			-
Balance as at 31st March, 2024	532.34	740.80	1,273.14
Accumulated Depreciation			
Balance as at 31st March, 2022	37.91	208.86	246.77
Addition	12.64	126.31	138.95
Disposal/Adjustment	-	-	-
Balance as at 31st March, 2023	50.55	335.17	385.72
Addition	12.64	103.83	116.47
Disposal/Adjustment			-
Balance as at 31st March, 2024	63.19	439.00	502.19
Net Carrying Amount			
Balance as at 31st March, 2023	481.79	405.63	887.42
Balance as at 31st March, 2024	469.15	301.80	770.95

5. INVESTMENT PROPERTIES

Particulars	Buildings	Total
Gross Carrying Amount		
Balance as at 31st March, 2022	589.92	589.92
Addition		
Disposal		
Balance as at 31st March, 2023	589.92	589.92
Addition		
Disposal		
Balance as at 31st March, 2024	589.92	589.92
Accumulated Depreciation		
Balance as at 31st March, 2022	65.43	65.43
Addition	10.91	10.91
Disposal		
Balance as at 31st March, 2023	76.34	76.34
Addition	10.91	10.91
Disposal		
Balance as at 31st March, 2024	87.25	87.25
Net Carrying Amount		
Balance as at 31st March, 2023	513.58	513.58
Balance as at 31st March, 2024	502.67	502.67
Fair Value		
As at 31st March, 2023	2,696.53	2,696.53
As at 31st March, 2024	2855.80	2855.80

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)

5.1 Particulars	Rs. in Lakhs	
	Year Ended 31st March, 2024	Year Ended 31st March, 2023
Rental income derived from investment properties	205.48	205.48
Direct operating expenses (including repairs and maintenance) generating rental income	1.67	1.58
Income arising from investment properties before depreciation	<u>207.15</u>	<u>207.06</u>
Depreciation	10.91	10.91
Income from investment properties (Net)	<u>196.24</u>	<u>196.15</u>

5.2 Maturity Analysis of Lease Payments to be received in aggregate & each of following year:

Particulars	Rs. in Lakhs	
	As at 31st March, 2024	As at 31st March, 2023
Not later than one year	206.38	264.07
Later than one year and not later than five years	819.42	1,051.82
Later than five years	-	150.72

5.3 Estimation of Fair Value

The fair valuation is based on current prices in the active market for similar properties. The main inputs used are quantum, area, location, demand, restrictive entry to the complex, age of building and trend of fair market rent in village/city area.

This valuation is based on valuations performed by an accredited independent valuer. Fair valuation is based on replacement cost method. The fair value measurement is categorised in level 2 fair value hierarchy.

6. INTANGIBLE ASSETS

Particulars	Rs. in Lakhs	
	Computer Software	Total
Gross Carrying Amount		
Balance as at 31st March, 2022	341.83	341.83
Addition	11.38	11.38
Disposal	-	-
Balance as at 31st March, 2023	<u>353.21</u>	<u>353.21</u>
Addition	6.92	6.92
Disposal	-	-
Balance as at 31st March, 2024	<u>360.13</u>	<u>360.13</u>
Accumulated Depreciation		
Balance as at 31st March, 2022	288.93	288.93
Addition	16.23	16.23
Disposal	-	-
Balance as at 31st March, 2023	<u>305.16</u>	<u>305.16</u>
Addition	15.95	15.95
Disposal	-	-
Balance as at 31st March, 2024	<u>321.11</u>	<u>321.11</u>
Net Carrying Amount		
Balance as at 31st March, 2023	48.05	48.05
Balance as at 31st March, 2024	39.02	39.02

- a) There are no intangible assets under development in the company during the current reporting period.
- b) The Company has not revalued its intangible Assets during the current reporting period .

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)**7. INVESTMENTS IN SUBSIDIARIES AND ASSOCIATES** Rs. in Lakhs

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	Shares(Nos)	Amount	Shares(Nos)	Amount
A INVESTMENTS IN SUBSIDIARIES				
i. Equity Instrument at Cost (Unquoted)				
1 Equity share of Rs. 10/- each, fully paid in Bhartiya Global Marketing Ltd., India	49,99,020	499.90	49,99,020	499.90
2 Equity Shares of Rs. 10/- each, fully paid in Bhartiya International Sez Ltd., India	1,20,69,230	1,206.92	1,20,69,230	1,206.92
3 Equity Shares of Rs. 10/- each, fully paid in Bhartiya Fashion Retail Ltd., India	5,00,000	50.00	5,00,000	50.00
4 Equity Shares of Rs. 10/- each, fully paid in Bhartiya Urban Infrastructure Ltd., India	50,000	5.00	50,000	5.00
5 Equity Shares in Ultima S.A. ,Switzerland (having par value of SFR 1,000/- each)	1,000	337.86	1,000	337.86
6 Equity Shares in World Fashion Trade Ltd., Hongkong (having par value of \$ 1/- each)	7,09,000	478.14	7,09,000	478.14
Total (A)		2,577.82		2,577.82
B INVESTMENTS IN ASSOCIATES				
i. Equity Instrument at Cost (Unquoted)				
1 Equity Shares of Rs. 10/- each, fully paid in Bhartiya Urban Private Limited	3,43,93,260	3,999.60	3,43,93,260	3,999.60
2 Equity Shares of Rs. 10/- each, fully paid in Tada Mega Leather Cluster Pvt. Ltd.	5,000	0.50	5,000	0.50
Total (B)		4,000.10		4,000.10
Total (A+B)		6,577.92		6,577.92
Aggregate amount of unquoted Investments before impairment		6,577.92		6,577.92
Less: Provision for diminution in value of investment		1.83		1.83
Aggregate amount of unquoted Investments after impairment		6,576.09		6,576.09

8. NON-CURRENT INVESTMENTS

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	Units(No.)	Amount	Units(No.)	Amount
A Investments in Mutual Funds (Unquoted)				
At Fair Value through Profit and loss				
i) Reliance ETF Liquid BeES	1.222	0.01	1.222	0.01
TOTAL		0.01		0.01
Aggregate amount of unquoted Investments		0.01		0.01
Aggregate amount of impairment in Value of unquoted Investments		-		-

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)**9. OTHER NON CURRENT FINANCIAL ASSETS****Rs. in Lakhs**

Particulars	As at	
	31st March, 2024	31st March, 2023
(Unsecured & Considered Good)		
(a) Security and Other Deposits	222.39	189.17
(b) Fixed deposit maturity more than 12 months (Lien with bank against various facilities)	1,789.09	2,205.80
TOTAL	<u>2,011.48</u>	<u>2,394.97</u>

10. OTHER NON CURRENT ASSETS

(a) Capital Advances	22.88	31.57
(b) Security Deposits With Govt. Authorities	25.00	25.00
(c) Prepayment Lease Rent	4.71	4.73
TOTAL	<u>52.59</u>	<u>61.30</u>

11. INVENTORIES

(a) Raw Materials	39,328.15	36,138.60
(b) Raw Materials -In transit	190.60	126.52
(c) Work-in-Progress	1,291.04	735.61
(d) Finished Goods	11,151.05	8,971.18
(e) Consumable Store	3,798.60	4,558.08
TOTAL	<u>55,759.44</u>	<u>50,529.99</u>

12. CURRENT INVESTMENTS

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	Shares (No)	Amount	Shares (No)	Amount
a) Investment In Equity Instrument (Unquoted)				
At Fair Value through Profit and Loss				
i) Sai Rayalaseema Paper Mills Ltd.	31,792	-	31,792	-
Total		-		-
Aggregate amount of unquoted Investments		-		-

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)**13. TRADE RECEIVABLES**

Rs. in Lakhs

Particulars	As at	
	31st March, 2024	31st March, 2023
<i>(Unsecured, considered good)</i>		
(a) Trade Receivable	8,536.17	7,844.62
(b) Receivable from related parties (refer no. 55)	1,917.74	607.76
Allowance for expected credit loss	(135.68)	-
TOTAL	<u>10,318.23</u>	<u>8,452.38</u>

Trade receivable ageing schedule for the year ended as on 31st March, 2024

Particulars	Outstanding for following periods from due date of payment						
	Not due	Less than 6 Months	6 Months - 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Undisputed -Trade Receivable Considered Good	5,779.76	4,026.65	75.97	111.00	5.34	-	9,998.72
Undisputed -Trade Receivable - Credit Impaired						455.19	455.10
Total	5,779.76	4,026.65	75.97	111.00	5.34	455.19	10,453.91

Trade receivable ageing schedule for the year ended as on 31st March, 2023

Particulars	Outstanding for following periods from due date of payment						
	Not due	Less than 6 Months	6 Months - 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Undisputed -Trade Receivable Considered Good	4,869.44	2,691.56	129.59	-	162.64	599.15	8,452.38
Total	4,869.44	2,691.56	129.59	-	162.64	599.15	8,452.38

14. CASH AND CASH EQUIVALENT

a) Balances with Banks		
In current accounts	534.28	415.44
b) Cash on Hand	18.04	20.34
TOTAL	<u>552.32</u>	<u>435.78</u>

15. BANK BALANCES OTHER THAN CASH & CASH EQUIVALENTS

a) Fixed Deposit with the bank	4,444.48	2,380.11
b) Unpaid dividend accounts	3.20	4.91
TOTAL	<u>4,447.68</u>	<u>2,385.02</u>

15.1 Fixed deposits of Rs. 4444.48 Lacs (previous year Rs 2373.14 Lacs) are pledged with the banks for various limits and facilities granted.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)

16. CURRENT LOAN	Rs. in Lakhs	
Particulars	As at 31st March, 2024	As at 31st March, 2023
<i>(Unsecured & Considered Good)</i>		
(a) Loans / Advances to Related Parties	886.64	987.91
<i>(refer note no. 55)</i>		
(b) Loan to Employee	116.33	129.77
TOTAL	<u>1,002.97</u>	<u>1,117.68</u>
17. OTHER CURRENT FINANCIAL ASSETS		
a) Export incentive receivable	857.88	694.26
b) GST Receivable	1,746.82	955.85
c) Other Advance	-	0.10
d) Security and Other Deposits	27.24	52.96
TOTAL	<u>2,631.94</u>	<u>1,703.17</u>
18. OTHER CURRENT ASSETS		
a) Advances with suppliers	1,905.74	1,936.76
b) Prepaid Expenses	407.58	294.72
c) Other Advances	0.04	-
d) Prepayment lease rent	0.02	0.02
TOTAL	<u>2,313.38</u>	<u>2,231.50</u>

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)**19. SHARE CAPITAL****Rs. in Lakhs**

Particulars	As at	
	31st March, 2024	31st March, 2023
Authorised Share Capital		
a) 20,000,000 (31st March, 2023: 20,000,000) Equity Shares of Rs. 10/- each	2,000.00	2,000.00
b) 500,000 (31st March, 2023: 500,000) Preference Shares of Rs. 100/- each	500.00	500.00
	<u>2,500.00</u>	<u>2,500.00</u>
Issued, Subscribed & Paid Up :		
a) 12,207,129 (31st March, 2023: 12,207,129) Equity Shares of Rs.10/- each fully paid Up.	1,220.94	1,220.71
TOTAL	<u>1,220.94</u>	<u>1,220.71</u>

19.1 Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting year:

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	No. of Shares	Amount	No. of Shares	Amount
Shares outstanding at the beginning of the year	1,22,07,129	1,220.71	1,22,07,129	1,220.71
Shares Issued during the year	2,282	0.23	-	-
Shares outstanding at the end of the year	<u>1,22,09,411</u>	<u>1,220.94</u>	<u>1,22,07,129</u>	<u>1,220.71</u>

19.2 The details of Shareholders holding more than 5% shares

Name of the Share holders	As at 31st March, 2024		As at 31st March, 2023	
	No. of Shares	% of Holding	No. of Shares	% of Holding
(a) Snehideep Aggarwal	11,43,362	9.36	11,43,362	9.37
(b) Bhartiya Infotech Pvt. Ltd.	10,10,000	8.27	10,10,000	8.27
(c) Bhartiya Global Ventures Pvt. Ltd.	30,47,100	24.96	30,47,100	24.96
(d) Bhartiya Advisory Services Pvt. Ltd.	6,81,913	5.59	6,81,913	5.59
(e) TIMF Holdings	7,06,474	5.79	7,06,474	5.79
(f) Chartered Finance & Leasing Ltd.	7,90,500	6.47	7,90,500	6.48

19.3 Shares Reserved for issue under options

Particulars	As at	
	31st March, 2024 No. of Shares	31st March, 2023 No. of Shares
a) Under 2013 employee stock option plan : Equity share of Rs.10/- each, at an exercise price of Rs.50/- per share	-	20,751

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)**Rs. in Lakhs**

- 19.4 Aggregate number of share issued for consideration other than cash during the period of five years immediately preceding the reporting date, wherever applicable is given below:

Particulars	31st March, 2024	31st March, 2023	31st March, 2022	31st March, 2021	31st March, 2020
Shares issued during the period of five Years immediately preceding through reporting date on exercise of option granted under the Employee Stock Option Plan (ESOP) wherein part consideration was received in form of employee services.	2,282	-	4,760	500	7,695

- 19.5 Share held by promoter at 31st March, 2024

Promoter Name	No. of Shares	% of Total Shares	% Change during the year
Snehdeep Aggarwal	11,43,362	9.36%	-
Ramesh Bhatia	3,40,250	2.79%	-
Promoters Group			
Arjun Aggarwal	4,96,150	4.06%	-
Kanwal Aggarwal	1,90,374	1.56%	-
Snehdeep Aggarwal HUF	50,000	0.41%	-
Parushni Aggarwal	7,500	0.06%	-
Pawan Aggarwal	5,000	0.04%	-
Bhartiya Global Venture Pvt. Ltd.	30,47,100	24.96%	-
Bhartiya Infotech Pvt. Ltd.	10,10,000	8.27%	-
Bhartiya Advisory Services Pvt. Ltd.	6,81,913	5.59%	-
R.L Bhatia Associates Pvt. Ltd.	30,000	0.25%	-

- 19.6 The Company has only one class of equity shares having a par values of Rs. 10/- per share. Each holder of equity share is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company in proportion of the number of equity share held by the shareholders.

- 19.7 During the year, the company has allotted 2282 (31st March 2023: NIL) Equity share of Rs.10/- each fully paid to its employee under Employee Stock Option Plan (ESOP 2013).

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)

Particulars	Reserves and Surplus						Total
	Employee Stock Options Outstanding	Preferential Share Warrant Forfeited	Securities Premium	General Reserve	Retained Earnings	Other Comprehensive Income (defined benefit plan)	
Balance as at 31st March, 2022	89.43	925.75	7,859.24	3,517.36	16,688.24	58.90	29,138.92
Profit for the year					1,617.26		1,617.26
Other Comprehensive Income for the year						(34.23)	(34.23)
Balance as at 31st March, 2023	89.43	925.75	7,859.24	3,517.36	18,305.50	24.67	30,721.95
Profit for the year					1,758.60		1,758.60
Other Comprehensive Income for the year						7.36	7.36
Transfer from ESOP	(89.43)		10.75	79.59			0.91
Balance as at 31 March, 2024	-	925.75	7,869.99	3,596.95	20,064.10	32.03	32,488.82

20.1 Component of other Equity

Securities Premium Represents amount received in excess of face value on issue of equity shares which may be utilised for purposes specified u/s 52(2) of the Companies Act, 2013.

General Reserve Represents accumulated profits set apart by way of transfer from current year profits or/and retained earnings for "other than specified purposes".

20.2 Pursuant to Shareholders' resolution dated 23rd September, 2013, the company instituted an Employee Stock Option Plan ('ESOP 2013') in the year 2013. The vesting period of the scheme expired/completed on 31st December, 2023. Options which were not exercised by the employees lapsed and the scheme is completed and no longer in force. Accordingly, the balance in the ESOP reserve has been transferred to the general reserve.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)**21. NON-CURRENT BORROWINGS****Rs. in Lakhs**

Particulars	As at 31st March, 2024	As at 31st March, 2023
Secured		
- Term Loans from Banks	8,679.32	13,226.34
- Vehicle Loans from Banks	131.02	32.21
TOTAL	<u>8,810.34</u>	<u>13,258.55</u>

Above total is net of instalments falling due within a year in respect of all the above Loans aggregating of Rs. 4696.42 lakhs (31st March, 2023 Rs. 2933.41 Lakhs) that have been grouped under "Current Borrowing". (Refer note no. 26).

Nature of Security and terms of repayment for Long Term Secured Borrowings:

Nature of Security	Terms of Repayment
21.1 Term Loans from HDFC Bank, balance outstanding amounting to Rs 750.00 lacs (March 31, 2023 Rs. 750.00 lacs) is secured by second charge on all existing securities given to HDFC Bank.	The Loan is repayable in 48 Monthly Installment starting from Aug 2024. Last installment due in July 2028. Rate of interest 9.25 % p.a. as at year end .
21.2 Term Loans from HDFC Bank, balance outstanding amounting to Rs. 1146.62 lacs (March 31, 2023 is Rs.1381.22 lacs) is secured by First Charge on the commercial property situated at Institutional Plot No 38, Sector 44, Gurgaon and personal guarantee of one of the Director.	Repayable in 40 Quarterly Installment starting from Oct, 2018. Last installment due in Aug 2028. Rate of Interest 10 % p.a. as at year end.
21.3 Term Loans from INDUSIND Bank, balance outstanding amounting to Rs 2630.00 lacs (March 31, 2023 is Rs. 3650.00 lacs) is secured by Equitable Mortgage of 9 acres 81 cents land situated in Tamil Nadu. Personal Guarantee of one Director.	The Loan is repayable in 23 Quarterly Installment starting from Sep 2020. Last installment due in Mar 2026. Rate of interest 11.00 % p.a. as at year end .
21.4 Term Loans from SBI Bank, balance outstanding amounting to Rs 245 lacs (March 31, 2023 is Rs. 396.67 lacs). secured by second charge on all existing securities given to SBI.	The Loan is repayable in 48 Monthly Installment starting from Feb 2022. Last installment due in Jan 2026. Rate of interest 9.25 % p.a. as at year end .
21.5 Term Loans from SBM Bank, balance outstanding amounting to Rs 450.47 lacs (March 31, 2023 is Rs. 696.22 lacs) is secured by second charge on all existing securities given to SBM Bank.	The Loan is repayable in 48 Monthly Installment starting from Feb 2022. Last installment due in Jan 2026. Rate of interest 9.25 % p.a. as at year end .
21.6 Term Loans from HDFC Bank, balance outstanding amounting to Rs 843.75 lacs (March 31, 2023 is Rs. 1218.75 lacs). Secured by second charge on all existing securities given to HDFC Bank.	The Loan is repayable in 48 Monthly Installment starting from Jul 2022. Last installment due in Jun 2026. Rate of interest 9.25 % p.a. as at year end .
21.7 Term Loans from INDUSIND Bank, balance outstanding amounting to Rs 927.08 lacs (March 31, 2023 is Rs. 1372.08 lacs). secured by second charge on all existing securities given to Indusind Bank.	The Loan is repayable in 48 Monthly Installment starting from May 2022. Last installment due in Apr 2026. Rate of interest 7.75 % p.a. as at year end .

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)

Nature of Security and terms of repayment for Long Term Secured Borrowings:

Nature of Security	Terms of Repayment
21.8 Term Loans from SBI Bank, balance outstanding amounting to Rs 1218.75 lacs (March 31, 2023 is Rs. 1300.00 lacs) . Secured by second charge on all existing securities given to SBI.	The Loan is repayable in 48 Monthly Installment starting from Feb 2024. Last installment due in Jan 2028. Rate of interest 9.25 % p.a. as at year end .
21.9 Term Loans from Union Bank, balance outstanding amounting to Rs 319.13 lacs (March 31, 2023 is Rs. 454.28 lacs) . Secured by second charge on all existing securities given to Union Bank of India.	The Loan is repayable in 48 Monthly Installment starting from March 2022. Last installment due in Feb 2026. Rate of interest 9.25 % p.a. as at year end .
21.10 Term Loans from Union Bank, balance outstanding amounting to Rs 3199.85 lacs (March 31, 2023 is Rs. 3339.00 lacs) . Secured by second charge on all existing securities given to Union Bank of India.	The Loan is repayable in 48 Monthly Installment starting from Feb 2024. Last installment due in Jan 2028. Rate of interest 9.25 % p.a. as at year end .
21.11 Term Loans from HDFC Bank, balance outstanding amounting to Rs 285.93 lacs (March 31, 2023 is Rs. 285.93 lacs). is secured by exclusive Charge on the commercial property situated at Institutional Plot No 38, Sector 44, Gurgaon and personal guarantee of one of the Director	The Loan is repayable in 20 Quarterly Installment starting from June 2024. Last installment due in March 2029. Rate of interest 9.65 % p.a. as at year end.
21.12 Term Loans from HDFC Bank, balance outstanding amounting to Rs 183.27 lacs (March 31, 2023 is Rs. 183.27 lacs). is secured by exclusive Charge on the commercial property situated at Institutional Plot No 38, Sector 44, Gurgaon and personal guarantee of one of the Director	The Loan is repayable in 20 Quarterly Installment starting from June 2024. Last installment due in March 2029. Rate of interest 10.25 % p.a. as at year end.
21.13 Term Loans from HDFC Bank, balance outstanding amounting to Rs 1180.80 lacs (March 31, 2023 is Rs. 1180.80 lacs). is secured by exclusive Charge on the commercial property situated at Institutional Plot No 38, Sector 44, Gurgaon and personal guarantee of one of the Director	The Loan is repayable in 20 Quarterly Installment starting from June 2024. Last installment due in March 2029. Rate of interest 10.25 % p.a. as at year end.
21.14 Vehicle Loans are secured by way of hypothecation of vehicles financed by the Bank.	

22. OTHER NON CURRENT FINANCIAL LIABILITIES

Rs. in Lakhs

Particulars	As at 31st March, 2024	As at 31st March, 2023
(a) Security Deposit with related parties	108.86	99.84
TOTAL	108.86	99.84

23. NON-CURRENT PROVISION

(a) Provision for Employees benefit	41.52	16.62
TOTAL	41.52	16.62

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)

24. OTHER NON-CURRENT LIABILITY	Rs. in Lakhs	
Particulars	As at 31st March, 2024	As at 31st March, 2023
(a) Government Grant	43.69	48.13
(b) Advance Lease Rent	42.63	52.43
TOTAL	<u>86.32</u>	<u>100.56</u>
25. DEFERRED TAX LIABILITY/ (ASSETS)		
Deferred Tax Liabilities		
a) Related to Fixed Assets	971.15	913.23
b) Related to IND AS Adjustment	2.48	-
Deferred Tax Assets		
a) Related to Provision doubtful debts	(34.15)	-
b) Related to IND AS adjustment	(95.32)	(117.17)
TOTAL	<u>844.16</u>	<u>796.06</u>
26. CURRENT BORROWING		
Secured		
- Working Capital Loans From Banks	34,879.78	29,520.15
- Current Maturities of long term debt	4,696.42	2,933.41
TOTAL	<u>39,576.20</u>	<u>32,453.56</u>
26.1 Working Capital facilities are secured against hypothecation of stocks of raw - materials, stock in process, finished goods, Other Current assets , specified immovable property, movable fixed assets, lien on fixed deposits, exports bills and personal guarantee of Director.		
27. TRADE PAYABLE		
(a) Acceptances	4,433.27	2,024.73
(b) Payable to others than Micro and small Enterprises	8,274.75	4,908.97
(c) Payable to Related Parties (refer note no 55)	970.03	1,381.99
(d) Payable to Micro and Small Enterprises	360.17	868.23
TOTAL	<u>14,038.22</u>	<u>9,183.92</u>

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)

Due to Micro and Small Enterprises

The Company has certain dues to suppliers registered under Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act'). The disclosures pursuant to the said MSMED Act are as follows:

Particulars	Rs. in Lakhs	
	As at 31st March, 2024	As at 31st March, 2023
a) The principal amount remaining unpaid to any supplier at the end of the year	360.17	868.23
b) Interest due remaining unpaid to any supplier at the end of the year	-	-
c) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
d) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006	-	-
e) The amount of interest accrued and remaining unpaid at the end of each accounting year	47.31	-
f) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprises, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act, 2006	-	-

Disclosure of payable to vendors as defined under the "Micro, Small and Medium Enterprise Development Act, 2006" is based on the information available with the Company regarding the status of registration of such vendors under the said Act, as per the intimation received from them on requests made by the Company.

Trade Payable ageing Schedule for the year ended as on 31st March, 2024

Particulars	Outstanding for following period from Due Date of Payment				
	Less than 1 Years	1-2 Years	2-3 Years	More than 3 Years	Total
Dues to MSME	360.17			-	360.17
Others	13,231.23	-	-	446.82	13,678.05
Total Trade Payable	13,591.40	-	-	446.82	14,038.22

Trade Payable ageing Schedule for the Year Ended as on 31st March, 2023

Particulars	Outstanding for following period from due date of payment				
	Less than 1 Years	1-2 Years	2-3 Years	More than 3 Years	Total
Dues to MSME	868.23				868.23
Others	7,501.74			813.95	8,315.69
Total Trade Payable	8,369.97	-	-	813.95	9,183.92

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)**28. OTHER CURRENT FINANCIAL LIABILITIES**

Rs. in Lakhs

Particulars	As at 31st March, 2024	As at 31st March, 2023
(a) Interest Accrued	120.94	139.42
(b) Unpaid Dividend	3.20	4.91
(c) Due to Employee	346.36	299.16
(d) Expenses Payable	172.90	195.80
(e) Statutory Dues Payable	171.16	221.50
(f) Capital Creditors	-	32.48
(g) Other Payable	3.19	3.20
(h) Derivatives-Foreign Exchange Forward Contract	395.54	402.84
TOTAL	1,213.29	1,299.31

29. PROVISIONS

(a) Provision for Employees Benefits	142.14	146.10
TOTAL	142.14	146.10

30. OTHER CURRENT LIABILITIES

(a) Advance from Customer	359.61	12.26
(b) Advance Lease Rent	9.80	9.01
TOTAL	369.41	21.27

31. REVENUE FROM OPERATIONS

Particulars	Year Ended 31st March, 2024	Year Ended 31st March, 2023
Sales of Products		
(a) Manufactured Goods	63,654.58	66,361.01
(b) Stock-in-trade	23.79	19.38
Other Operating Revenues		
(a) Export Incentives	2,025.13	1,971.71
(b) Foreign Exchange Gain	391.16	(1,908.72)
TOTAL	66,094.66	66,443.38

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)

Rs. in Lakhs

Particulars	Year Ended 31st March, 2024	Year Ended 31st March, 2023
31.1 Reconciliation of Revenue recognised in Statement of Profit and Loss with contracted price		
Revenue as per contracted price	63,741.76	66,655.39
Less: Discount, rebates etc.	63.39	275.00
Total Revenue from Contract with Customers	<u>63,678.37</u>	<u>66,380.39</u>
31.2 Revenue by Location of Customers		
India	4,422.05	4,259.42
Outside India	59,256.32	62,120.97
Total Revenue from Contract with Customers	<u>63,678.37</u>	<u>66,380.39</u>
31.2 The total revenue received from the customer having shared of 10% or more of the total revenue declared for the year is Rs. 31,497.80 lacs.		
32. OTHER INCOME		
- Rental Income	250.11	246.96
- Other Income	15.51	99.26
TOTAL	<u>265.62</u>	<u>346.22</u>
33. COST OF MATERIALS CONSUMED		
Opening Stock	40,823.20	33,784.84
Add : Purchases	<u>39,408.87</u>	<u>41,828.30</u>
	80,232.07	75,613.14
Less : Closing Stock	43,317.35	40,823.20
MATERIALS CONSUMED	<u>36,914.72</u>	<u>34,789.94</u>
34. CHANGE IN INVENTORIES OF FINISHED GOODS AND WORK IN PROGRESS		
(a) Opening Inventories		
- Finished Goods	8,971.18	9,796.26
- Work in Progress	735.61	1,099.39
(b) Closing Inventories		
- Finished Goods	11,151.05	8,971.18
- Work in Progress	1,291.04	735.61
Decrease/(Increase)	<u>(2,735.30)</u>	<u>1,188.86</u>

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)

35. EMPLOYEE BENEFIT EXPENSES	Rs. in Lakhs	
Particulars	Year Ended 31st March, 2024	Year Ended 31st March, 2023
(a) Salary & Allowances	4,235.20	4,153.16
(b) Contribution to Provident & Other fund	258.36	289.52
(c) Staff Welfare Expenses	262.89	232.83
TOTAL	<u>4,756.45</u>	<u>4,675.51</u>
36. FINANCE COST		
(a) Interest Expense- Net	3,582.24	2,943.80
(b) Borrowing Cost	250.12	281.77
(c) Interest on Lease Liability	39.13	46.74
(d) Exchange difference regarded as an Adjustment to Borrowing Cost	58.31	173.12
TOTAL	<u>3,929.80</u>	<u>3,445.43</u>
37. DEPRECIATION AND AMORTISATION		
(a) Depreciation on Property Plant and Equipment	904.24	814.66
(b) Amortisation on Intangible Assets	15.95	16.23
(c) Depreciation on Investment Property	10.91	10.91
(d) Amortisation on Right of Use Assets	116.47	138.95
TOTAL	<u>1,047.57</u>	<u>980.75</u>

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)

Rs. in Lakhs

38. OTHER EXPENSES

Particulars	Year Ended 31st March, 2024	Year Ended 31st March, 2023
(I) Manufacturing Expenses		
(a) Fabrication Charges	12,092.56	11,933.22
(b) Other Manufacturing Expenses	388.21	498.11
(c) Freight & Cartage	71.43	57.04
(II) Selling & Administrative Expenses		
(a) Legal And Professional Charges	1,276.34	1,254.49
(b) Power & Fuel	284.16	279.50
(c) Bank Charges	962.90	808.32
(d) Repair & Maintenance		
- Building	56.72	52.56
- Plant & Machinery	199.23	184.64
- Others	617.90	531.92
(e) Communication	65.77	61.08
(f) Rates Taxes & Duties	68.30	34.10
(g) Insurance	272.76	105.03
(h) Rent	137.68	119.36
(i) Travelling & Conveyance	1,089.48	960.15
(j) Freight on Exports	714.72	1,327.34
(k) Commission, Brokerage & Discount	788.66	554.91
(l) Loss/(Profit) on Sale /Discard of Property, Plant & Equipment	(1.50)	(2.34)
(m) Misc. Expenses	350.08	480.19
(n) Expenditure towards CSR Activities	27.08	55.11
(o) Directors Meeting Fees	7.50	8.58
(p) Packing Expenses	205.98	206.26
(q) Bad Debts	369.60	-
TOTAL	<u>20,045.56</u>	<u>19,509.57</u>

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)**Rs. in Lakhs****39. TAX EXPENSES**

Particulars	Year Ended 31st March, 2024	Year Ended 31st March, 2023
I) Current Tax		
Current Tax on taxable income for the year	583.82	594.51
II) Deferred Tax		
Relating to origination and reversal of temporary differences	45.63	(27.81)
Income tax expenses reported in statement of profit and loss	<u>629.45</u>	<u>566.70</u>
Effective Income Tax Rate	26.36%	25.95%

- 39.1 A reconciliation of the income tax expenses to the amount computed by applying the statutory income tax rate to the profit before income taxes is summarized below:

Particulars	Year Ended 31st March, 2024	Year Ended 31st March, 2023
Accounting profit before tax	2,388.05	2,183.96
Statutory income tax rate (%)	25.17	25.17
Computed tax expenses	601.02	549.66
Tax in respect of earlier years	33.25	-
Deduction under section 24 of income tax act	(11.64)	(15.51)
Non-Deductible expenses for tax purpose	6.82	32.55
Income tax charge to statement of profit and loss account	<u>629.45</u>	<u>566.70</u>

40. CONTINGENT LIABILITIES

Particulars	As at 31st March, 2024	As at 31st March, 2023
i) Letter of Credit / Import Bills outstanding -	4,357.05	3,354.06
ii) Bill Discounting	757.59	1,466.06
iii) Standby Letter of credit (SBLC) issued by company bankers in favour of the bankers of its subsidiaries		
- Ultima S A	6,133.80	6,078.14
iv) Corporate Guarantee given by the company to a bank against facilities granted by that bank to its wholly owned subsidiaries Ultima Italia SRL.	135.05	134.33
v) Karnataka Vat Demand Under dispute	56.60	56.60
vi) Andhra Pradesh GST Demand Under dispute	81.07	81.07
vii) Income tax Demand under dispute	87.19	3,485.04
viii) Tamil Nadu Vat Under dispute	-	8.14

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)

41. CAPITAL AND OTHER COMMITMENTS

Rs. in Lakhs

Particulars	As at	As at
	31st March, 2024	31st March, 2023
i) Commitments under import of goods & capital goods at concessional rate of custom duty.	3,379.00	6,402.26
ii) Estimated Value of contract remaining to be executed on capital account	19.24	7.78

42. SUBSEQUENT EVENT

Subsequent to the year ended March 31st 2024, the Board of Directors in its meeting held on 7th May 2024 approved the proposal of allotting of 12,01,000 warrants to promoter's group company, subject to the approval of shareholders at the extraordinary general meeting to be held on 3rd June 2024. Each warrant attached thereto has the right to subscribe for equal number of equity shares of face value of Rs.10/- each at a premium of Rs.420/-per share on preferential basis.

43. EMPLOYEE BENEFITS PLANS

The details of various employee benefits provided to employees are as under:

a) Defined Contribution Plans

Particulars	For the Year Ended 31st March, 2024	For the Year Ended 31st March, 2023
Detail of amount recognised as expense for defined contribution plans is given below:		
a) Provident Fund*	225.74	224.18
b) Employees State Insurance Corporation	8.19	10.70

b) Defined Benefit Plans

The Defined benefit plan of the Company includes entitlement of gratuity for each year of service until the retirement age.

i) The principal assumptions used for the purposes of the actuarial valuations were as follows:

Principal Assumptions	Gratuity	
	As at 31st March, 2024	As at 31st March, 2023
Expected return on plan assets	6.95%	7.20%
Discount rate	6.95%	7.20%
Salary increase rate	5.00%	5.00%
Employee turnover	5.00%	5.00%
In service mortality	IALM (2012-14)	IALM (2012-14)

ii) Amounts recognised in statement of profit and loss in respect of these defined benefit plans are as follows:

Particulars	Gratuity	
	For the Year Ended 31st March, 2024	For the Year Ended 31st March, 2023
Current Service Cost	65.03	56.40
Net Interest Expenses	0.60	(2.22)
Past Service Cost	-	-
Components of defined benefit costs recognised in profit or Loss	65.63	54.18
Re-measurement on the Net Defined Benefit liability:		
Actuarial (gains)/ losses on obligation for the year	28.48	28.98
Return On Plan Assets	(38.32)	16.76
Net (Income)/Expenses for the year ended recognized in OCI	(9.84)	45.74

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)

Rs. in Lakhs

iii) The amount included in the Balance Sheet arising from the entity's obligation in respect of its Defined Benefit Obligation

Particulars	Gratuity	
	As at 31st March, 2024	As at 31st March, 2023
Present Value of Defined Benefit Obligation	571.97	479.14
Fair Vale of Plan Asset	(530.45)	(462.52)
Net Liability arising from Defined Benefit Obligation	41.52	16.62

iv) Movements in the present value of the defined benefit obligation are as follows:

Particulars	Gratuity	
	For the Year Ended 31st March, 2024	For the Year Ended 31st March, 2023
Opening Defined Obligation	479.14	419.03
Interest Cost	30.21	27.14
Current Service Cost	65.03	56.40
Past Service Cost	-	-
Benefits Paid Directly by the Employer	(30.89)	(52.41)
Actuarial (gains)/ Losses	28.48	28.98
Closing Defined Benefit Obligation	571.97	479.14

v) Movements in the Fair Value of the Plan Assets are as follows:

Opening fair Value of Plan assets *	462.52	449.91
Interest Income	29.61	29.37
Contribution by the Employer	-	-
Return On Plan Assets Excluding Interest Income	38.32	(16.76)
Closing fair Value of Plan assets	530.45	462.52

*** Fund Managed by the approved Insurance Company Kotak Life Insurance**

Investment With Insurer	100.00%	100.00%
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NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)**Rs. in Lakhs****Sensitivity Analysis**

A quantitative sensitivity analysis for significant assumptions as at 31st March, 2024 is as follows:

Particulars	Increase Effect	Decrease Effect
Effect of Increase/decrease in discount rate by 0.50% on Defined benefit obligations	555.62	589.31
Effect of Increase/decrease in salary escalation by 0.50% on Defined benefit obligations	589.56	555.25

A quantitative sensitivity analysis for significant assumptions as at 31st March, 2023 is as follows:

Particulars	Increase Effect	Decrease Effect
Effect of Increase/decrease in discount rate by 0.50% on Defined benefit obligations	465.13	494.02
Effect of Increase/decrease in salary escalation by 0.50% on Defined benefit obligations	494.26	464.78

The sensitivity analysis above has been determined on the basis of actuarial certificate.

44. EARNING PER SHARE

Particulars	Year Ended 31st March, 2024	Year Ended 31st March, 2023
Profit/(loss) for the year	1,758.60	1,617.26
No. of share at the beginning of the year (A)	1,22,07,129	1,22,07,129
Equity allotted during the year	2,282	-
Weighted average shares (B)	1,334	-
Weighted average shares outstanding (nos.) (A+B)	1,22,08,463	1,22,07,129
Effect of diluted number of share		
Add:- Employee stock option plan	-	18,594
Weighted average number of equity share for diluted earning per share	1,22,08,463	1,22,25,723
Basic earning per share	14.40	13.25
Diluted earning per share	14.40	13.23

45. EXPORT PROMOTION CAPITAL GOODS (EPCG)

Export Promotion Capital Goods (EPCG) scheme allows import of certain capital goods at concessional duty subject to an export obligation for the duty saved on capital goods imported under EPCG scheme. The duty saved on capital goods imported under EPCG scheme being Government Grant, is accounted as stated in the Accounting policy on Government Grant.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)**Rs. in Lakhs****46. EMPLOYEE STOCK OPTION PLAN**

The Company instituted an Employees Stock Option Plan ('ESOP 2013') pursuant to the Nomination and Remuneration Committee (Earlier Compensation Committee) and Shareholders' resolution dated September 23, 2013. As per ESOP 2013, the Company had granted the below stock options:

On 28th January, 2014 – 50,000 stock options.

On 16th September, 2015 – 1,55,800 stock options

On 31st December, 2015 – 8,850 stock options

On 3rd February, 2018 – 30,000 stock options

On 5th April, 2018 – 30,000 stock options

These options comprises equal number of equity shares to be allotted in one or more tranches to the eligible employees of the Company and its subsidiaries.

The details of the ESOPs granted so far are provided below:

Grant Date	April 5, 2018			
Vesting tranche	Vesting I	Vesting II	Vesting III	Vesting IV
Vesting date	April 05, 2019	April 05, 2020	April 05, 2021	April 05, 2022
%age of vesting	16.67	16.67	16.66	50.00
Exercise Price (in Rs.)	330.00	330.00	330.00	330.00

Grant Date	February 03, 2018			
Vesting tranche	Vesting I	Vesting II	Vesting III	Vesting IV
Vesting date	February 03, 2019	February 03, 2020	February 03, 2021	February 03, 2022
%age of vesting	10.00	20.00	30.00	40.00
Exercise Price (in Rs.)	450.00	450.00	450.00	450.00

Grant Date	December 31, 2015			
Vesting tranche	Vesting I	Vesting II	Vesting III	
Vesting date	December 31, 2016	December 31, 2017	December 31, 2018	
%age of vesting	33.00	33.00	34.00	
Exercise Price (in Rs.)	50.00	50.00	50.00	

Grant Date	September 16, 2015			
Vesting tranche	Vesting I	Vesting II	Vesting III	
Vesting date	September 16, 2016	September 16, 2017	September 16, 2018	
%age of vesting	33.00	33.00	34.00	
Exercise Price (in Rs.)	50.00	50.00	50.00	

Grant Date	January 28, 2014			
Vesting tranche	Vesting I	Vesting II	Vesting III	
Vesting date	1st February, 2015	1st March, 2015		
%age of vesting	50	50		
Exercise Price (in Rs.)	156	156		

The Company uses the fair value for determination of the employee stock compensation expense.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)**Rs. in Lakhs**

The activity in the Employees Stock Option Plan during the year ended 31st March, 2024 is as under:

Particulars	Year Ended 31st March, 2024	Year Ended 31st March, 2023
Number of options outstanding at the beginning of the period	20,751	20,751
Number of options granted during the year	-	-
Number of options forfeited / lapsed during the year	18,469	-
Number of options vested during the year	-	-
Number of options exercised during the year	2,282	-
Number of shares arising as a result of exercise of options	2,282	-
Money realized by exercise of options (INR), if scheme is implemented directly by the company	Rs. 1,14,100	-
Loan repaid by the Trust during the year from exercise price received	-	-
Number of options outstanding at the end of the year	NIL	20,751
Number of options exercisable at the end of the year	NIL	20,751

A description of the method and significant assumptions used during the year to estimate the fair value of options including the following information:

Date of Grant	September 16, 2015	December 31, 2015	February 03, 2018	April 5, 2018
Weighted average share price	Rs. 468.70	Rs 521.15	Rs. 463.55	Rs. 216.15
Exercise price	Rs. 50.00	Rs. 50.00	Rs. 450.00	Rs. 330.00
Expected volatility	29.24%	33.10%	25.71%	36.78%
Option life (comprising of weighted average of vesting period and exercise period)	7 years	7 years	8 years	5.50 years
Expected dividends	0.21%	0.19%	0.26%	0.29%
Risk free rate of return	8.17%	7.96%	7.82%	7.22%

47. DETAILS OF CORPORATE SOCIAL RESPONSIBILITY (CSR) EXPENDITURE

Particulars	As at 31st March, 2024	As at 31st March, 2023
(a) Amount required to be spent by the company during the year	29.07	34.72
(b) Amount of expenditure incurred	27.08	55.11
(c) Excess amount set off at the end of the year	1.99	
(d) Shortfall at the end of the year	-	-
(e) Total of previous years shortfall	-	-
(f) Reason for shortfall	N.A	N.A
(g) Nature of CSR Activities	Rural Development, Education, Health & Sanitation	Rural Development, Education, Health & Sanitation
(h) Details of related party transaction	NIL	15.30
(i) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision.	N.A	N.A

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)

48. SEGMENT REPORTING DISCLOSURE

The Company primarily operates in the Fashion apparels and accessories segment. The Fashion apparels and accessories segment includes Leather products, Textiles products and intermediaries .

As defined in Ind AS 108, the chief operating decision maker (CODM) evaluates the Group's performance, allocate resources based on the analysis of the various performance indicator of the Group as a single unit. Therefore, there is no reportable segment for the Group as per the requirement of Ind AS 108 "Operating Segments".

49. The Net worth of a subsidiary has been eroded and there is a consequent possibility of impairment of equity investment of Rs. 4.78 crore. Looking into the subsidiary's future plans, growth prospects and determining it's valuation based on forecasting and discounting future cashflows, such impairment if any is considered to be temporary in nature and no impairment in value of the investment is made in the accounts of the company.

50. PAYMENT TO AUDITOR (INCLUDED IN LEGAL AND PROFESSIONAL CHARGES)

Particulars	As at 31st March, 2024	As at 31st March, 2023
Audit Fees	25.00	25.00
Limited Review	7.50	6.50
Reimbursement of Expenses	1.85	1.50
Tax Audit Report	4.00	4.00
Certification	0.75	0.75

51. FAIR VALUE MEASUREMENT

The fair value of the financial assets and liabilities are included at the amount that would be received to sell an asset and paid to transfer a liability in an orderly transaction between market participants.

The following Methods and Assumptions were used to Estimate the Fair Values:

Trade receivables, cash and cash equivalents, other bank balances, short term loans, other current financial assets, current borrowings, trade payables and other current financial liabilities, : approximate their carrying amounts largely due to the short-term maturities of these instruments.

Investments traded in active markets are determined by reference to quotes from the financial institutions; for example: Net asset value (NAV) for investments in mutual funds declared by mutual fund house.

The fair values for loans, security deposits were calculated based on cash flows discounted using a current lending rate. They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs including counter party credit risk.

The fair values of non-current borrowings are based on discounted cash flows using a current borrowing rate. They are classified as level 3 fair values in the fair value hierarchy due to the use of unobservable inputs, including own credit risk.

The Company uses the following hierarchy for determining and disclosing the fair value of Financial instruments by Valuation Techniques.

The following is the basis for categorising the financial instruments measured at fair value into Level 1 to Level 3 :

Level 1: This level includes financial assets that are measured by reference to quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: This level includes financial assets and liabilities, measured using inputs other than quoted prices included within 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: This level includes financial assets and liabilities measured using inputs that are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)

Particulars	Rs. in Lakhs			
	As at 31st March, 2024			
	Carrying Amount	Level of input used in		
	Level 1	Level 2	Level 3	
Financial Assets				
At Amortised Cost				
Trade Receivable	10,318.23	-	-	10,318.23
Cash & cash Equivalents	552.32	-	-	552.32
Other Bank Balance	4,447.68	-	-	4,447.68
Loans	1,002.97	-	-	1,002.97
Other Financial Assets	4,643.42	-	-	4,643.42
At FVTPL				
Investments	0.01	0.01	-	-
Financial Liabilities				
At Amortised Cost				
Borrowings	48,386.54	-	-	48,386.54
Lease liabilities	396.65	-	-	396.65
Trade payables	14,038.22	-	-	14,038.22
Other financial liabilities	926.61	-	-	926.61
At FVTPL				
Other Financial Liabilities	395.54	-	395.54	-
Particulars	As at 31st March, 2023			
	Carrying Amount	Level of input used in		
		Level 1	Level 2	Level 3
Financial Assets				
At Amortised Cost				
Trade Receivable	8,452.38	-	-	8,452.38
Cash & Cash Equivalents	435.78	-	-	435.78
Other Bank Balance	2,385.02	-	-	2,385.02
Loans	1,117.68	-	-	1,117.68
Other Financial Assets	4,098.14	-	-	4,098.14
At FVTPL				
Investments	0.01	0.01	-	-
Financial Liabilities				
At Amortised Cost				
Borrowings	45,712.11	-	-	45,712.11
Lease Liability	489.85	-	-	489.85
Trade payables	9,183.92	-	-	9,183.92
Other financial liabilities	996.31	-	-	996.31
At FVTPL				
Other Financial Liabilities	402.84	-	402.84	-

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)

52. CAPITAL MANAGEMENT

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

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

Particulars	Rs. in Lakhs	
	As at 31st March, 2024	As at 31st March, 2023
Borrowings (long-term and short-term, including current maturities of long term borrowings) (Note 21 & 26)	48,386.54	45,712.11
Less: Cash and cash equivalents (Note 14)	552.32	435.78
Net Debt	47,834.22	45,276.33
Equity Share Capital	1,220.94	1,220.71
Other Equity	32,488.82	30,721.95
Total Capital	33,709.76	31,942.66
Capital and Net Debt	81,543.98	77,218.99
Gearing Ratio	58.66%	58.63%

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

No changes were made in the objectives, policies or processes for managing capital during the years ended 31st March, 2024 and 31st March, 2023.

53. FINANCIAL RISK MANAGEMENT

The Company's management monitors and manages the financial risks relating to the operations of the Company. These risks include credit risk, liquidity risk and market risk (including currency risk, interest rate risk and other price risk).

Credit Risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. To manage this, the Company periodically assesses financial reliability of customers and other counter parties, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of financial assets.

Financial instruments that are subject to concentrations of credit risk, principally consist of balance with banks, investments in debt instruments/bonds, trade receivables, loans and advances. None of the financial instruments of the Company result in material concentrations of credit risks.

The age analysis of trade receivables as of the balance sheet date have been considered from the due date and disclosed in below table.

Particulars	Rs. in Lakhs	
	As at 31st March, 2024	As at 31st March, 2023
Not Due	5,779.76	4,869.44
Less than 6 month	4,026.65	2,691.56
More than 6 month	511.82	891.38

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)

Liquidity Risk

The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

The surplus funds with the Company and operational cash flows will be sufficient to dispose the financial liabilities within the maturity period.

Maturity Profile of Financial Liabilities

Rs. in Lakhs

Particulars	As at 31st March, 2024			
	0-1 year	1-5 year	Beyond 5 year	Total
Borrowing (Including current maturity of long term borrowing)	39,576.20	8,810.34	-	48,386.54
Trade Payable	14,038.22	-	-	14,038.22
Lease Liabilities	110.06	264.58	22.01	396.65
Other Financial Liabilities	1,322.15			1,322.15

Particulars	As at 31st March, 2023			
	0-1 year	1-5 year	Beyond 5 year	Total
Borrowing (Including current maturity of Long Term borrowing)	32,453.56	11,474.37	1,784.18	45,712.11
Trade Payable	9,183.92	-	-	9,183.92
Lease Liabilities	95.16	356.27	38.42	489.85
Other Financial Liabilities	1,399.15			1,399.15

Market Risk

Market risk is the risk of any loss in future earnings, in realisable fair values or in future cash flows that may, result from a change in the price of a financial instrument. The Company's activities expose it primarily to the financial risks of changes in foreign currency exchange rates and interest rates risk/liquidity risk which impact returns on investments. Market risk exposures are measured using sensitivity analysis.

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 exposure to the risk of changes in market interest rates relates primarily to the debt obligations with floating interest rates. The Company manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings.

Exposure to Interest Rate Risk

Particulars	As at 31st March, 2024	As at 31st March, 2023
Total Borrowings	48,386.54	45,712.11
% of Borrowings out of above bearing variable rate of interest	94.56%	92.02%

Interest Rate Sensitivity

A change of 100 bps in interest rates would have following Impact on profit before tax

100 bp increase would decrease the profit before tax by	457.57	420.62
100 bp decrease would Increase the profit before tax by	457.57	420.62

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)

Foreign Currency Risk Management

The Company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows:

Rs. in Lakhs

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	Foreign Currency Monetary Assets	Foreign Currency Monetary Liabilities	Foreign Currency Monetary Assets	Foreign Currency Monetary Liabilities
USD	114.71	499.76	84.87	339.87
EURO	5.20	25.27	6.07	18.75
GBP	30.45	2.03	36.30	0.23
HKD	0.15	0.20	0.15	0.20

Foreign Currency Sensitivity

The following table details the Company's sensitivity to a 5% change in rupee value against the relevant foreign currencies, which is used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the period end.

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	5% Weakened	5% Strengthen	5% Weakened	5% Strengthen
Foreign Currency Monetary Assets				
USD	478.20	(478.20)	(348.86)	348.86
EURO	23.41	(23.41)	(27.15)	27.15
GBP	160.11	(160.11)	(184.52)	184.52
HKD	0.08	(0.08)	(0.08)	0.08
Foreign Currency Monetary Liabilities				
USD	(2,083.00)	2,083.00	1,398.24	(1,398.24)
EURO	(113.73)	113.73	83.96	(83.96)
GBP	(10.67)	10.67	1.18	(1.18)
HKD	(0.11)	0.11	0.10	(0.10)
Impact on Profit or Loss as at the end of reporting year	(1,545.71)	1,545.71	922.87	(922.87)

In management's opinion, the sensitivity analysis is unrepresentative of the inherent foreign exchange risk because the exposure at the end of the reporting period does not reflect the exposure during the year.

Disclosure Regarding Derivative Instruments.

The Company uses foreign currency forward contracts to hedge its risks associated with foreign currency fluctuations relating to accounts receivable. The use of foreign currency forward contracts is governed by the Company's strategy approved by the Board of Directors, which provide principles on the use of such forward contracts consistent with the Company's Risk Management Policy. The Company does not use forward contracts for speculative purposes.

The following are outstanding forward contracts.

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	Currency	Foreign Currency Lacs	Currency	Foreign Currency Lacs
Forwards Contracts	USD	73.29	USD	117.35
	EURO	64.59	EURO	87.74
	GBP	-	GBP	5.00

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)**Rs. in Lakhs****54. RATIOS**

Ratio	Numerator	Denominator	2023-24	2022-23	Variance	Reason
(a) Current Ratio,	Current Assets	Current Liabilities	1.38	1.54	-9.90%	
(b) Debt-Equity Ratio,	Total Debt	Shareholder's Equity	1.45	1.45	0.05%	
(c) Debt Service Coverage Ratio,	Earning Available for debt services	Debt Services Interest & Lease payment+Principal Repayments of long term borrowing	0.98	1.01	-2.57%	
(d) Return on Equity Ratio,	Net Profit for the year	Average Shareholders Equity	5.36%	5.19%	0.03%	
(e) Inventory turnover ratio,	Cost of Goods Sold	Average Inventory	0.64	0.76	-14.91%	
(f) Trade Receivables turnover ratio,	Net Credit Sales	Average Trade Receivables	6.78	7.88	-13.94%	
(g) Trade payables turnover ratio,	Net Credit Purchase	Average Trade Payables	4.48	6.20	-27.76%	*This is due to vendor grant excess credit period to company
(h) Net capital turnover ratio,	Net Sales	(Current assets-current liabilities)	3.08	2.84	8.59%	
(i) Net profit ratio,	Net Profit After Tax	Total Sales	2.66%	2.43%	0.09%	
(j) Return on Capital employed,	EBIT	(Tangible Net Worth + Total Debt + Deferred Tax Liability)	7.62%	7.18%	0.06%	

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)**55. RELATED PARTY DISCLOSURES AS PER IND AS 24****Rs. in Lakhs**

a) Name of Related Parties & Nature of Relationship:	Country	Ownership Interest
i) Subsidiary Companies :		
Bhartiya Global Marketing Ltd.	India	100%
J&J Leather Enterprises Ltd.	India	100%
Bhartiya International SEZ Ltd	India	88.95%
Bhartiya Fashion Retail Ltd.	India	100%
Bhartiya Urban Infrastructure Ltd.	India	100%
World Fashion Trade Ltd	Mauritius	100%
Ultima S.A.	Switzerland	100%
Ultima Italia SRL	Italy	100%
Design Industry Ltd.	Hongkong	100%
Design Industry China Ltd.	China	100%
ii) Associate parties :		
Bhartiya Urban Pvt. Ltd.	India	36.77%
Tada Mega Leather Cluster Pvt Ltd.	India	50%
iii) Executive Directors:		
Manoj Khattar		Whole-Time Director
iv) Non-Executive Directors		
Snehdeep Aggarwal		Director
Ramesh Bhatia		Director (resigned from 23.09.2022)
C.L. Handa		Independent Director (completed tenure as Director on 29.09.2022)
Sandeep Seth		Independent Director (completed tenure as Director on 29.09.2022)
Shashank		Independent Director (completed tenure as Director on 29.09.2022)
A. Sahasranaman		Independent Director (completed tenure as Director on 29.09.2022)
S. M. Swathi		Independent Director
Robert Burton Moore Jr		Director
Navkiran Singh Ghei		Independent Director (appointed from 11.08.2022)
Vivek Kapur		Independent Director (appointed from 11.08.2022)
Deepak Bhojwani		Independent Director (appointed from 11.08.2022)
v) Enterprises owned or significantly influenced by Executive Directors or their relatives :		
Itopia Management Services (India) Pvt. Ltd.		
Parushni Interior Designs Pvt. Ltd.		
vi) Trust		
Bhartiya International Limited Employees Group Gratuity Scheme		Post Employment Benefit Plan

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)

Particulars	Rs. in Lakhs	
	2023-24	2022-23
b) Transactions during the year with related parties :		
1. Sales		
Ultima S.A.	6.26	28.99
Design Industry Ltd.	1,963.12	345.00
J&J Leather Enterprises Ltd.	51.71	0.09
Bhartiya Urban Pvt. Ltd.	3.24	2.42
2. Other Income		
Ultima S.A.	57.79	82.12
Parushni Interior Designs Pvt. Ltd.	0.78	0.43
3. Purchase / Job Work		
Ultima Italia SRL	-	3.14
J & J Leather Enterprises Ltd.	1,501.99	1,352.39
Design Industry Ltd.	89.30	-
Design Industry China Ltd.	-	121.75
4. Commission Expenses		
Ultima S.A.	765.50	500.42
5. Salaries		
Manoj Khattar	91.42	81.35
6. Lease Rent / Rent Paid		
Bhartiya Global Marketing Ltd.	1.00	1.00
J & J Leather Enterprises Ltd.	24.00	24.00
7. Lease Rent Received		
Bhartiya Urban Pvt. Ltd.	187.48	187.48
Parushni Interior Designs Pvt. Ltd.	18.00	18.00
8. Service Charges Paid		
Bhartiya International Sez Ltd.	51.55	47.55
Bhartiya Fashion Retail Ltd.	-	6.00
9. Other Expenses		
Itopia Management Services (India) Pvt. Ltd.	0.06	0.23

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)**Rs. in Lakhs**

Particulars	2023-24	2022-23
10. Legal and Professional Fees		
Itopia Management Services (India) Pvt. Ltd.	0.60	3.50
Robert Burton Moore Jr.	104.81	102.19
Snehdeep Aggarwal	9.00	9.00
J & J Leather Enterprises Ltd.	240.00	240.00
10. Purchase of fixed assets		
Parushni Interior Designs Pvt. Ltd.	-	1.15
11. Sitting Fee		
Ramesh Bhatia	-	0.11
C.L. Handa	-	0.56
Sandeep Seth	-	0.56
Shashank	-	1.11
A. Sahasranaman	-	0.56
S. M. Swati	2.22	2.14
Navkiran Singh Ghei	2.22	1.50
Deepak Bhojwani	0.83	0.83
Vivek Kapur	2.22	1.22
c) Balances Outstanding at the year end:		
1. Advance Paid		
Ultima S.A.	11.50	11.50
2. Advance with suppliers		
J & J Leather Enterprises Ltd.	802.59	987.91
Bhartiya International SEZ Ltd.	84.04	59.27
3. Trade Receivable		
Design Industry Ltd.	1,615.66	304.59
Ultima S.A.	271.11	241.11
Bhartiya Urban Pvt. Ltd.	6.61	2.79
Parushni Interior Designs Pvt. Ltd	24.36	-

NOTES TO THE STANDALONE FINANCIAL STATEMENTS (CONTD.)

Particulars	Rs. in Lakhs	
	2023-24	2022-23
4. Security Deposit (Paid)		
Bhartiya Global Marketing Ltd.	5.00	5.00
5. Trade Payables		
Ultima Italia SRL	446.82	855.57
Design Industry China Ltd.	0.94	25.85
Parushni Interior Designs Pvt. Ltd.	-	0.15
Ultima S.A.	522.27	500.42
6. Expenses/Others Payables		
Snehdeep Aggarwal	0.68	0.68
7. Security Deposit (Received)		
Bhartiya Urban Pvt. Ltd.	159.79	159.79
Parushni Interior Designs Pvt. Ltd	1.50	1.50
8. Standby Letter of Credit (SBLC) Issued by Company Bankers		
Ultima S.A.	6,133.80	6,078.14
9. Corporate Guarantee given by Company		
World Fashion Trade Ltd., Ultima Italia SRL and Ultima S.A.	135.05	134.33

As per our report of even date attached
For SUSHIL PODDAR & CO.
 Chartered Accountants
 Firm Reg. No. 014969N

For and on behalf of the Board

S.K. Poddar
 Partner
 Mem. No. 094479

Yogesh Kumar Gautam
 Company Secretary

Raj Kumar Chawla
 Chief Financial Officer

Manoj Khattar
 Whole-Time Director
 DIN: 00694981

Vivek Kapur
 Director
 DIN: 09678378

Gurugram, 29th May, 2024

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"Pursuant to Proviso to Sub-Section 3 of Section 129 with Rule 5 of Companies (Accounts) Rules, 2014 Statement containing salient features of Financial Statement of Subsidiaries/Associates Companies/Joint Ventures

PART-A: SUBSIDIARIES

Name of Subsidiary	Financial Year Ended	Reporting Currency	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities (excluding Share capital & Reserves & Surplus)	Investments	Turnover	Profit / Loss before Taxation	Provision for Taxation	Profit / Loss after Taxation	% of Share holding
Bhartiya Global Marketing Ltd.	31st March, 2024	INR (lacs)	499.90	(114.52)	392.37	6.99	322.68	-	(2.60)	8.05	(10.65)	100.00
J&J Leather Enterprises Ltd.	31st March, 2024	INR (lacs)	207.50	254.54	1738.06	1276.02	35.00	1799.98	(20.07)	(4.24)	(15.83)	100.00
Bhartiya International SEZ Ltd.	31st March, 2024	INR (lacs)	1356.92	(136.52)	1320.40	100.00	-	51.55	(22.76)	-	(22.76)	88.95
Bhartiya Urban Infrastructure Ltd.	31st March, 2024	INR (lacs)	5.00	(2.46)	2.59	0.05	-	-	(0.30)	-	(0.30)	100.00
Bhartiya Fashion Retail Ltd.	31st March, 2024	INR (lacs)	50.00	(40.93)	9.72	0.65	-	-	0.001	0.23	(0.23)	100.00
Ultima S. A	31st March, 2024	CHF	1000000.00	3535897.42	12144275.94	7608378.52	2480930.00	6712305.53	(777445.87)	21712.54	(799158.41)	100.00
Design Industry Ltd.	31st March, 2024	HK\$	1000000.00	28333071	54871912	26438841	-	63739809	988409	-	983409	100.00
Design Industry China Ltd.,	31st March, 2024	RMB/Yuan	2000000.00	93767.78	1279533.99	985766.21	-	4173596.57	(265691.16)	11958.53	(277649.69)	100.00
Ultima Italia SRL	31st March, 2024	EURO	2000000.00	22978.00	2693354.00	670376.00	-	3096594.00	24603.00	22133.00	2470.00	100.00
World Fashion Trade Ltd.	31st March, 2024	HK\$	5480570.00	(5623475.00)	31685.00	174590.00	-	156206.00	13318.00	-	13318.00	100.00

	CHF	HK\$	Euro	RMB Yuan
Exchange rate for Balance Sheet items (except shares capital figures which are stated at invested value)	90.08	10.65	90.02	11.54
Exchange rate for Profit and Loss	93.46	10.58	89.55	11.57

PART-B:ASSOCIATES AND JOINT VENTURES

Statement pursuant to section 129(3) of the Companies Act, 2013 related to Associate Companies and Joint Venture

(Rs. in Lakhs)

Name Of Associates and Joint Ventures	Last Audited Balance Sheet Date	Share of Associate/Joint Venture held by the company as on year end		Description of Significant Influence	Reason why the associate/joint venture is not consolidated	Net worth attributable to Shareholding as per latest audited Balance sheet	Profit/Loss for the Year	
		No.	Amount of Investment in Associate/Joint venture				Extent of Holding	Considered in Consolidation
Bhartiya Urban Private Limited	31 st March, 2024	34393260	3999.60	36.77%	Voiting Power	2,132.25	(1153.05)	-
Tada Mega Leather Clustrer Pvt. Ltd.	31 st March, 2024	5000	0.05	50.00%	Voiting Power	(1.75)	-	-

INDEPENDENT AUDITOR'S REPORT

To the Members of Bhartiya Global Marketing Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Bhartiya Global Marketing Limited ('the Company'), which comprise the Balance Sheet as at 31st March, 2024, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flow for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2024, its Loss 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 specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, but does not include the financial statement and our auditor's report there on.

Our opinion on the financial statement does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the financial statement our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statement or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those charged with Governance for the Standalone Financial Statements

The Company's Board of Directors and the Management is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance, statement of 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 the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibility

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

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

- Identify and assess the risks of material misstatement of the financial statement, 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 system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statement 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 financial statement, including the disclosures, and whether the financial statement represent the underlying transactions and events in a manner that achieves fair presentation.

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

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 the internal control that we identify during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statement 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 sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the order.
2. As required by Section 143 (3) of the Act, based on our audit we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

- (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income, the Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
- (e) On the basis of the written representations received from the directors as on 31st March, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B".
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, we report that in our opinion and to the best of our information and according to the explanations given to us, the company has not paid/provided for managerial remuneration.
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i) The Company does not have any pending litigations which would impact its financial position;
 - ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv)
 - a) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - b) The Management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Parties or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material mis-statement.
 - v) The company has not declared or paid dividend during the year.
 - vi) Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated during the year for all relevant transactions recorded in that software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the company as per the statutory requirements for record retention.

for SUSHIL PODDAR & CO.

Chartered Accountants

Firm's Registration No. 014969N

S.K. PODDAR

Partner

Mem. No. 094479

UDIN: 24094479BKBKZ1683

New Delhi, 28th May, 2024

ANNEXURE - A TO THE AUDITORS' REPORT

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

- I
 - (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
 - (B) The Company does not have any Intangible Assets and hence reporting under clause 3(i)(a)(B) of the Order is not applicable.
 - (b) According to the information and explanations given to us and the records of the company examined by us, the property, plant and equipment have been physically verified by the management in a periodical manner, which in our opinion is reasonable, having regard to the size of the Company and the nature of its business. No discrepancies were noticed on such physical verification.
 - (c) Based upon the audit procedure performed and according to the records of the Company, the title deeds of all the immovable properties 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 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 there under.
- II
 - (a) The inventory has been physically verified by the management during the year. 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 not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of the security of current assets at any point of time during the year. Accordingly, clause 3(ii)(b) of the Order is not applicable to 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 made any investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnerships or any other parties during the year. Accordingly, provisions of clauses 3(iii)(a) to 3(iii)(f) of the Order are not applicable to the Company.
- 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 complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.
- V The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.
- VI According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act for the business activities carried out by the company. Accordingly, clause 3(vi) of the Order is not applicable.
- VII
 - (a) In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.
 - (b) There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues in arrears as at March 31st, 2024 for a period of more than six months from the date they became payable.

- (c) According to the information and explanations given to us, there are no statutory dues relating to Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues, which have not been deposited with the appropriate authorities on account of any dispute.
- VIII There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- IX (a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause 3(ix)(a) of the Order is not applicable.
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
- (d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- (e) According to the information and explanations given to us and on an overall examination of the 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 subsidiaries, as defined in the Act. The Company does not hold any investment in any joint venture or associates (as defined in the Act) during the year ended 31 March 2024.
- (f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.
- X (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- XI (a) No fraud by the Company or on the company has been noticed or reported during the year.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- (c) There were no whistle blower complaints received by the company during the year.
- XII The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable
- XIII In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards
- XIV Based on the information and explanations provided to us, the Company does not have an Internal Audit system and is not required to have an internal audit system as per Section 138 of the Companies Act, 2013.
- XV In our opinion, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- XVI (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable
- (d) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- XVII The Company has incurred cash loss of Rs. 10.65/- lacs during the financial year covered by our audit and Rs. 0.25/- lacs during 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 to the Company.
- XIX On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on 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 indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- XX The requirements as stipulated by the provisions of Section 135 of the Act are not applicable to the Company. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

for SUSHIL PODDAR & CO.

Chartered Accountants

Firm's Registration No. 014969N

S.K. PODDAR

Partner

Mem. No. 094479

UDIN: 24094479BKBJKZ1683

New Delhi, 28th May, 2024

ANNEXURE - B TO THE AUDITORS' REPORT

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

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

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

for SUSHIL PODDAR & CO.

Chartered Accountants

Firm's Registration No. 014969N

S.K. PODDAR

Partner

Mem. No. 094479

UDIN: 24094479BKBJKZ1683

New Delhi, 28th May, 2024

BALANCE SHEET AS AT 31ST MARCH, 2024

Rs. in Lakhs

Particulars	Note No.	As at 31st March, 2024	As at 31st March, 2023
I Assets			
1 Non - Current Assets			
(a) Property, Plant and Equipment	2	1.31	1.31
(b) Investment property	3	4.93	4.93
(c) Investments in subsidiaries, associate, and joint venture	4	322.68	322.68
(d) Financial Assets			
(i) Other financial assets	5	0.39	0.39
(e) Deferred tax assets (net)		13.17	21.22
2 Current Assets			
(a) Financial Assets			
(i) Cash and cash equivalents	6	34.43	37.28
(ii) Loans	7	0.42	0.26
(b) Current Tax assets (Net)		0.69	0.69
(c) Trade Receivable		-	
(d) Other Current Assets	8	14.35	14.35
Total Assets		<u>392.37</u>	<u>403.11</u>
II Equity And Liabilities			
1 Equity			
(a) Equity Share Capital	9	499.90	499.90
(b) Other Equity	10	(114.52)	(103.87)
2 Liabilities			
Non - Current Liabilities			
(a) Financial Liabilities			
(i) Other Financial Liabilities	11	0.26	0.24
(b) Other non-current liability	12	4.71	4.73
3 Current Liabilities			
(a) Financial Liabilities			
(i) Other Financial Liabilities	13	1.56	1.68
(b) Provisions	14	0.44	0.41
(c) Other Current Liabilities	15	0.02	0.02
Total of Equity and Liabilities		<u>392.37</u>	<u>403.11</u>

Material accounting policies

The accompanying notes are an integral part of the financial statements

As per our report of even date attached

SUSHIL PODDAR & CO.

Chartered Accountants

Firm Registration No. 014969N

For and on behalf of the Board**S. K. Poddar**

Partner

Mem. No. 094479

New Delhi, 28th May, 2024

Manoj Khattar

Director

DIN: 00694981

Vinod Kumar Sandal

Director

DIN: 09792105

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

Rs. in Lakhs

Particulars	Note No.	Year Ended 31st March, 2024	Year Ended 31st March, 2023
Income:			
Revenue from Operations	16	-	1.71
Other Income	17	8.14	8.11
Total Income		<u>8.14</u>	<u>9.82</u>
Expenses			
Change in Inventories of Finished Goods	18	-	1.52
Employee Benefits Expense	19	7.47	6.53
Other Expenses	20	3.27	2.02
Total Expenses		<u>10.74</u>	<u>10.07</u>
Profit/ (Loss) before Tax		(2.60)	(0.25)
Tax expenses			
i Current Tax		-	-
ii Deferred Tax		8.05	-
Profit / (Loss) for the year		<u>(10.65)</u>	<u>(0.25)</u>
Other Comprehensive Income			
Items that will not be Reclassified to profit or Loss			
Remeasurements of the defined benefit plans		-	-
Income tax relating to above items		-	-
Total Comprehensive Income for the Year		<u>(10.65)</u>	<u>(0.25)</u>
Earnings per equity share of face value			
Basic (in Rupees)		(0.21)	(0.01)
Diluted (in Rupees)		(0.21)	(0.01)
Material Accounting Policies	1		
The accompanying notes are an integral part of the financial statements			

As per our report of even date attached

SUSHIL PODDAR & CO.

Chartered Accountants

Firm Registration No. 014969N

For and on behalf of the Board**S. K. Poddar**

Partner

Mem. No. 094479

New Delhi, 28th May, 2024

Manoj Khattar

Director

DIN: 00694981

Vinod Kumar Sandal

Director

DIN: 09792105

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

		Rs. in Lakhs	
Particulars	Note No.	Equity Capital (Rs)	
a) Equity Share Capital	9		
Balance as at 31st March, 2022		499.90	
Change in equity share capital during the year 2022-23		-	
Balance as at 31st March, 2023		499.90	
Change in equity share capital during the year 2023-24		-	
Balance as at 31st March, 2024		499.90	
<hr/>			
Particulars	Note No.	Retained Earning (Rs)	
b) Other Equity	10		
Balance as at 31st March, 2022		(103.62)	
Profit/(Loss) for the Year 2022-23		(0.25)	
Other Comprehensive income for the year		-	
Balance as at 31st March, 2023		(103.87)	
Profit/(Loss) for the Year 2023-24		(10.65)	
Other Comprehensive income for the year		-	
Balance as at 31st March, 2024		(114.52)	

Material Accounting Policies

The accompanying notes are an integral part of the financial statements

As per our report of even date attached

SUSHIL PODDAR & CO.

Chartered Accountants

Firm Registration No. 014969N

For and on behalf of the Board

S. K. Poddar

Partner

Mem. No. 094479

New Delhi, 28th May, 2024

Manoj Khattar

Director

DIN: 00694981

Vinod Kumar Sandal

Director

DIN: 09792105

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

Rs. in Lakhs

Particulars	Year Ended 31st March, 2024	Year Ended 31st March, 2023
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit/(Loss) before tax and exception items	(2.60)	(0.25)
Adjusted for:		
Rental income	(1.00)	(1.00)
Operating profit before working capital changes	(3.60)	(1.25)
Movements in working capital:		
Increase/ (decrease) in other financial liabilities	(0.12)	(0.12)
Increase/ (decrease) in provisions	0.03	(0.17)
Decrease/ (increase) in inventories	-	1.52
Decrease/ (increase) in current loans	(0.16)	(0.26)
Cash generated from operations	(3.85)	(0.28)
Income tax paid (Net)	-	(0.35)
Net cash (used in)/ generated from operating activities - (A)	(3.85)	0.07
B. CASH FLOW FROM INVESTMENT ACTIVITIES		
Rental Income	1.00	1.00
Net cash from/ (used in) investing activities - (B)	1.00	1.00
C. CASH FLOW FROM FINANCING ACTIVITIES		
Net cash from/ (used in) financing activities - (C)	-	-
Net Increase/(Decrease) in Cash & Cash Equivalent (A+B+C)	(2.85)	1.07
Cash and Cash Equivalents - Opening Balance	37.28	36.21
Cash and Cash Equivalents - Closing Balance	34.43	37.28

Note: The above statement of cash flows has been prepared under the Indirect Method as set out in IND AS 7 Statement of cash Flows.

As per our report of even date attached

SUSHIL PODDAR & CO.

Chartered Accountants

Firm Registration No. 014969N

For and on behalf of the Board

S. K. Poddar

Partner

Mem. No. 094479

New Delhi, 28th May, 2024

Manoj Khattar

Director

DIN: 00694981

Vinod Kumar Sandal

Director

DIN: 09792105

NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2024

1.1 CORPORATE INFORMATION

Bhartiya Global Marketing Limited ('the Company'), promoted by Bhartiya International Limited is a public limited company with domiciled in India and incorporated under the provisions of the Companies Act applicable in India. The Company has its registered office at New Delhi .The Company is in the business of trading of leather & textile products.

1.2 BASIS OF PREPARATION

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

The financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the financial statements. All assets and liabilities have been classified as current or non current as per the Company's normal operating cycle and other criteria as set out in Division II Ind AS Schedule III to the Companies Act, 2013.

These financial statements are prepared under the historical cost convention unless otherwise indicated.

1.3 MATERIAL ACCOUNTING POLICIES

a) Property, Plant and Equipment

Freehold land is carried at cost. All other items of property, plant and equipment and Capital work in progress (including Pre-operative expenses) are measured at cost less accumulated depreciation and impairment losses, if any. Cost includes expenditures directly attributable to the acquisition of the asset. General and specific borrowing costs directly attributable to the construction of a qualifying asset are capitalized as part of the cost.

Depreciation is provided on straight-line method over estimated economic useful lives of its property, plant and equipment generally in accordance with that provided in the Schedule II to the Companies Act 2013.

b) Investment Properties

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the Company, is classified as investment property. Investment property is measured at its cost, including related transaction costs and applicable borrowing costs less depreciation and impairment if any.

Depreciation is charged on a pro-rata basis at the straight-line method over estimated economic useful lives of building generally in accordance with that provided in the Schedule II of the Companies Act.

c) Investment In Subsidiaries

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

d) Inventories

Raw materials and consumables have been valued at lower of cost or net realisable value after providing for obsolescence. Cost comprise of cost of purchase and other cost incurred in bringing the inventories to their present location and condition. Cost is determined on FIFO basis. Cost of finished goods and work-in- progress include all costs of purchases, conversion costs and other costs incurred in bringing the inventories to their present location and condition. The net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and estimated costs necessary to make the sale.

e) Cash & Cash Equivalents

The Company's cash and cash equivalents consist of cash on hand and in banks and demand deposits with banks, which can be withdrawn at any time, without prior notice or penalty on the principal.

f) Revenue Recognition

Revenue from contract with customers is recognised when the company satisfies performance obligation by transferring promised goods and services to the customers. Performance obligations are satisfied at the point of time when the customer obtain control of asset.

Revenue is measured based on transaction price, which is the fair value of the consideration received or receivable, stated net of discount, returns and taxes. transaction price is recognised based on the price specified in the contract, net of discount.

NOTES (CONTD.)**Revenue from Services**

Revenue from Services is recognised in accounting period in which services are rendered.

g) Interest Income

Interest income on fixed deposits with banks is recognized/accounted on accrual basis.

Rental Income is recognised on accrual basis.

h) Income Tax

Income tax comprises current and deferred tax. Income tax expense is recognized in the statement of profit and loss except to the extent it relates to items directly recognized in other comprehensive income.

Current Tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit before tax as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred Tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised.

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

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

i) Employee Benefits**Defined Contribution Plan**

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognizes contribution payable to the provident fund scheme as expenditure, when an employee renders the related service.

Defined Benefit Plan

Gratuity is a defined benefit obligation. The Company accounts for the gratuity liability, based upon the actuarial valuation performed in accordance with the Projected Unit Credit method carried out at the year end, by an independent actuary.

j) Foreign Currency Translation

The Company's financial statements are presented in Indian currency, which is also the company's functional currency.

Transactions and Balances

Transactions in foreign currencies are initially recorded in functional currency spot rates at the date the transaction first qualifies for recognition.

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

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

NOTES (CONTD.)**k) Provision and Contingent Liabilities**

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Contingent Liabilities are disclosed in respect of possible obligations that arise from past events but their existence will be confirmed by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Company or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made.

l) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial Assets

These include trade receivables, cash and cash equivalents, other bank balances, fixed deposits with Banks, other financial assets and investments.

Financial assets are recognised when the Company becomes a party to the contractual provisions of the instrument.

On initial recognition, a financial asset is recognised at fair value, in case of Financial assets which are recognised at fair value through profit and loss (FVTPL), its transaction cost are recognised in the statement of profit and loss. In other cases, the transaction cost are attributed to the acquisition value of the financial asset.

Financial assets are subsequently classified as measured at

- amortised cost
- fair value through profit and loss (FVTPL)
- fair value through other comprehensive income (FVOCI).

Derecognition

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the contractual rights to receive the cash flows from the asset.

Financial Liabilities**Initial Recognition and Measurement**

These include trade and other payables, loans and borrowings including Bank OD.

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss.

Subsequent Measurement

Financial liabilities are subsequently measured at amortised cost using the EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

Loans and Borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation 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 amortisation is included as finance costs in the statement of profit and loss.

Derecognition

A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expires.

NOTES (CONTD.)

2. PROPERTY, PLANT AND EQUIPMENT

Rs. in Lakhs

Particulars	Furniture and Fixtures	Vehicles	Office Equipment	Computer Equipment	Total
Gross Carrying Amount					
Cost as at 31st March, 2022	0.81	0.14	0.25	0.21	1.41
Addition	-	-	-	-	-
Disposal	-	-	-	-	-
Cost as at 31st March, 2023	0.81	0.14	0.25	0.21	1.41
Addition	-	-	-	-	-
Disposal	-	-	-	-	-
Cost as at 31st March, 2024	0.81	0.14	0.25	0.21	1.41
Accumulated Depreciation					
Balance as at 31st March, 2022	-	0.01	0.09	-	0.10
Addition	-	-	-	-	-
Disposal	-	-	-	-	-
Balance as at 31st March, 2023	-	0.01	0.09	-	0.10
Addition	-	-	-	-	-
Disposal	-	-	-	-	-
Balance as at 31st March, 2024	-	0.01	0.09	-	0.10
Net Carrying Amount					
Balance as at 31st March, 2023	0.81	0.13	0.16	0.21	1.31
Balance as at 31st March, 2024	0.81	0.13	0.16	0.21	1.31

NOTES (CONTD.)

3. INVESTMENT PROPERTY	Rs. in Lakhs
Particulars	Land
Gross Carrying Amount	
Cost as at 31st March, 2022	4.93
Addition	-
Disposal	-
Cost as at 31st March, 2023	<u>4.93</u>
Addition	-
Disposal	-
Cost as at 31st March, 2024	<u>4.93</u>
Accumulated Depreciation	
Balance as at 31st March, 2022	-
Addition	-
Disposal	-
Balance as at 31st March, 2023	-
Addition	-
Disposal	-
Balance as at 31st March, 2024	-
Net Carrying Amount	
Balance as at 31st March, 2023	4.93
Balance as at 31st March, 2024	4.93
Fair Value *	
As at 31st March, 2023	738.15
As at 31st March, 2024	465.35

3.1

Particulars	Year Ended 31st March, 2024	Year Ended 31st March, 2023
Rental income derived from investment properties	1.00	1.00
Direct operating expenses (including repairs and maintenance) generating rental income	-	-
Income arising from Investment Properties before Depreciation	1.00	1.00
Depreciation	-	-
Income from Investment Properties (Net)	1.00	1.00

3.2 Estimation of Fair Value

The fair valuation is based on current prices in the active market for similar properties. The main inputs used are quantum, area, location, demand, restrictive entry to the complex and trend of fair market rent in village/city area.

This valuation is based on valuations performed by an accredited independent valuer on Fair valuation is based on replacement cost method. The fair value measurement is categorised in level 2 fair value hierarchy.

NOTES (CONTD.)

4. INVESTMENT IN SUBSIDIARIES AND ASSOCIATE	Rs. in Lakhs	
Particulars	As on 31st March, 2024	As on 31st March, 2023
A INVESTMENTS IN SUBSIDIARIES		
i. Equity Instrument at Cost (Unquoted)		
1. Investment in J & J Leather Enterprises Ltd, 207,500 Equity Shares (Previous Year 2,07,500 shares) of Rs.100/- each, fully paid.	322.68	322.68
	<u>322.68</u>	<u>322.68</u>
Aggregate amount of unquoted Investments before impairment	322.68	322.68
Less: Provision for diminution in value of investment	-	-
Aggregate amount of unquoted Investments after impairment	322.68	322.68
5. NON-CURRENT FINANCIAL ASSETS		
(Unsecured & Considered Good)		
(a) Security and Other Deposits	0.39	0.39
TOTAL	<u>0.39</u>	<u>0.39</u>
6. CASH AND CASH EQUIVALENTS		
a) Balances with Banks		
In current accounts	12.01	14.35
In term deposit	21.97	20.97
b) Cash on Hand	0.45	1.96
TOTAL	<u>34.43</u>	<u>37.28</u>
7. CURRENT LOAN		
(Unsecured & Considered Good)		
(a) Loan to Employee	0.42	0.26
TOTAL	<u>0.42</u>	<u>0.26</u>
8. OTHER CURRENT ASSETS		
a) Mat Credit Entitlement	14.35	14.35
TOTAL	<u>14.35</u>	<u>14.35</u>

NOTES (CONTD.)**9. SHARE CAPITAL** **Rs. in Lakhs**

Particulars	As on 31st March, 2024	As on 31st March, 2023
Authorised Share Capital		
a) 50,00,000 (Previous Year 50,00,000) Equity Shares of Rs.10/- each.	500.00	500.00
	<u>500.00</u>	<u>500.00</u>
Issued, Subscribed & Paid up :		
a) 49,99,020 (Previous Year 49,99,020) Equity Shares of Rs.10/- each, Fully Paid Up.	499.90	499.90
TOTAL	<u>499.90</u>	<u>499.90</u>

9.1 Reconciliation of the number of shares outstanding is set out below: **Rs. in Lakhs**

Particulars	As at 31st March, 2024 No. of Shares	As at 31st March, 2024 Amount (Rs.)	As at 31st March, 2023 No. of Shares	As at 31st March, 2023 Amount (Rs.)
Shares outstanding at the beginning of the year	49,99,020	499.90	49,99,020	499.90
Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	49,99,020	499.90	49,99,020	499.90

9.2 The details of Shareholders holding more than 5%

Promoters Group	As at 31st March, 2024 No. of Shares	As at 31st March, 2024 % of Holding	As at 31st March, 2023 No. of Shares	As at 31st March, 2023 % of Holding
(a) Bhartiya International Ltd.	49,99,020	100	49,99,020	100

9.3 Shares held by holding company and subsidiaries of holding company in aggregate:

Particulars	As at 31st March, 2024 No. of Shares	As at 31st March, 2023 No. of Shares
(a) Shares held by holding company, Bhartiya International Ltd.	49,99,020	49,99,020

9.4 The Company has only one class of equity shares having a par values of Rs. 10/- per share. Each holder of equity share is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company in proportion of the number of equity share held by the shareholders.

9.5 Shares held by promoter as at 31st March, 2024:

Promoter Name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares	% Change during the year
Bhartiya International Ltd.	49,99,020	-	49,99,020	100	-

NOTES (CONTD.)

10. OTHER EQUITY	Rs. in Lakhs	
Particulars	Retained Earning	Total
Balance as at 31st March, 2022	(103.62)	(103.62)
Profit for the year	(0.25)	(0.25)
Other comprehensive income for the year	-	-
Balance as at 31st March, 2023	(103.87)	(103.87)
Profit for the year	(10.65)	(10.65)
Other comprehensive income for the quarter ended	-	-
Balance as at 31st March, 2024	(114.52)	(114.52)
11. OTHER NON-CURRENT FINANCIAL LIABILITIES		
(a) Security Deposit with Related Parties	0.26	0.24
TOTAL	<u>0.26</u>	<u>0.24</u>
12. OTHER NON-CURRENT LIABILITIES		
(a) Advance Lease Rent	4.71	4.73
TOTAL	<u>4.71</u>	<u>4.73</u>
13. OTHER CURRENT FINANCIAL LIABILITIES		
(a) Due to Employee	0.51	0.48
(b) Expenses Payable	0.49	0.46
(c) Statutory Dues Payable	0.56	0.74
TOTAL	<u>1.56</u>	<u>1.68</u>
14. PROVISIONS		
(a) Provision for Employees Benefits	0.44	0.41
TOTAL	<u>0.44</u>	<u>0.41</u>
15. OTHER CURRENT LIABILITIES		
(a) Advance Lease Rent	0.02	0.02
TOTAL	<u>0.02</u>	<u>0.02</u>

NOTES (CONTD.)

16. REVENUE FROM OPERATIONS	Rs. in Lakhs	
Particulars	Year Ended 31st March, 2024	Year Ended 31st March, 2023
Sales of products		
(a) Sales	-	1.71
TOTAL	-	<u>1.71</u>
17. OTHER INCOME		
(a) Interest on		
- Income tax Refund	0.03	0.06
- Bank Deposit	1.11	1.05
(b) Rental Income	1.00	1.00
(c) Services Charges	6.00	6.00
TOTAL	<u>8.14</u>	<u>8.11</u>
18. CHANGE IN INVENTORIES OF FINISHED GOODS		
(a) Opening Stock	-	1.52
(b) Closing Stock	-	-
Decrease/(Increase)	<u>-</u>	<u>1.52</u>
19. EMPLOYEE BENEFIT EXPENSES		
(a) Salary & Allowances	7.01	6.13
(b) Contribution to Provident & Other Fund	0.46	0.40
TOTAL	<u>7.47</u>	<u>6.53</u>
20. OTHER EXPENSES		
(a) Professional Charges	0.15	0.15
(b) Power & Fuel	1.67	0.96
(c) Bank Charges	0.80	0.01
(d) Auditors Remuneration	0.40	0.40
(e) Rates & Taxes	0.25	0.09
(f) Conveyance Expenses	-	0.30
(g) Fee & Subscription	-	0.11
TOTAL	<u>3.27</u>	<u>2.02</u>

NOTES (CONTD.)

Particulars	Rs. in Lakhs	
	Year Ended 31st March, 2024	Year Ended 31st March, 2023
21. TAX EXPENSES		
I) Current Tax		
(a) Current Tax on taxable income for the year	-	-
II) Deferred Tax		
(a) Related to Carry forward losses	8.05	-
	<u>8.05</u>	-
Effective Income Tax Rate	-309.62%	0.00%

21.1 A reconciliation of the income tax expenses to the amount computed by applying the statutory income tax rate to the profit before income taxes is summarized below:

Accounting profit before tax	(2.60)	(0.25)
Statutory income tax rate	26.00%	26.00%
Computed tax expenses	(0.68)	(0.07)
Tax in respect of earlier years	8.05	
Due to change in tax rate	-	-
Permantant tax differnce	0.68	0.07
Income tax charge to statement of profit and loss account	<u>8.05</u>	<u>0.00</u>

21.2 Deferred Tax Assets /(Liability)

Opening balance	21.22	21.22
Add: Carry forward losses for current year	(8.05)	-
Closing balance	<u>13.17</u>	<u>21.22</u>

22.1 CONTINGENT LIABILITIES: NIL

22.2 Investment include 600 equity shares of the value of Rs. 72,120/- in M/s J & J Leather Enterprises Ltd. held in the name of six nominees of the company.

NOTES (CONTD.)

22.3 Related Party Disclosures as per Ind AS 24 :-

Rs. in Lakhs

Particulars			
i)	Holding Company: Bhartiya International Ltd		
ii)	Subsidiary Companies : J&J Leather Enterprises Ltd.		
iii)	Key Management Personnel: <i>Directors</i> Manoj Khattar Jaspal Sethi Ashok Kumar Gadhok		
iv)	Transactions during the year with related parties		
	Particulars	2023-24	2022-23
	1 Lease Rent Received		
	Bhartiya International Ltd	1.00	1.00
	2 Consultancy Received		
	J & J Leather Enterprises Ltd	6.00	6.00
vi)	Balances Outstanding at the year end:	2023-24	2022-23
	1 Security Deposit Received		
	Bhartiya International Ltd	5.00	5.00

22.4 Earning Per Share (EPS)

Rs. in Lakhs

Particulars	Year Ended 31st March, 2024	Year Ended 31st March, 2023
a) Net Profit/(loss) for the year	(10.65)	(0.25)
b) Weighted Average Shares Outstanding during the year	49,99,020	49,99,020
c) Basic/Diluted earnings per share	(0.21)	(0.01)

23.5 Auditor's Remuneration

Audit Fees	0.40	0.40
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NOTES (CONTD.)**22.6 Employee Benefits Plans**

The details of various employee benefits provided to employees are as under:

a) Defined Contribution Plans **Rs. in Lakhs**

Particulars	Year Ended 31st March, 2024	Year Ended 31st March, 2023
Details of amount recognised as expense for defined contribution plans is given below:		
a) Provident Fund*	0.46	0.40

b) Defined benefit Plans

The Defined benefit plan of the Company includes entitlement of gratuity for each year of service until the retirement age.

i) The principal assumptions used for the purposes of the actuarial valuations were as follows:

Principal Assumptions	As at 31st March, 2024	As at 31st March, 2023
Discount rate	7.20%	7.30%
Salary increase rate	5.00%	5.00%
In service mortality	IALM (2012-14)	IALM (2012-14)

ii) Amounts recognised in statement of profit and loss in respect of these defined benefit plans are as follows:

Particulars	For the Year Ended 31st March, 2024	For the Year Ended 31st March, 2023
Current Services Cost	0.13	0.10
Net Interest Expenses	0.12	0.09
Components of defined benefit costs recognised in profit or Loss	<u>0.25</u>	<u>0.19</u>
Remeasurement on the net defined benefit liability:	-	-
Actuarial (gains)/ losses on obligation for the year	0.10	0.27
Net(Income)/Expenses for the year ended recognized in OCI	<u>0.10</u>	<u>0.27</u>

iii) The amount included in the balance sheet arising from the entity's obligation in respect of its defined

Present Value of defined benefit obligation	2.06	1.71
Fair Value of Plan Asset	3.56	3.56
Net Liability/(Asset) arising from defined benefit obligation	<u>(1.50)</u>	<u>(1.85)</u>

iv) Movements in the present value of the defined benefit obligation are as follows:

Opening defined obligation	1.71	1.25
Current Service Cost	0.13	0.10
Interest Cost	0.12	0.09
Actuarial (gains)/ losses	0.10	0.27
Closing defined benefit obligation	<u>2.06</u>	<u>1.71</u>

v) Movements in the fair value of the plan assets are as follows:

Opening fair Value of Plan assets *	3.56	3.56
Return on plan assets excluding interest income	-	-
Closing Fair Value of Plan Assets	<u>3.56</u>	<u>3.56</u>

NOTES (CONTD.)

Particulars	Rs. in Lakhs	
	Gratuity	
	For the Year Ended 31st March, 2024	For the Year Ended 31st March, 2023
Investment	75.39%	75.39%

Sensitivity Analysis

A quantitative sensitivity analysis for significant assumptions as at 31st March, 2024 is as follows:

Particulars	Increase effect	Decrease effect
Effect of Increase/decrease in discount rate by 0.5% on Defined benefit obligations	1.97	2.16
Effect of Increase/decrease in salary escalation by 0.5% on Defined benefit obligations	2.16	1.97

A quantitative sensitivity analysis for significant assumptions as at 31st March, 2023 is as follows:

Particulars	Increase effect	Decrease effect
Effect of Increase/decrease in discount rate by 1% on Defined benefit obligations	1.63	1.80
Effect of Increase/decrease in salary escalation by 1% on Defined benefit obligations	1.80	1.63

The sensitivity analysis above has been determined on the basis of actuarial certificate.

22.7 Assets given on lease

The company has given assets under operating lease agreement . Future minimum lease payments under non cancellable operating leases in the aggregate and for each of the following year.

Particulars	As at 31st March, 2024	As at 31st March, 2023
Not later than one year	1.00	1.00
Later than one year and not later than five years	4.00	4.00
Later than five years	29.00	30.00

22.8 Fair Value Measurement

The fair value of the financial assets and liabilities are included at the amount that would be received to sell an asset and paid to transfer a liability in an orderly transaction between market participants.

The following methods and assumptions were used to estimate the fair values:

Trade receivables, cash and cash equivalents, other bank balances, short term loan, other current financial assets, current borrowings, trade payables and other current financial liabilities: approximate their carrying amounts largely due to the short-term maturities of these instruments.

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation techniques.

The following is the basis for categorising the financial instruments measured at fair value into Level 1 to Level 3 :

Level 1: This level includes financial assets that are measured by reference to quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: This level includes financial assets and liabilities, measured using inputs other than quoted prices included within 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: This level includes financial assets and liabilities measured using inputs that are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

NOTES (CONTD.)**Rs. in Lakhs**

Particulars	As at 31st March, 2024			
	Carrying Amount	Level of input used in		
		Level 1	Level 2	Level 3
Financial Assets				
At Amortised Cost				
Cash & Cash Equivalents	34.43	-	-	34.43
Loan	0.42	-	-	0.42
Other Financial Assets	0.39			0.39
Financial Liabilities				
At Amortised Cost				
Other Financial Liabilities	1.82	-	-	1.82

Particulars	As at 31st March, 2023			
	Carrying Amount	Level of input used in		
		Level 1	Level 2	Level 3
Financial Assets				
At Amortised Cost				
Cash & cash equivalents	37.28	-	-	37.28
Other financial assets	0.39	-	-	0.39
Loan	0.26			0.26
Financial Liabilities				
At Amortised Cost				
Other Financial Liabilities	1.92	-	-	1.92

22.9 Information with regard to the additional information and other disclosures to be disclosed by way of notes to Statement of profit and loss as specified in Schedule III to the Act is either 'nil' or 'not applicable' to the Company for the year.

22.10 Financial Risk Management

The Company's management monitors and manages the financial risks relating to the operations of the Company. These risks include credit risk, liquidity risk and market risk (including currency risk).

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Credit Risk

Credit risk refers to the risk that a counter party will default on its contractual obligations resulting in financial loss to the Company.

Financial instruments that are subject to concentrations of credit risk, principally consist of balance with banks, investments in debt instruments/bonds, trade receivables, loans and advances. None of the financial instruments of the Company result in material concentrations of credit risks.

Liquidity Risk

The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

The surplus funds with the Company and operational cash flows will be sufficient to dispose the financial liabilities within the maturity period.

NOTES (CONTD.)**Rs. in Lakhs****Maturity Profile of Financial Liabilities**

Particulars	As at 31st March, 2024			
	0-1 year	1-5 year	Beyond 5 year	Total
Other Current Liabilities	1.56	-	0.26	1.82

Particulars	As at 31st March, 2023			
	0-1 year	1-5 year	Beyond 5 year	Total
Other Current Liabilities	1.68	-	0.24	1.92

22.11 Ratios

Ratio	Numerator	Denominator	Current Period	Previous Period	% of Variance	Reason for Variance
Current Ratio	Current Assets	Current Liabilities	24.70	24.92	-0.90%	
Return on Equity	Net Profits after taxes	Average Shareholder Equity	(0.007)	(0.001)	84.97%	Due to loss in current year

22.12 Satisfaction of charge with ROC of Rs. 4.55 crore of IDBI Bank is Pending due to some document issues.

As per our report of even date attached

SUSHIL PODDAR & CO.

Chartered Accountants

Firm Registration No. 014969N

For and on behalf of the Board**S. K. Poddar**

Partner

Mem. No. 094479

New Delhi, 28th May, 2024

Manoj Khattar

Director

DIN: 00694981

Vinod Kumar Sandal

Director

DIN: 09792105

AOC-1

Pursuant to Proviso to Sub-Section 3 of Section 129 with Rule 5 of Companies (Accounts) Rules, 2014 Statement containing salient features of Financial Statement of Subsidiaries/Associates Companies/Joint Ventures

PART-A: SUBSIDIARIES

Name of Subsidiary	Financial Year Ended	Reporting Currency	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities (excluding Share capital & Reserves & Surplus)	Investments	Turnover	Rs. in Thousand			
									Profit / Loss before Taxation	Provision for Taxation	Profit / Loss after Taxation	% of Share holding
J&J Leather Enterprises Ltd.	31st March, 2024	Indian Rupees	20750.00	25453.91	173806.01	127602.10	3500.00	179997.88	(2007.37)	(424.57)	(1582.80)	100.00

INDEPENDENT AUDITOR'S REPORT

To

The Members of

J&J LEATHER ENTERPRISES LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of J&J Leather Enterprises Limited ("the Company"), which comprise the balance sheet as at 31st March, 2024, and the statement of Profit and Loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2024, and Loss, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Company's Annual Report, but does not include the financial statements and our auditor's report thereon.

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

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

Responsibility of Management for Financial Statements

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("The Order") issued by the Central Government of India in terms of sub - section (11) of section 143 of the Companies Act 2013, we give in the "Annexure A" 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 matters stated in paragraph 2(C)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014
 - c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of cash flow dealt with by this report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on 31st March, 2024, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2024, from being appointed as a director in terms of Section 164 (2) of the Act
 - f) 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) of the Act and paragraph 2(C)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

- g) With respect to the adequacy of internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B".
- (B) With respect to the matter to be included in the Auditor's Report under section 197(16) of the Act, as amended, we report that:
- In our opinion and to the best of our information and according to the explanations given to us, the managerial remuneration for the year ended 31st March, 2024, has been paid/ provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act.
- (C) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- (i) The Company does not have any pending litigations which would impact its financial position.
 - (ii) The Company did not have any long-term contracts including derivative contracts requiring provision for any material foreseeable losses.
 - (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the company.
 - (iv) (a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, 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, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - (b) The management has represented, that, to the best of its knowledge and belief, no funds 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, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
 - (c) Based on such audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) as provided under (a) and (b) contain any material misstatement.
 - (v) The Company has not proposed, declared or paid any dividend during the year.
 - (vi) The reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is applicable from 1st April, 2023.

Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account, which has a feature of recording audit trail (edit log) facility with effect from 16th June, 2023 and the same has operated during the period between 16th June, 2023 to 31st March, 2024, for all relevant transactions recorded in the software and except for records of Property plant and equipment, Payroll and Inventories which were maintained separately. Further for period from 16th June, 2023 to 31st March, 2024, the audit trail (edit log) facility was operated effectively and we did not come across any instance of the audit trail feature being tampered with.

For Padmanabhan Ramani & Ramanujam
Chartered Accountants
Firm Registration No: 002510S

N. Ramani
Partner
Mem. No. 022438
UDIN: 24022438BKCMCW5925
Chennai, 27th May, 2024

ANNEXURE- A TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph number 1 under 'Report on Other Legal and Regulatory Requirement' of our report of even date to the members of J&J LEATHER ENTERPRISES LIMITED on the financial statements of the Company for the year ended 31st March, 2024)

- (i) (a) On the basis of such checks as we considered appropriate and according to the information and explanations given to us during the course of our audit, we report that:
 - (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;
- (b) These Property, Plant and Equipment have been physically verified by the management at reasonable intervals, which in our opinion is reasonable having regard to the size of the Company and the nature of its assets. According to the information and explanations given to us, no material discrepancies were observed by the management on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the company, the title deeds of immovable properties are held in the name of the company.
- (d) The company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets during the year.
- (e) According to information and explanation given to us and in our opinion, there are no proceedings initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- (ii) (a) In our opinion and according to the information and explanations given to us, physical verification of inventory has been conducted at reasonable intervals by the management. In our opinion the coverage and procedure of such verification by the management is appropriate and discrepancies noticed were not in excess of 10% or more in aggregate for each class of inventory.
- (b) The company does not have any working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets.
- (iii) According to the information and explanations given to us and on the basis of our examination of the records, during the year the company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Hence, the clause (iii) is not applicable to the company.
- (iv) In our opinion and according to the information and explanations given to us, the Company's investment complies with the provisions of section 186 of the Act. The Company has not granted any loans nor extended any guarantees nor provided any securities covered under provisions of section 185 or section 186 of the Act.
- (v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits or amounts deemed to be deposits within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified. Hence reporting under the clause 3(v) of the Order is not applicable to the Company.
- (vi) In our opinion and according to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Companies Act, 2013 for the products manufactured by the company (and/ or services provided by it). Accordingly, reporting under the clause 3(vi) of the Order is not applicable to the Company
- (vii) (a) According to the information and explanations given to us, and on the basis of records examined by us, in our opinion, the Company has been regular in depositing with the appropriate authorities the undisputed statutory dues in the case of Provident Fund, Employees' State Insurance, Income-Tax, Goods & Services Tax, and any other material statutory dues applicable to it. To the best of our knowledge and according to the information and explanations given to us, there are no arrears of outstanding statutory dues as at 31st, March, 2024 for a period of more than six months from the date on when they become payable.

- (b) In our opinion and according to the information and explanations given to us, there are no dues of Goods and Services Tax, provident fund, Employees' state insurance, Income tax, and any other statutory dues applicable to it, not deposited on account of any dispute with the appropriate authorities
- (viii) According to the information and explanations given to us and on the basis of our examination, there are no transactions not recorded in the books of account, which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- (ix) (a) According to information and explanations given to us and on the basis of our audit procedures, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- (b) According to information and explanations given to us and on the basis of our audit procedures, the company has not been declared wilful defaulter by any bank or financial institution or other lender.
- (c) According to information and explanations given to us and on the basis of our audit procedures, the term loans have been applied for the purpose for which the loans were obtained.
- (d) According to information and explanations given to us, the procedures performed by us and on the basis of our overall examination of financial statements, prima facie no funds raised on short term basis have been utilised for long term purposes.
- (e) The company does not have any subsidiaries, associates or joint ventures. Hence, provisions of clause 3(ix)(e) of the Order, are not applicable.
- (f) The company does not have any subsidiaries, associates or joint ventures. Hence, provisions of clause 3(ix)(f) of the Order, are not applicable.
- (x) (a) In our opinion and according to the information and explanations given to us, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments). Accordingly, the reporting under clause 3(x)(a) of the Order is not applicable to the Company
- (b) In our opinion and according to the information and explanations given to us, the company has not made any preferential allotment or private placement of shares or fully, partially or optionally convertible debentures during the year. Accordingly, the reporting under paragraph 3(x)(b) of the Order is not applicable.
- (xi) (a) During the course of our examination of the and according to the information and explanations given to us by the Company, no material fraud by the company or any fraud on the company by its officers and employees has been noticed or reported during the year.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government during the year and up to the date of this report.
- (c) As represented by the management, there are no whistle-blower complaints received by the company during the year.
- (xii) The company is not a Nidhi Company, hence reporting under clause 3(xii) of the Order is not applicable to the Company.
- (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 section 188 of the Companies Act, 2013 where applicable and the details have been disclosed in the standalone financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act.
- (xiv) The Company is not required to appoint an Internal Auditor under Section 138 of the Companies Act 2013. Accordingly the reporting under clause xiv (a) and (b) is not applicable to the company at present.
- (xv) According to the information and explanations given to us and on the basis of our examination, and in our opinion, the company has not entered into any non-cash transactions with directors or persons connected with its directors and hence provisions of Section 192 of Companies Act, 2013 are not applicable to the Company. Accordingly, the reporting under clause 3(xv) of the Order is not applicable to the Company
- (xvi) (a) The Company is not required to be registered under Section 45-IA of Reserve Bank of India Act, 1934. Hence, provisions of clause 3(xvi)(a) of the Order are not applicable to the Company.

- (b) According to the information and explanations given to us and on the basis of our examination, the company has not conducted any Non-Banking Financial or Housing Finance activities and accordingly provisions of clause 3(xvi) (b) of the Order are not applicable to the Company.
- (c) According to the information and explanations given to us and on the basis of our examination, the company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India and hence provisions of clause 3(xvi)(c) and (d) of the Order, are not applicable to the Company.
- (xvii) On the basis of our overall examination of the financial statements, the company has not incurred cash losses in the financial year and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year and accordingly reporting under clause 3(xviii) is not applicable to the Company.
- (xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report that company is 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.
- (xx) The provisions of Section 135 of the Companies Act, 2013 relating to Corporate Social Responsibility (CSR) are not applicable to the Company at present. Accordingly, the provisions of clause 3 (xx) (a) and (b) are not applicable to the Company.
- (xxi) The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of this financial statements. Accordingly, no comment in respect of the said clause has been included in this report.

For Padmanabhan Ramani & Ramanujam

Chartered Accountants
Firm Registration No: 002510S

N. Ramani

Partner
Mem. No. 022438
UDIN: 24022438BKCMCW5925
Chennai, 27th May, 2024

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

(Referred to paragraph 2 (f) under 'Report on Other Legal and Regulatory Requirements' of our report of even date to the members of J&J Leather Enterprises Limited on the financial statements of the Company for the year ended 31st March, 2024)

Report on the Internal Financial Controls over financial reporting under Clause (i) of Section 143(3) of the Act.

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

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting 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 system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Padmanabhan Ramani & Ramanujam

Chartered Accountants

Firm Registration No: 002510S

N. Ramani

Partner

Mem. No. 022438

UDIN: 24022438BKCMCW5925

Chennai, 27th May, 2024

BALANCE SHEET AS AT 31ST MARCH, 2024

Rs. in Thousand

Particulars	Note No.	As at 31st March, 2024	As at 31st March, 2023
I Assets			
1 Non - Current Assets			
(a) Property, Plant and Equipment	2	86,411.59	91,097.23
(b) Other Intangible Assets	3	140.34	140.34
(c) Right to use Assets	4	14,394.10	16,922.32
(d) Financial Assets			
(i) Investment	5	3,500.00	3,500.00
(ii) Other Financial Assets	6	7,072.49	6,727.82
(e) Deferred tax Assets (net)	22	106.42	-
(f) Other Non Current Assets	7	876.15	982.02
(g) Non-Current Tax Assets (net)		3,742.70	5,987.81
2 Current Assets			
(a) Inventories	8	31,961.21	31,875.25
(b) Financial Assets			
(i) Trade Receivables	9	253.45	13,598.64
(ii) Cash and cash equivalents	10	848.61	716.10
(iii) Loans	11	424.00	330.00
(iv) Others Financial Assets	12	-	-
(c) Current Tax Assets (net)			
(d) Other Current Assets	12	24,074.95	30,386.00
Total Assets		<u>1,73,806.01</u>	<u>2,02,263.53</u>
II Equity And Liabilities			
1 Equity			
(a) Equity Share Capital	13	20,750.00	20,750.00
(b) Other Equity	14	25,453.91	27,584.66
2 Liabilities			
Non - Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	15	844.09	762.44
(ii) Lease Liability		16,139.11	18,385.51
(b) Provisions	16	6,410.23	5,131.67
(c) Deferred Tax Liabilities (Net)	22	-	510.66
3 Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	17	174.79	4,273.16
(ii) Trade payables	18		
Total outstanding dues of micro enterprises and small enterprises		10,350.58	-
Total outstanding dues of creditors other than micro enterprises and small enterprises		3,277.71	17,325.38
(iii) Lease Liability		2,316.57	2,121.59
(iv) Other financial liabilities	19	2,741.18	2,480.18
(c) Provisions	20	3,469.51	2,565.86
(d) Current Tax Liabilities (Net)		-	-
(e) Other Current Liabilities	21	81,878.33	1,00,372.42
Total of Equity and Liabilities		<u>1,73,806.01</u>	<u>2,02,263.53</u>
Material accounting policies and The accompanying notes are an integral part of the financial statements	1		

As per our report of even date attached

For Padmanabhan Ramani & Ramanujan

Firm Registration No. 002510S

Chartered Accountants

For and on behalf of the Board**N. Ramani**

Partner

Mem. No. 022438

Chennai, 27th May, 2024

Amrishpal Singh

Managing Director

DIN: 02735647

Manoj Khattar

Director

DIN: 00694981

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

Particulars	Note No.	Rs. in Thousand	
		Year Ended 31st March, 2024	Year Ended 31st March, 2023
Income			
Revenue from Operations	23	1,79,997.88	1,68,441.91
Other Income	24	3,213.93	2,992.34
Total Income		<u>1,83,211.81</u>	<u>1,71,434.25</u>
Expenses			
Cost of Material Consumed	25	5,376.38	8,960.13
Manufacturing & Operating Expenses	26	1,03,826.45	88,255.12
Employee Benefits Expense	27	42,667.51	38,358.94
Finance Costs	28	1,876.88	2,759.35
Depreciation and Amortisation Expense	29	10,099.42	11,048.08
Other Expenses	30	21,372.54	20,203.17
Total Expenses		<u>1,85,219.18</u>	<u>1,69,584.79</u>
Profit/ (Loss) before Tax		<u>(2,007.37)</u>	1,849.46
Tax Expenses	31		
i Current Tax		-	-
ii Deferred tax		(424.57)	314.00
Profit / (Loss) for the year		<u>(1,582.80)</u>	<u>1,535.46</u>
Other Comprehensive Income			
Items that will not be Reclassified to profit or Loss			
- Remeasurements of the defined benefit plans		(740.47)	51.90
- Income tax relating to above items		192.52	(13.49)
Total Comprehensive Income for the Year		<u>(2,130.75)</u>	<u>1,573.87</u>
Earnings per equity share of face value of Rs 10/- each			
Basic (in Rupees)			
Diluted (in Rupees)			
Material Accounting Policies and Notes to the Financial Statements	1		
The accompanying notes are an integral part of the financial statements			

As per our report of even date attached

For Padmanabhan Ramani & Ramanujan
Firm Registration No. 002510S
Chartered Accountants

For and on behalf of the Board

N. Ramani
Partner
Mem. No. 022438

Amrishpal Singh
Managing Director
DIN: 02735647

Manoj Khattar
Director
DIN: 00694981

Chennai, 27th May, 2024

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2024**Rs. in Thousand**

Particulars	Equity Capital
a) Equity share Capital (Refer Note-13)	
Balance as at 31st March, 2022	20,750.00
Change in equity share capital during the year 2022-23	-
Balance as at 31st March, 2023	20,750.00
Change in equity share capital during the year 2023-24	-
Balance as at 31st March, 2024	20,750.00

Particulars	Reserve and Surplus				Total
	Securities Premium	Capital Reserve	Retained Earning	Other Comprehensive Income (Defined Benefit Plans)	
b) Other Equity (Refer Note -14)					
Balance as at 31st March, 2022	8,992.50	4,621.28	11,486.99	910.02	26,010.79
Profit/(Loss) for the year			1,535.46		1,535.46
Other comprehensive income (Net of Taxes)				38.41	38.41
Balance as at 31st March, 2023	8,992.50	4,621.28	13,022.45	948.43	27,584.66
Profit/(Loss) for the year			(1,582.80)		(1,582.80)
Other comprehensive income (Net of Taxes)				(547.95)	(547.95)
Balance as at 31st March, 2024	8,992.50	4,621.28	11,439.65	400.48	25,453.91

As per our report of even date attached

For Padmanabhan Ramani & Ramanujan

Firm Registration No. 002510S

Chartered Accountants

N. Ramani

Partner

Mem. No. 022438

Chennai, 27th May, 2024

For and on behalf of the Board**Amrishpal Singh**

Managing Director

DIN: 02735647

Manoj Khattar

Director

DIN: 00694981

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

Particulars	Rs. in Thousand	
	Year Ended 31st March, 2024	Year Ended 31st March, 2023
A. CASH FLOWS FROM OPERATING ACTIVITIES		
Profit / (Loss) before tax as per statement of Profit and loss	(2,007.37)	1,849.46
Adjustment for :		
Finance Cost	1,876.88	2,759.35
Depreciation and amortisation expenses	10,099.42	11,048.08
Rental Income	(2,400.00)	<u>(2,400.00)</u>
Operating profit/(loss) before working capital changes	<u>7,568.93</u>	<u>13,256.89</u>
Movements in working capital:		
Increase/ (decrease) in trade payables	(3,697.09)	2,324.24
Increase/ (decrease) in other financial liabilities	261.00	203.72
Increase/ (decrease) in other liabilities	(18,494.09)	1,076.17
Increase/ (decrease) in provisions	1,441.74	1,071.22
Decrease/ (increase) in inventories	(85.96)	9,490.09
Decrease/ (increase) trade receivables	13,345.19	(9,813.55)
Decrease/ (increase) in loan and advances	(94.00)	(164.80)
Decrease/ (increase) in other current financial assets	-	-
Decrease/ (increase) in other current assets	6,311.05	(6,578.30)
Decrease/ (increase) in other Non-current assets	(238.80)	(496.19)
Cash (used in) / generated from operations	(1,250.96)	(2,887.40)
Income tax paid (Net)	<u>2,245.13</u>	<u>(576.84)</u>
Net cash (used in)/ generated from operating activities - (A)	<u>8,563.10</u>	<u>9,792.65</u>
B. CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of fixed assets	(2,885.56)	(2,705.79)
Rental Income	<u>2,400.00</u>	<u>2,400.00</u>
Net cash from/ (used in) investing activities - (B)	<u>(485.56)</u>	<u>(305.79)</u>
C. CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from long-term borrowings (net)	(4,016.72)	(5,468.67)
Interest and processing fees paid (net)	(103.31)	(820.95)
Payment of Lease Rent	<u>(3,825.00)</u>	<u>(3,668.92)</u>
Net cash from/ (used in) financing activities - (C)	<u>(7,945.03)</u>	<u>(9,958.54)</u>
Net increase / (decrease) in cash and cash equivalents - (A+B+C)	<u>132.51</u>	<u>(471.68)</u>
Cash and cash equivalents as at beginning of the year	<u>716.10</u>	1,187.78
Cash and cash equivalents as at the end of the year	<u>848.61</u>	<u>716.10</u>
Components of cash and cash equivalents:		
Cash on hand	330.17	318.16
Balances with scheduled banks:		
In current accounts	<u>518.44</u>	<u>397.94</u>
Cash and cash equivalents in cash flow statement	<u>848.61</u>	<u>716.10</u>

The Cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard - 7 ('Ind AS 7') on Cash Flow Statement prescribed in Companies (Indian Accounting Standard) Rules, 2015, notified under section 133 of the Companies Act, 2013.

As per our report of even date attached

For Padmanabhan Ramani & Ramanujan

Firm Registration No. 002510S

Chartered Accountants

N. Ramani

Partner

Mem. No. 022438

Chennai, 27th May, 2024

For and on behalf of the Board

Amrishpal Singh

Managing Director

DIN: 02735647

Manoj Khattar

Director

DIN: 00694981

NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2024

1. Material Accounting Policies

1.1 Corporate Information

J&J Leather Enterprises Limited ('the Company') is a public limited company with domiciled in India and incorporated under the provisions of the Companies Act applicable in India. The Company has its registered office at Chennai .The Company is in the business of job work/processing of leather.

1.2 Basis of Preparation

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

These financial statements are prepared under the historical cost convention unless otherwise indicated.

1.3 Current and Non Current Classification

Current Versus 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 realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised 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.

1.4 Property, Plant and Equipment

Freehold land is carried at cost. All other items of property, plant and equipment are measured at cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and non refundable taxes, assets retirement obligation and costs directly attributable towards bringing the assets to its working condition for intended use. Any trade discount and rebate are deducted in arriving at the purchase price.General and specific borrowing costs directly attributable to the construction of a qualifying asset are capitalized as part of the cost. Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

Depreciation is provided on straight-line method over estimated economic useful lives of its property, plant and equipment generally in accordance with that provided in the Schedule II to the Companies Act, 2013.

1.5 Capital Work-In-Progress

Capital WIP is carried at cost and directly attributable expenditure during the period which is allocated to the property, plant and equipment on the completion (of the project).

1.6 Lease

Effective from 1st April, 2019, the Company adopted Ind AS 116 – Leases and applied the standard to all lease contracts existing as on 1st April, 2019 using the modified retrospective method on the date of initial application i.e. 1st April 2019.

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

NOTES (CONTD.)**Company as a Lessee**

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

(i) Right-of-use Assets (ROU Assets)

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment.

(ii) Lease Liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs. In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset. Lease liability and ROU assets have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

(iii) Short-term Leases and Leases of Low-Value Assets

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

Company as a Lessor

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

1.7 Inventories

Raw materials and consumables have been valued after providing for obsolescence. Cost comprise of cost of purchase and other cost incurred in bringing the inventories to their present location and condition. Cost is determined on FIFO basis. Finished goods, raw material and consumables are value at cost or net realisable value whichever is lower. Cost of finished goods and work-in-progress include all costs of material, conversion costs and other costs incurred in bringing the inventories to their present location and condition. The net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and estimated costs necessary to make the sale.

NOTES (CONTD.)**1.8 Cash & Cash Equivalents**

The Company's cash and cash equivalents consist of cash on hand and in banks and demand deposits with banks, which can be withdrawn at any time, without prior notice or penalty on the principal

1.9 Revenue Recognition

Revenue from contract with customers is recognised when the Company satisfies performance obligation by transferring promised goods and services to the customer. Performance obligations are satisfied at the point of time when the customer obtains controls of the asset.

Revenue is measured based on transaction price, which is the fair value of the consideration received or receivable, stated net of discounts, returns and taxes. Transaction price is recognised based on the price specified in the contract, net of discount.

Revenue from Job Work/ Services

Revenue from Job work/ services is recognised in the accounting period in which the services are rendered.

Revenue from Sale

Revenue from contract with customers is recognised when the Company satisfies performance obligation by transferring promised goods and services to the customer. Performance obligations are satisfied at the point of time when the customer obtains controls of the asset.

Interest Income

Interest income on fixed deposits with banks is recognized/accounted on accrual basis.

1.10 Manufacturing and Operating Expenses

The Company classifies separately manufacturing and operating expenses which are directly linked to manufacturing and service activities of the Company.

1.11 Income Tax

Income tax comprises current and deferred tax. Income tax expense is recognized in the statement of profit and loss except to the extent it relates to items directly recognized in other comprehensive income.

Current Tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit before tax as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred Tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised.

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

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

1.12 Provision and Contingent Liabilities

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Contingent Liabilities are disclosed in respect of possible obligations that arise from past events but their existence will be confirmed by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Company or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made.

NOTES (CONTD.)**1.13 Earning per Share**

Basic earnings per share is computed by dividing the profit after tax by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share is computed by dividing the profit after tax as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares.

1.14 Employee Benefits**Defined Contribution Plan**

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognizes contribution payable to the provident fund scheme as expenditure, when an employee renders the related service.

Defined Benefit Plan

Gratuity is a defined benefit obligation. The Company accounts for the gratuity liability, based upon the actuarial valuation performed in accordance with the Projected Unit Credit method carried out at the year end, by an independent actuary.

1.15 Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial Assets

These include trade receivables, cash and cash equivalents, other bank balances, fixed deposits with Banks, other financial assets and investments.

Financial assets are recognised when the Company becomes a party to the contractual provisions of the instrument.

On initial recognition, a financial asset is recognised at fair value, in case of Financial assets which are recognised at fair value through profit and loss (FVTPL), its transaction cost are recognised in the statement of profit and loss. In other cases, the transaction cost are attributed to the acquisition value of the financial asset.

Financial assets are subsequently classified as measured at

- amortised cost
- fair value through profit and loss (FVTPL)
- fair value through other comprehensive income (FVOCI).

Derecognition

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the contractual rights to receive the cash flows from the asset.

Financial Liabilities**Initial recognition and Measurement**

These include trade and other payables, loans and borrowings including Bank OD .

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss.

Subsequent Measurement

Financial liabilities are subsequently measured at amortised cost using the EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

Loans and Borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

NOTES (CONTD.)

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 amortisation is included as finance costs in the statement of profit and loss.

Derecognition

A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expires.

1.16 Intangible Assets

On transition to IND AS, the company has adopted optional exemption under IND AS 101 to measure Intangible assets at previous GAAP carrying value. Consequently the previous GAAP carrying value has been assumed to be deemed cost of Intangible assets on the date of transition. Subsequently intangible assets are stated at cost, less accumulated amortization and impairments, if any. Cost comprises of purchase price and directly attributable cost of acquisition/bringing the asset to its working condition for its intended use.

Amortisation Method and Useful Life

The Company amortizes its intangible assets using the straight-line method over the period of 3 years.

1.17 Foreign Currency Translation

The Company's financial statements are presented in Indian currency, which is also the company's functional currency.

Transactions and Balances

Transactions in foreign currencies are initially recorded in functional currency spot rates at the date the transaction first qualifies for recognition.

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

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

1.18 Government Grants

Government grants are not recognised until there is reasonable assurance that the Company will comply with the conditions attaching to them and that the grants will be received.

Government grants are recognised in profit or loss on a systematic basis over the periods in which the Company recognises as expenses the related costs for which the grants are intended to compensate.

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

1.19 Impairment of Assets

The carrying amount of assets are reviewed at each reporting date if there is any indication of impairment based on internal and external factors.

An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount.

A previously recognized impairment loss is further provided or reversed depending on changes in circumstances.

Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount , but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset in prior years. A reversal of an impairment loss is recognized as an income immediately.

NOTES (CONTD.)**2. PROPERTY, PLANT AND EQUIPMENTS****Rs. in Thousand**

Particulars	LAND		OTHER THAN LAND					Total
	Freehold	Buildings	Plant and Equipment	Furniture and Fixtures	Vehicles	Office Equipment	Computer Equipment	
Gross Carrying Amount								
Balance as at 31st March, 2022	2,752.99	43,828.96	77,886.40	1,153.73	1,386.47	2,472.08	962.39	1,30,443.02
Addition	-	2,080.05	60.00	38.30	-	370.84	156.60	2,705.79
Disposal	-	-	-	-	-	-	-	-
Balance as at 31st March, 2023	2,752.99	45,909.01	77,946.40	1,192.03	1,386.47	2,842.92	1,118.99	1,33,148.81
Addition	-	1,209.75	456.90	160.30	1,530.44	481.94	65.68	3,905.01
Disposal	-	-	-	-	1,378.59	-	-	1,378.59
Balance as at 31st March, 2024	2,752.99	47,118.76	78,403.30	1,352.33	1,538.32	3,324.86	1,184.67	1,35,675.23
Amortization and Impairment								
Balance as at 31st March, 2022	-	6,712.75	24,271.85	524.65	86.84	1,455.00	744.99	33,796.08
Addition	-	2,139.27	5,451.51	110.79	163.65	283.78	106.50	8,255.50
Disposal	-	-	-	-	-	-	-	-
Balance as at 31st March, 2023	-	8,852.02	29,723.36	635.44	250.49	1,738.78	851.49	42,051.58
Addition	-	2,211.44	4,744.39	115.85	138.57	266.95	94.00	7,571.20
Disposal	-	-	-	-	359.14	-	-	359.14
Balance as at 31st March, 2024	-	11,063.46	34,467.75	751.29	29.92	2,005.73	945.49	49,263.64
Net Carrying Amount								
Balance as at 31st March, 2023	2,752.99	37,056.99	48,223.04	556.59	1,135.98	1,104.14	267.50	91,097.23
Balance as at 31st March, 2024	2,752.99	36,055.30	43,935.55	601.04	1,508.40	1,319.13	239.18	86,411.59

3. OTHER INTANGIBLE ASSETS**Rs. in Thousand**

Particulars	Computer Software	Total
Gross Carrying Amount		
Balance as at 31st March, 2022	2,354.81	2,354.81
Addition	-	-
Disposal	-	-
Balance as at 31st March, 2023	2,354.81	2,354.81
Addition	-	-
Disposal	-	-
Balance as at 31st March, 2024	2,354.81	2,354.81
Accumulated Depreciation		
Balance as at 31st March, 2022	1,950.11	1,950.11
Addition	264.36	264.36
Disposal	-	-
Balance as at 31st March, 2023	2,214.47	2,214.47
Addition	-	-
Disposal	-	-
Balance as at 31st March, 2024	2,214.47	2,214.47
Net Carrying Amount		
Balance as at 31st March, 2023	140.34	140.34
Balance as at 31st March, 2024	140.34	140.34

NOTES (CONTD.)

Particulars	Rs. in Thousand	
	Building	Total
Gross Carrying Amount		
Balance as at 31st March, 2022	25,282.16	25,282.16
Addition	-	-
Disposal	-	-
Balance as at 31st March, 2023	25,282.16	25,282.16
Addition	-	-
Disposal	-	-
Balance as at 31st March, 2024	25,282.16	25,282.16
Accumulated Depreciation		
Balance as at 31st March, 2022	5,831.62	5,831.62
Addition	2,528.22	2,528.22
Disposal	-	-
Balance as at 31st March, 2023	8,359.84	8,359.84
Addition	2,528.22	2,528.22
Disposal	-	-
Balance as at 31st March, 2024	10,888.06	10,888.06
Net Carrying Amount		
Balance as at 31st March, 2023	16,922.32	16,922.32
Balance as at 31st March, 2024	14,394.10	14,394.10

5. INVESTMENT IN EQUITY INSTRUMENTS

Particulars	As at		As at	
	31st March, 2024	31st March, 2023	31st March, 2024	31st March, 2023
	Share (No.)	Amount	Share (No.)	Amount
A Investments in Equity Instrument (Unquoted)				
At Fair Value through Profit and Loss				
i) Pallavaram Tanners Industrial Effluent Treatment Co. Ltd.	31,525	3,500.00	31,525	3,500.00
		<u>3,500.00</u>		<u>3,500.00</u>
Aggregate amount of Unquoted Investments		3,500.00		3,500.00
Aggregate amount of impairment in value of Unquoted Investments		-		-

6. OTHER NON CURRENT FINANCIAL ASSETS

Particulars	Rs. in Thousand	
	As at 31st March, 2024	As at 31st March, 2023
(Unsecured & Considered Good)		
(a) Security and Other Deposits	7,072.49	6,727.82
TOTAL	7,072.49	6,727.82

7. OTHER NON CURRENT ASSETS

(a) Prepayment Lease Rent	876.15	982.02
TOTAL	876.15	982.02

NOTES (CONTD.)**8. INVENTORIES****Rs. in Thousand**

Particulars	As at 31st March, 2024	As at 31st March, 2023
(Valued at Lower of cost and net realisable value)		
(a) Consumable Stores	199.77	199.77
(b) Raw Material	31,761.44	31,675.48
TOTAL	<u>31,961.21</u>	<u>31,875.25</u>

9. TRADE RECEIVABLES

a) Unsecured, considered good)	253.45	13,598.64
TOTAL	<u>253.45</u>	<u>13,598.64</u>

Trade receivable ageing Schedule for the year ended as on 31st March, 2024

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months -1 year	1 - 2 years	2 - 3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	62.28	-	-	191.17		253.45

Trade receivable ageing Schedule for the year ended as on 31st March, 2023

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months -1 year	1 - 2 years	2 - 3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	9,827.40	-	3,580.08	191.61		13,598.64

10. CASH AND CASH EQUIVALENTS

a) Balances with Banks		
- In current accounts	518.44	397.94
b) Cash on Hand	330.17	318.16
TOTAL	<u>848.61</u>	<u>716.10</u>

NOTES (CONTD.)**11. CURRENT LOAN** **Rs. in Thousand**

Particulars	As at 31st March, 2024	As at 31st March, 2023
(Unsecured & Considered Good)		
(a) Advance to Employees	424.00	330.00
TOTAL	<u>424.00</u>	<u>330.00</u>

12. OTHER CURRENT ASSETS

a) Advances with suppliers	10.54	-
b) Prepaid Expenses	1,152.04	1,489.75
c) GST Receivable	22,905.17	28,889.05
d) Other Advances	7.20	7.20
TOTAL	<u>24,074.95</u>	<u>30,386.00</u>

13. SHARE CAPITAL**Authorised Share Capital**

300,000 (31st March, 2023: 300,000) Equity Shares of Rs. 100/- each	30,000.00	30,000.00
	<u>30,000.00</u>	<u>30,000.00</u>

Issued, Subscribed & Paid up :

2,07,500 (31st March, 2023: 207,500) Equity Shares of Rs. 100/- each	20,750.00	20,750.00
TOTAL	<u>20,750.00</u>	<u>20,750.00</u>

13.1 Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting year:

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	No. of Shares	Amount	No. of Shares	Amount
Shares outstanding at the beginning of the year	2,07,500	20,750.00	2,07,500	20,750.00
Shares Issued during the year	-	-	-	-
Shares outstanding at the end of the year	2,07,500	20,750.00	2,07,500	20,750.00

13.2 The Company has only one class of equity shares having a par value of Rs. 100/- per equity share. Each holder of equity shares is entitled to one vote per shares. In the event of Liquidation of the Company, the holder of equity share will be entitled to receive assets of the Company in proportion to the number of equity shares held by the shareholders.

NOTES (CONTD.)13.3 The details of Shareholders holding more than 5% shares **Rs. in Thousand**

Name of the share holders	As at 31st March, 2024		As at 31st March, 2023	
	No. of Shares	% of Holding	No. of Shares	% of Holding
Bhartiya Global Marketing Limited	2,07,500	100.00	2,07,500	100.00

13.4 Shares Held By holding company and subsidiaries of holding company in aggregate

Particulars	As at	As at
	31st March, 2024 No. of Shares	31st March, 2023 No. of Shares
Shares held by holding company, Bhartiya Global Marketing Ltd.	2,07,500	2,07,500

14. OTHER EQUITY

Particulars	Securities Premium	Capital Reserve	Retained Earning	Other Comprehensive Income (Defined Benefit Plans)	Total
Balance as at 31st March, 2022	8,992.50	4,621.28	11,486.99	910.02	26,010.79
Profit for the year			1,535.46		1,535.46
Other comprehensive income (Net of Taxes)				38.41	38.41
Balance as at 31st March, 2023	8,992.50	4,621.28	13,022.45	948.43	27,584.66
Profit for the year			(1,582.80)		(1,582.80)
Other comprehensive income (Net of Taxes)				(547.95)	(547.95)
Balance as at 31st March, 2024	8,992.50	4,621.28	11,439.65	400.48	25,453.91

Nature and Amount of Reserve**a) Securities Premium**

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

b) Capital Reserve

Grants in the nature of promoters recovered from Government are recognised as Capital Reserve.

15. NON-CURRENT BORROWINGS**Rs. in Thousand**

Particulars	As at	As at
	31st March, 2024	31st March, 2023
Secured		
Term Loans from Bank	-	-
Vehicle Loans from Bank	844.09	762.44
TOTAL	844.09	762.44

Nature of Security	Terms of Repayment
Vehicle Loans are secured by way of hypothecation of vehicle financed by the bank.	The Loan is repayable in 60 Monthly Installment starting from Feb 2024. Last installment due in Jan 2029.

NOTES (CONTD.)**16. NON CURRENT PROVISION** **Rs. in Thousand**

Particulars	As at 31st March, 2024	As at 31st March, 2023
Provision for Gratuity	6,410.23	5,131.67
TOTAL	<u>6,410.23</u>	<u>5,131.67</u>

17. CURRENT BORROWING

(a) Current Maturities of Long Term Borrowings	174.79	4,273.16
TOTAL	<u>174.79</u>	<u>4,273.16</u>

18. TRADE PAYABLES

(a) Payable to Micro & Small Enterprises	10,350.58	-
(b) Payable to others	3,277.71	17,325.38
TOTAL	<u>13,628.29</u>	<u>17,325.38</u>

Trade payable ageing Schedule for the year ended as on 31st March, 2024

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2 - 3 years	More than 3 years	Total
(i) MSME	10,350.58				10,350.58
(ii) Others	3,274.27	3.44			3,277.71
Total Trade Payable	13,624.85	3.44	-	-	13,628.29

Trade payable ageing Schedule for the year ended as on 31st March, 2023

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2 - 3 years	More than 3 years	Total
(i) MSME	-				-
(ii) Others	17,325.38				17,325.38
Total Trade Payable	17,325.38	-	-	-	17,325.38

Micro and small enterprises under the Micro, Small and Medium Enterprises Development (MSMED) Act, 2006 have been determined based on the information available with the Company and the required disclosures are given below: Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

19. OTHER CURRENT FINANCIAL LIABILITIES

Particulars	As at 31st March, 2024	As at 31st March, 2023
(a) Due to Employee	2,741.18	2,480.18
TOTAL	<u>2,741.18</u>	<u>2,480.18</u>

20. CURRENT PROVISIONS

Provision for Employee Benefits		
Provision for Leave Encashment	2,687.66	2,380.43
Provision for Gratuity	781.85	185.43
TOTAL	<u>3,469.51</u>	<u>2,565.86</u>

NOTES (CONTD.)**21. OTHER CURRENT LIABILITIES****Rs. in Thousand**

Particulars	As at 31st March, 2024	As at 31st March, 2023
(a) Advance from Customer	80,259.44	98,791.36
(b) Capital Creditor	776.58	668.04
(c) Statutory Dues Payable	842.31	913.02
TOTAL	<u>81,878.33</u>	<u>1,00,372.42</u>

22. DEFERRED TAX LIABILITY/ (ASSETS)**Deferred Tax Liabilities**

a) Related to Property Plant & Equipment	5,670.91	5,274.31
b) Related to OCI	(68.95)	123.57

Deferred Tax Assets

a) Related to Business Losses	(2,197.30)	(1,958.10)
b) Related to Provision of Bonus, Leave encashment & Gratuity	(2,770.64)	(2,188.68)
c) Mat Credit Entitlement	(740.44)	(740.44)

Deferred Tax Liability(Net)	<u>(106.42)</u>	<u>510.66</u>
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23. REVENUE FROM OPERATIONS

Particulars	Year Ended 31st March, 2024	Year Ended 31st March, 2023
Sale of Product	5,622.61	9,838.30
Sale of Services	1,74,375.27	1,58,603.61
TOTAL	<u>1,79,997.88</u>	<u>1,68,441.91</u>

24. OTHER INCOME

Interest Income	445.68	307.41
Security Deposit	-	48.43
Rent Income	2,400.00	2,400.00
Other Misc. Income	283.71	236.50
Profit on Sale of Fixed Assets	84.54	-
TOTAL	<u>3,213.93</u>	<u>2,992.34</u>

25. COST OF MATERIALS CONSUMED

Opening Stock	31,675.48	40,635.61
Add : Purchases	5,376.38	-
	<u>37,051.86</u>	<u>40,635.61</u>
Less : Closing Stock	31,675.48	31,675.48
MATERIALS CONSUMED	<u>5,376.38</u>	<u>8,960.13</u>

NOTES (CONTD.)**26. MANUFACTURING & OPERATING EXPENSES****Rs. in Thousand**

Particulars	Year Ended 31st March, 2024	Year Ended 31st March, 2023
Job Work Expenses	69,593.31	58,457.94
Electricity Expenses	15,097.92	12,896.70
Machinery Maintenance	6,249.39	4,336.62
Rent	105.87	96.85
Effluent Treatment Expenses	5,076.73	4,870.61
Generator Running & Maintenance	3,572.46	3,337.87
Consumption of Chemical\Consumables	4,130.77	4,258.53
TOTAL	1,03,826.45	88,255.12

27. EMPLOYEE BENEFIT EXPENSES

a) Salaries and Wages	38,020.80	34,110.87
b) Contribution to Provident and Other Funds	2,767.86	2,566.12
c) Staff Welfare Expenses	1,878.85	1,681.95
TOTAL	42,667.51	38,358.94

28. FINANCE COSTS

a) Interest Expenses	1,876.88	2,759.35
TOTAL	1,876.88	2,759.35

29. DEPRECIATION AND AMORTISATION EXPENSE

(a) Depreciation on Property Plant and Equipment	7,571.20	8,255.50
(b) Amortisation on Intangible Assets	-	264.36
(c) Amortisation on Right to use Assets	2,528.22	2,528.22
TOTAL	10,099.42	11,048.08

NOTES (CONTD.)**30. OTHER EXPENSES****Rs. in Thousand**

Particulars	Year Ended 31st March, 2024	Year Ended 31st March, 2023
Legal & Professional	4,120.74	4,429.11
Bank Charges	47.23	14.07
Repair & Maintenance	3,599.99	2,291.66
Communication Expenses	92.15	116.17
Rate & Taxes	1,171.61	1,155.89
Rent-Others	217.08	217.08
Travelling & Conveyence	1,226.24	1,285.80
Freight Outward	3,508.75	3,415.32
Miscellaneous Expenses	343.49	265.79
Insurance	1,039.61	921.97
Security Expenses	4,825.50	4,964.30
Fees & Subscription	550.56	465.80
Printing & Stationery	294.59	309.21
Testing Charges	205.00	206.00
Auditors Remuneration-As Audit Fees	130.00	145.00
TOTAL	<u>21,372.54</u>	<u>20,203.17</u>

31. Tax Expenses**i) Current Tax**

Current Tax on Taxable Income for the year	-	288.52
Earlier Year Tax	-	187.98
Mat Credit Entitlement	-	(476.50)
	-	-

ii) Deferred Tax

Deferred Tax Charge/(Credit)	(424.57)	314.00
Deferred Tax on OCI	(192.52)	13.49
Income Tax reported in Statement of Profit & Loss	<u>(617.09)</u>	<u>327.49</u>

NOTES (CONTD.)

A reconciliation of the income tax expenses to the amount computed by applying the statutory income tax rate to the profit before income taxes is summarized below:

Particulars	Rs. in Thousand	
	Year Ended 31st March, 2024	Year Ended 31st March, 2023
Accounting profit before tax	(2,007.37)	1,849.46
Statutory income tax rate (%)	26.00	26.00
Computed tax expenses	(521.92)	480.86
Permanent tax difference	97.35	-
Tax in respect of earlier years	-	(166.86)
Income tax charge to statement of profit and loss account	<u>(424.57)</u>	<u>314.00</u>

32. EMPLOYEE BENEFITS PLANS

The details of various employee benefits provided to employees are as under:

a) Defined Contribution Plans

Particulars	As at	As at
	31st March, 2024	31st March, 2023
Detail of amount recognised as expense for defined contribution plans is given below:		
a) Provident fund	2,642.40	2,396.39
b) Employees State Insurance Corporation	125.46	136.40

b) Defined Benefit Plans

The Defined benefit plan of the Company includes entitlement of gratuity for each year of service until the retirement age.

i) The principal assumptions used for the purposes of the actuarial valuations were as follows:

Principal Assumptions	Gratuity	
	As at 31st March, 2024	As at 31st March, 2023
Expected return on plan Assets	0.00%	0.00%
Discount Rate	6.95%	7.20%
Salary Increase Rate	5.00%	5.00%
In Service Mortality	IALM (2012-14)	IALM (2012-14)

NOTES (CONTD.)

ii) **Amounts recognised in statement of profit and loss in respect of these Defined Benefit plans are as follows:** **Rs. in Thousand**

Particulars	Gratuity	
	Year Ended 31st March, 2024	Year Ended 31st March, 2023
Current Services Cost	754.62	698.16
Net Interest Expenses	379.89	316.57
Past Services Cost	-	-
Components of defined Benefit Costs recognised in profit or Loss	<u>1,134.51</u>	<u>1,014.73</u>
Remeasurement on the net Defined Benefit Liability:		
Actuarial (gains)/ losses on obligation for the year	688.57	51.90
Return on plan assets	-	-
Net(Income)/ Expenses for the year ended recognized in OCI	<u>688.57</u>	<u>51.90</u>

iii) **The amount included in the balance sheet arising from the entity's obligation in respect of its defined Benefits**

Particulars	Gratuity	
	As at 31st March, 2024	As at 31st March, 2023
Present Value of defined benefit obligation	7,192.07	5,368.99
Fair Vale of Plan Asset	-	-
Net Liability arising from Defined Benefit obligation	<u>7,192.07</u>	<u>5,368.99</u>

iv) **Movements in the present value of the defined benefit obligation are as follows:**

Particulars	Gratuity	
	As at 31st March, 2024	As at 31st March, 2023
Opening defined obligation	5,368.99	4,347.19
Interest Cost	379.89	316.57
Current Service Cost	754.62	698.16
Past Service Cost	-	-
Benefits Paid	-	(44.83)
Actuarial (gains)/ losses	688.57	51.90
Closing defined benefit obligation	7,192.07	5,368.99

v) **Movements in the Fair Value of the Plan Assets are as follows:**

Particulars	Gratuity	
	As at 31st March, 2024	As at 31st March, 2023
	NA	NA

NOTES (CONTD.)**vi) Sensitivity Analysis****Rs. in Thousand**

A quantitative sensitivity analysis for significant assumptions as at 31st March, 2024 is as follows:

Particulars	Increase Effect	Decrease Effect
Effect of Increase/decrease in discount rate by 0.50% on Defined benefit obligations	6,870.84	7,537.57
Effect of Increase/decrease in salary escalation by 0.50% on Defined benefit obligations	7,542.49	6,863.58

A quantitative sensitivity analysis for significant assumptions as at 31st March, 2023 is as follows:

Particulars	Increase effect	Decrease effect
Effect of Increase/decrease in discount rate by .50% on Defined benefit obligations	5,108.04	5,650.03
Effect of Increase/decrease in salary escalation by .50% on Defined benefit obligations	5,654.73	5,101.55

The sensitivity analysis above has been determined on the basis of actuarial certificate.

Movement of provision in Leave Encashment

Particulars	As at 31st March, 2024	As at 31st March, 2023
Opening Balance	2,380.43	2,331.02
Add:- Provision made during the year	957.19	773.18
Less:- Amount paid during the year	649.96	723.77
Closing Balance	<u>2,687.66</u>	<u>2,380.43</u>

33. Segment Reporting Disclosure

As defined in Ind AS 108, the chief operating decision maker (CODM), evaluates the Group's performance, allocate resources based on the analysis of the various performance indicator of the Group as a single unit. Therefore, there is no reportable segment for the Group as per the requirement of Ind AS 108 "Operating Segments".

34. Fair Value Measurement**The following Methods and Assumptions were used to Estimate the Fair Values:**

Trade receivables, cash and cash equivalents, other bank balances, short term loans, other current financial assets, current borrowings, trade payables and other current financial liabilities: approximate their carrying amounts largely due to the short-term maturities of these instruments.

Investments traded in active markets are determined by reference to quotes from the financial institutions; for example: Net asset value (NAV) for investments in mutual funds declared by mutual fund house.

The fair values for loans, security deposits were calculated based on cash flows discounted using a current lending rate. They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs including counter party credit risk.

The fair values of non-current borrowings are based on discounted cash flows using a current borrowing rate. They are classified as level 3 fair values in the fair value hierarchy due to the use of unobservable inputs, including own credit risk.

NOTES (CONTD.)**The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation techniques.**

The following is the basis for categorising the financial instruments measured at fair value into Level 1 to Level 3:

Level 1: This level includes financial assets that are measured by reference to quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: This level includes financial assets and liabilities, measured using inputs other than quoted prices included within 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: This level includes financial assets and liabilities measured using inputs that are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

Particulars	Rs. in Thousand			
	As at 31st March, 2024			
	Carrying Amount	Level of input used in		
		Level 1	Level 2	Level 3
Financial Assets				
At Amortised Cost				
Trade Receivable	253.45	-	-	253.45
Cash & Cash Equivalents	848.61	-	-	848.61
Loans	424.00	-	-	424.00
Other Financial Assets	7,072.49	-	-	7,072.49
Financial Liabilities				
Borrowings	1,018.88	-	-	1,018.88
Trade Payables	13,628.29	-	-	13,628.29
Lease Liabilities	18,455.68	-	-	18,455.68
Other Financial Liabilities	2,741.18	-	-	2,741.18

Particulars	Rs. in Thousand			
	As at 31st March, 2023			
	Carrying Amount	Level of input used in		
		Level 1	Level 2	Level 3
Financial Assets				
At Amortised Cost				
Trade Receivable	13,598.64	-	-	13,598.64
Cash & Cash Equivalents	716.10	-	-	716.10
Loans	330.00	-	-	330.00
Other Financial Assets	6,727.82	-	-	6,727.82
Financial Liabilities				
Borrowings	5,035.60	-	-	5,035.60
Trade Payables	17,325.38	-	-	17,325.38
Lease Liabilities	20,507.10			20,507.10
Other Financial Liabilities	2,480.18	-	-	2,480.18

NOTES (CONTD.)**35. Related Party Disclosure as per IND AS 24:****(a) Relationship:****i) Holding Companies**

Bhartiya Global Marketing Ltd.

Bhartiya International Ltd - Ultimate Holding Company

ii) Key Management Personnel:

Mr. Amrishpal Singh

Mr. Manoj Khattar

Mr. Raghav Goyal

iii) (a) Transaction with Related Parties -**Rs. in Thousand**

Particulars	2023-24		2022-23	
	Holding Company	Key Management Personnel	Holding Co	Key Management Personnel
a) Rent (Received)	2,400.00	-	2,400.00	-
b) Leather Sales/Job Work	1,74,199.38	-	1,59,238.94	-
c) Salaries	-	300.00		300.00
d) Management fees paid	600.00	-	600.00	-
e) Purchases	5,171.08		8.70	
(b) Balances Outstanding at the Year End				
Sundry Creditors	-	22.50	-	23.75
Advance from Customer	80,259		98,791	-

36. EARNINGS PER SHARE**Rs. in Thousand**

	Year Ended 31st March, 2024	Year Ended 31st March, 2023
Income available to Equity Shareholders	(1,582.80)	1,535.46
No of Shares at the beginning of the Year (A)	2,07,500.00	2,07,500.00
Changes during the year (B)		
Weighted Average Shares Outstanding (nos)(A+B)	2,07,500.00	2,07,500.00
Weighted Average number of equity shares for Diluted EPS	2,07,500.00	2,07,500.00
Nominal Value per share	100	100
Earnings per share (Basic)	(7.63)	7.40
Earnings per share(Diluted)	(7.63)	7.40

NOTES (CONTD.)**37. RATIO**

Ratio	Numerator	Denominator	2023-24	2022-23	Variance	Reason
(a) Current Ratio,	Current Assets	Current Liabilities	0.55	0.60	-7.25%	
(b) Debt-Equity Ratio,	Total Debt	Shareholder's Equity	0.02	0.10	-78.83%	Due to repayment of term Loan
(c) Debt Service Coverage Ratio,	Earning Available for debt services	Debt Services (interest & Lease Payment+Principal Repayments of long term borrowing	-	-	-34.44%	This is due to company incurred loss in current year as compared to last year.
(d) Return on Equity Ratio,	Net Profit for the year	Average Shareholder's Equity	-3.43%	3.18%	-207.84%	This is due to company incurred loss in current year as compared to last year.
(e) Inventory turnover ratio,	Cost of Goods Sold	Average Inventory	0.17	0.24	-31.16%	This is due to reduce the sale of product in current year as compared to last year.
(f) Trade Receivables turnover ratio,	Net Credit Sales	Average Trade Receivables	25.99	19.38	34.10%	Due to quick debtors realization
(g) Trade payables turnover ratio,	Net Credit Purchase	Average Trade Payables	7.06	5.46	29.22%	Due to creditors payment on time.
(h) Net capital turnover ratio,	Net Sales	Working Capital(Current assets-current liabilities)	-0.23	-0.18	31.66%	Due to reduce in W.C in current year
(i) Net profit ratio,	Net Profit After Tax	Total Sales	-0.88%	0.91%	-196.47%	This is due to company incurred loss in current year as compared to last year.
(j) Return on Capital employed,	EBIT	(Tangible Net Worth + Total Debt + Deferred Tax Liability)	-0.28%	8.58%	-103.23%	This is due to company incurred loss in current year as compared to last year.

38. Financial Risk Management

The Company's management monitors and manages the financial risks relating to the operations of the Company. These risks include credit risk, liquidity risk and market risk (including currency risk, interest rate risk and other price risk).

Credit Risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company.

Financial instruments that are subject to concentrations of credit risk, principally consist of balance with banks, investments in debt instruments/bonds, trade receivables, loans and advances. None of the financial instruments of the Company result in material concentrations of credit risks.

The age analysis of trade receivables as of the balance sheet date have been considered from the due date and disclosed in below table.

Particulars	As at 31st March, 2024	As at 31st March, 2023
Less than 6 month	62.28	9,827.40
More than 6 month	191.17	3,771.24

NOTES (CONTD.)**Liquidity Risk**

The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

The surplus funds with the Company and operational cash flows will be sufficient to dispose the financial liabilities within the maturity period.

Maturity Profile of Financial Liabilities **Rs. in Thousand**

Particulars	As at 31st March, 2024			
	0-1 year	1-5 year	Beyond 5 year	Total
Borrowing (Including current maturity of long term borrowing	174.79	844.09		1,018.88
Trade Payable	13,628.29			13,628.29
Lease Liability	2,316.57	13,262.33	2,876.78	18,455.68
Other current liabilities	2,741.18			2,741.18

Particulars	As at 31st March, 2023			
	0-1 year	1-5 year	Beyond 5 year	Total
Borrowing (Including current maturity of long term borrowing	4,273.16	762.44		5,035.60
Trade Payable	17,325.38			17,325.38
Lease Liability	2,121.59	11,289.25	7,096.26	20,507.10
Other Current Liabilities	2,480.18			2,480.18

Market Risk

Market risk is the risk of any loss in future earnings, in realisable fair values or in future cash flows that may result from a change in the price of a financial instrument. The Company's activities expose it primarily to the financial risks of changes in foreign currency exchange rates and interest rates risk/liquidity risk which impact returns on investments. Market risk exposures are measured using sensitivity analysis.

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 exposure to the risk of changes in market interest rates relates primarily to the debt obligations with floating interest rates. The Company manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings.

Exposure to Interest Rate Risk **Rs. in Thousand**

Particulars	As at	As at
	31st March, 2024	31st March, 2023
Total Borrowings	1,018.88	5,035.59
% of Borrowings out of above bearing variable rate of interest	100%	100%

Interest Rate Sensitivity:

A change of 100 bps in interest rates would have following Impact on profit before tax

Particulars	As at	As at
	31st March, 2024	31st March, 2023
100 bp increase would decrease the profit before tax by	10.19	77.45
100 bp decrease would Increase the profit before tax by	10.19	77.45

NOTES (CONTD.)**Foreign Currency Risk Management**

The Company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows:

Particulars	Rs. in Thousand			
	As at 31st March, 2024		As at 31st March, 2023	
	Foreign Currency Monetary Assets	Foreign Currency Monetary Liabilities	Foreign Currency Monetary Assets	Foreign Currency Monetary Liabilities
USD		-	1.17	-
EURO	-	-	-	-

Foreign Currency Sensitivity

The following table details the Company's sensitivity to a 5% change in rupee value against the relevant foreign currencies, which is used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the period end.

Particulars	Rs. in Thousand			
	As at 31st March, 2024		As at 31st March, 2023	
	5% Weakened	5% Strengthen	5% Weakened	5% Strengthen
Foreign Currency Monetary Assets				
USD	-	-	-	-
EURO	-	-	-	-
Foreign Currency Monetary Liabilities				
USD	-	-	-	-
EURO	-	-	-	-
Impact on profit or loss as at the end of reporting year	-	-	-	-

In management's opinion, the sensitivity analysis is unrepresentative of the inherent foreign exchange risk because the exposure at the end of the reporting period does not reflect the exposure during the year.

39. Figures have been rounded off to the nearest rupee. Previous year figures have been regrouped wherever necessary to confirm current year classification.
40. Contingent Liability and Commitments :- NIL
41. The Company has no such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961,
42. The Company does not hold any Benami, Property and does not have any proceeding initiated or pending for holding benami property under the Benami Transaction (Prohibitions) Act, 1988.
43. The Company does not have any transactions with companies struck off.
44. The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
45. The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

As per our report of even date attached

For Padmanabhan Ramani & Ramanujan

Firm Registration No. 002510S

Chartered Accountants

For and on behalf of the Board

N. Ramani

Partner

Mem. No. 022438

Chennai, 27th May, 2024

Amrishpal Singh

Managing Director

DIN: 02735647

Manoj Khattar

Director

DIN: 00694981

INDEPENDENT AUDITOR'S REPORT

To the Members of Bhartiya International SEZ Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Bhartiya International SEZ Limited ('the Company'), which comprise the Balance Sheet as at 31st March, 2024, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flow for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2024, its Loss 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 specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, but does not include the financial statement and our auditor's report there on.

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

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

The Company's Board of Directors and the management is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance, statement of 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 the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibility

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

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

- Identify and assess the risks of material misstatement of the financial statement, 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 system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statement 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 financial statement, including the disclosures, and whether the financial statement 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 the internal control that we identify during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statement 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 sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the order.
2. As required by Section 143 (3) of the Act, based on our audit we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

- (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income, the Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
- (e) On the basis of the written representations received from the directors as on 31st March 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B".
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, we report that in our opinion and to the best of our information and according to the explanations given to us, the company has not paid/provided for managerial remuneration.
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i) The Company has disclosed the impact of pending litigations on its financial position in its financial statements.
 - ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii) here were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv)
 - a) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - b) The Management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Parties or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material mis-statement.
 - v) The company has not declared or paid dividend during the year.
 - vi) Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated during the year for all relevant transactions recorded in that software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the company as per the statutory requirements for record retention.

for K A S G & CO.

Chartered Accountants

Firm's Registration No. 002228C

R.B. Sharma

Partner

Mem. No. 075701

UDIN: 24075701BKHGDR6289

Gurugram, 24th May, 2024

ANNEXURE - A TO THE AUDITORS' REPORT

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

- I
 - (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
 - (B) The Company does not have any Intangible Assets and hence reporting under clause 3(i)(a)(B) of the Order is not applicable.
 - (b) According to the information and explanations given to us and the records of the company examined by us, the property, plant and equipment have been physically verified by the management in a periodical manner, which in our opinion is reasonable, having regard to the size of the Company and the nature of its business. No discrepancies were noticed on such physical verification.
 - (c) Based on our examination of records, we report that in respect of self-constructed building disclosed in the financial statements, the Title Deeds are held in the name of the Company as at balance sheet date.
 - (d) The Company has not revalued any of its Property, Plant and Equipment during the year
 - (e) No proceedings have been initiated during the year or are pending against the Company as at 31st March, 2024 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made there under.
- II
 - (a) The company is a SEZ developer. The inventory of land/plots has been physically verified by the management during the year. In our opinion, the coverage, frequency and procedure of such verification is reasonable and adequate in relation to the size of the Company and the nature of its business. No discrepancy has been noticed on verification between the physical stocks and the book records.
 - (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 sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of the security of current assets at any point of time during the year. Accordingly, clause 3(ii)(b) of the Order is not applicable to 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 made any investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnerships or any other parties 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 neither made any investments nor has it given loans or provided guarantee or security as specified under Section 185 of the Companies Act, 2013 ("the Act") and the Company has not provided any security as specified under Section 186 of the Act. Hence, reporting under clause 3(iv) of the Order is not applicable.
- V The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.
- VI According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act for the services provided by it. Accordingly, clause 3(vi) of the Order is not applicable.
- VII In respect of statutory dues:
 - (a) In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.
 - (b) There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues in arrears as at 31st March, 2024 for a period of more than six months from the date they became payable.

- (c) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on 31st March, 2024 on account of disputes are given below:

Nature of the statute	Nature of dues	Forum where Dispute is Pending	Period to which the Amount Relates	Amount Lacs
Goods and Service Tax Act, 2017	Goods and Service Tax	Appellate Authority upto Commissioner level	F.Y. 2019-20	4.05

- viii There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- ix (a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause 3(ix)(a) of the Order is not applicable.
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
- (d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- (e) The company does not have any subsidiaries, associates or joint venture. Hence reporting under clause 3(ix)(e) of the Order is not applicable.
- (f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.
- X (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- XI (a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- (c) There were no whistle blower complaints received by the company during the year.
- XII The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable
- XIII In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- XIV (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered, the internal audit reports for the year under audit, in determining the nature, timing and extent of our audit procedures.
- XV In our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- XVI (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable
- (b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

Xvii The Company has incurred cash loss of Rs. 22.77 thousand during the financial year covered by our audit and Rs. 31.73 thousand during the immediately preceding financial year

XVIII There has been no resignation of the statutory auditors of the Company during the year.

XIV On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on 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 indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- XX a) There is no amount to be spent for towards Corporate Social Responsibility (CSR). Hence, reporting under clause 3(xx)(a) of the Order is not applicable for the year.
- b) The Company does not have ongoing projects relating to CSR. Hence reporting under clause 3(xx)(b) of the Order is not applicable.

for K A S G & CO.

Chartered Accountants

Firm's Registration No. 002228C

R.B. Sharma

Partner

Mem. No. 075701

UDIN: 24075701BKHGDR6289

Gurugram, 24th May, 2024

ANNEXURE - B TO THE AUDITORS' REPORT

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

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

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

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

for K A S G & CO.

Chartered Accountants

Firm's Registration No. 002228C

R.B. Sharma

Partner

Mem. No. 075701

UDIN: 24075701BKHGDR6289

Gurugram, 24th May, 2024

BALANCE SHEET AS AT 31ST MARCH, 2024

Rs. in Thousand

Particulars	Note No.	As at 31st March, 2024	As at 31st March, 2023
I Assets			
1 Non - Current Assets			
(a) Property, Plant and Equipment	2	873.58	873.58
(b) Financial Assets			
(i) Other Financial Assets	3	90.00	90.00
(c) Other Non-Current Assets	4	540.00	720.00
2 Current Assets			
(a) Inventories	5	1,25,611.59	1,25,611.59
(b) Financial Assets			
(i) Cash and cash equivalents	6	4,012.92	3,967.45
(c) Current Tax Assets		125.60	117.73
(d) Other Current Assets	7	787.21	608.53
Total Assets		<u>1,32,040.90</u>	<u>1,31,988.88</u>
II Equity And Liabilities			
1 Equity			
(a) Equity Share Capital	8	1,35,692.30	1,35,692.30
(b) Other Equity	9	(13,652.41)	(11,375.34)
2 Liabilities			
Non - Current Liabilities			
(a) Provisions	10	16.35	3.90
3 Current Liabilities			
(a) Financial Liabilities			
(i) Trade payables	11		
<i>Total outstanding dues of micro enterprises and small enterprises</i>		-	-
<i>Total outstanding dues of creditors other than micro enterprises and small enterprises</i>		403.57	476.18
(ii) Other financial liabilities	12	1,128.00	1,239.52
(b) Provisions	13	48.74	25.30
(c) Other Current Liabilities	14	8,404.35	5,927.02
Total of Equity and Liabilities		<u>1,32,040.90</u>	<u>1,31,988.88</u>
Material accounting policies	1		
The accompanying notes are an integral part of the financial statements			

As per our report of even date attached

For K A S G & CO.Chartered Accountants
Firm Reg. No. 002228C**For and on behalf of the Board****R.B. Sharma**
Partner
Mem. No. 075701**Jogendra**
Company Secretary
Mem. No. A-54391**Manoj Khattar**
Chief Financial Officer
DIN: 00694981**Amrishpal Singh**
Managing Director
DIN: 02735647

Gurugram, 24th May, 2024

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

Particulars	Note No.	Rs. in Thousand	
		As at 31st March, 2024	As at 31st March, 2023
Income			
Revenue from Operations	15	5,155.14	4,755.39
Other Income	16	421.63	564.37
Total Income		<u>5,576.77</u>	<u>5,319.76</u>
Expenses			
Employee Benefits Expense	17	1,053.89	570.19
Depreciation and Amortisation Expense	18	-	-
Other expenses	19	6,799.45	7,922.26
Total Expenses		<u>7,853.34</u>	<u>8,492.45</u>
Profit/ (Loss) before tax		(2,276.57)	(3,172.69)
Tax Expenses			
i Current Tax		-	-
ii Deferred Tax		-	-
Profit / (Loss) for the year from continuing Operation		<u>(2,276.57)</u>	<u>(3,172.69)</u>
Other Comprehensive Income			
<i>Items that will not be Reclassified to profit or Loss ;</i>			
Remeasurements of the defined benefit plans		(0.50)	-
Total Comprehensive Income for the Year		<u>(2,277.07)</u>	<u>(3,172.69)</u>
Earnings per equity share of face value			
Basic (in Rupees)		(0.17)	(0.23)
Diluted (in Rupees)		(0.17)	(0.23)
Material accounting policies	1		
The accompanying notes are an integral part of the financial statements			

As per our report of even date attached

For K A S G & CO.Chartered Accountants
Firm Reg. No. 002228C**For and on behalf of the Board****R.B. Sharma**
Partner
Mem. No. 075701**Jogendra**
Company Secretary
Mem. No. A-54391**Manoj Khattar**
Chief Financial Officer
DIN: 00694981**Amrishpal Singh**
Managing Director
DIN: 02735647

Gurugram, 24th May, 2024

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

Rs. in Thousand		
Particulars	Note No.	Equity Share Capital (Rs)
a) Equity Share Capital	8	
Balance as at 31st March, 2022		1,35,692.30
Change in equity share capital during the year 2021-22		-
Balance as at 31st March, 2023		1,35,692.30
Change in equity share capital during the year 2022-23		-
Balance as at 31st March, 2024		1,35,692.30
Particulars	Note No.	Retained Earnings (Rs)
b) Other Equity	9	
As at 31st March, 2022		(8,202.65)
Profit/(Loss) for the year 2022-23		(3,172.69)
Other comprehensive income for the year		-
As at 31st March, 2023		(11,375.34)
Profit/(Loss) for the year 2023-24		(2,276.57)
Other comprehensive income for the year		(0.50)
As at 31st March, 2024		(13,652.41)

As per our report of even date attached
For K A S G & CO.
 Chartered Accountants
 Firm Reg. No. 002228C

For and on behalf of the Board

R.B. Sharma
 Partner
 Mem. No. 075701

Jogendra
 Company Secretary
 Mem. No. A-54391

Manoj Khattar
 Chief Financial Officer
 DIN: 00694981

Amrishpal Singh
 Managing Director
 DIN: 02735647

Gurugram, 24th May, 2024

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

Particular	Rs. in Thousand	
	Year Ended 31st March, 2024	Year Ended 31st March, 2023
A. CASH FLOWS FROM OPERATING ACTIVITIES		
Profit / (Loss) before tax	(2,276.57)	(3,172.69)
<i>Adjustment for :</i>		
Depreciation and amortisation expense	-	-
Operating profit/(loss) before working capital changes	(2,276.57)	(3,172.69)
<i>Movements in working capital:</i>		
Decrease/ (increase) in Other assets	1.32	(342.02)
Increase/ (decrease) in trade payables	(72.61)	476.18
Increase/ (decrease) in other current financial liabilities	(111.52)	(1,142.17)
Increase/ (decrease) in other current liabilities	2,477.33	1,357.80
Increase/ (decrease) in short term provisions	23.44	1.45
Increase/ (decrease) in long term provisions	11.95	(3.58)
Cash generated / (used in) from operations	53.34	(2,825.03)
Income tax paid (Net)	(7.87)	102.66
Net cash generated / (used in) from operating activities - (A)	45.47	(2,722.37)
B. CASH FLOWS FROM INVESTING ACTIVITIES	-	-
Net cash from/ (used in) investing activities - (B)	-	-
C. CASH FLOWS FROM FINANCING ACTIVITIES	-	-
Net cash from/ (used in) financing activities - (C)	-	-
Net increase / (decrease) in cash and cash equivalents - (A+B+C)	45.47	(2,722.37)
Cash and cash equivalents as at beginning of the year	3,967.45	6,689.82
Cash and cash equivalents as at the end of the year	4,012.92	3,967.45
Components of cash and cash equivalents:		
Cash on hand	94.06	77.52
Balances with banks	3,918.86	3,889.93
Cash and cash equivalents in cash flow statement (refer note 6)	4,012.92	3,967.45

Note: The above statement of cash flows has been prepared under the Indirect Method as set out in IND AS 7 Statement of cash Flows.

As per our report of even date attached
For K A S G & CO.
Chartered Accountants
Firm Reg. No. 002228C

For and on behalf of the Board

R.B. Sharma
Partner
Mem. No. 075701

Jogendra
Company Secretary
Mem. No. A-54391

Manoj Khattar
Chief Financial Officer
DIN: 00694981

Amrishpal Singh
Managing Director
DIN: 02735647

Gurugram, 24th May, 2024

NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2024

1.1 CORPORATE INFORMATION

Bhartiya International SEZ Limited ('the Company') is a public limited company promoted by Bhartiya International Limited with domiciled in India and incorporated under the provisions of the Companies Act applicable in India. The Company has its registered office at New Delhi. The Company is a developer of an integrated Leather & Leather Products Sector Specific Special Economic Zone at Tada, Nellore District, Andhra Pradesh.

1.2 BASIS OF PREPARATION

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

The financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the financial statements. All assets and liabilities have been classified as current or non current as per the Company's normal operating cycle and other criteria as set out in Division II Ind AS Schedule III to the Companies Act, 2013.

These financial statements are prepared under the historical cost convention unless otherwise indicated.

1.3 MATERIAL ACCOUNTING POLICIES

a) Property, Plant and Equipment

Property, Plant and Equipments are stated at acquisition cost net of accumulated depreciation amortisation, if any . Cost includes expenditures directly attributable to the acquisition of the asset. General and specific borrowing costs directly attributable to the construction of a qualifying asset are capitalized as part of the cost. Subsequent costs for bringing the assets to its working condition for its intended use are included in the asset's carrying amount.

Depreciation is charged on a pro-rata basis at the straight-line method over estimated economic useful lives of its property, plant and equipment generally in accordance with that provided in the Schedule II of companies act, 2013.

b) Inventories

Inventories of land is valued at cost which comprises cost of Land, Materials, Services and Overheads directly related to development of land.

c) Cash & Cash Equivalent

The Company's cash and cash equivalents consist of cash on hand and in banks and demand deposits with banks, which can be withdrawn at any time, without prior notice or penalty on the principal.

d) Revenue Recognition

Revenue from Services

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

Interest Income

Interest income on fixed deposits with banks is recognized/accounted on accrual basis.

e) Income Tax

Income tax comprises current and deferred tax. Income tax expense is recognized in the statement of profit and loss except to the extent it relates to items directly recognized in other comprehensive income.

Current Tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit before tax as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred Tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised.

NOTES (CONTD.)

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

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

f) Provision and Contingent Liabilities

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Contingent Liabilities are disclosed in respect of possible obligations that arise from past events but their existence will be confirmed by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Company or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made.

g) Employee Benefits**Defined Contribution Plan**

Contributions to defined contribution schemes such as employees state insurance is charged as an expense based on the amount of contribution required to be made as and when services are rendered by the employees. The above benefits are classified as Defined Contribution Plan as the Company has no further obligations beyond the monthly contributions.

Defined Benefit Plan

Gratuity is a defined benefit obligation. The Company accounts for the gratuity liability, based upon the actuarial valuation performed in accordance with the Projected Unit Credit method carried out at the year end, by an independent actuary.

h) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial Assets

Financial assets are recognised when the Company becomes a party to the contractual provisions of the instrument.

On initial recognition, a financial asset is recognised at fair value, in case of Financial assets which are recognised at fair value through profit and loss (FVTPL), its transaction cost are recognised in the statement of profit and loss. In other cases, the transaction cost are attributed to the acquisition value of the financial asset.

Financial assets are subsequently classified as measured at

- amortised cost
- fair value through profit and loss (FVTPL)
- fair value through other comprehensive income (FVOCI).

Debt Instruments:

Debt instruments are initially measured at amortised cost, fair value through other comprehensive income ('FVOCI') or fair value through profit or loss ('FVTPL') till derecognition on the basis of (i) the entity's business model for managing the financial assets and (ii) the contractual cash flow characteristics of the financial asset.

(a) Measured at Amortised Cost:

Financial assets that are held within a business model whose objective is to hold financial assets in order to collect contractual cash flows that are solely payments of principal and interest, are subsequently measured at amortised cost using the effective interest rate ('EIR') method less impairment, if any. The amortisation of EIR and loss arising from impairment, if any is recognised in the Statement of Profit and Loss.

(b) Measured at Fair Value through Other Comprehensive Income:

Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair value through other comprehensive income. Fair value movements are recognized in the other comprehensive income (OCI). On derecognition, cumulative gain or loss previously recognised in OCI is reclassified from the equity to 'other income' in the Statement of Profit and Loss.

NOTES (CONTD.)**(c) Measured at Fair Value through Profit or Loss:**

A financial asset not classified as either amortised cost or FVOCI, is classified as FVTPL. Such financial assets are measured at fair value with all changes in fair value, including interest income and dividend income if any, recognised as 'other income' in the Statement of Profit and Loss.

Equity Instruments:

All investments in equity instruments classified under financial assets are initially measured at fair value, the Company may, on initial recognition, irrevocably elect to measure the same either at FVOCI or FVTPL.

The Company makes such election on an instrument-by-instrument basis. Fair value changes on an equity instrument is recognised as other income in the Statement of Profit and Loss unless the Company has elected to measure such instrument at FVOCI. Fair value changes excluding dividends, on an equity instrument measured at FVOCI are recognised in OCI. Amounts recognised in OCI are not subsequently reclassified to the Statement of Profit and Loss. Dividend income on the investments in equity instruments are recognised as 'other income' in the Statement of Profit and Loss.

Derecognition

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the contractual rights to receive the cash flows from the asset.

Financial Liabilities**Initial Recognition and Measurement**

Financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss.

Subsequent Measurement

Financial liabilities are subsequently measured at amortised cost using the EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

Loans and Borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation 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 amortisation is included as finance costs in the statement of profit and loss.

Trade and Other Payable

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

Derecognition

A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expires.

i) Critical Estimates and Judgements -

The preparation of financial statements requires the use of accounting estimates which by definition will seldom equal the actual results. Management also need to exercise judgement in applying the Group's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

The areas involving critical estimates or judgement are:

Estimation of Defined benefit obligation
Useful lives of depreciable assets
Provision and contingent liability

NOTES (CONTD.)**2. PROPERTY, PLANT AND EQUIPMENT****Rs. in Thousand**

Particulars	Buildings	STP	Furniture and Fixtures	Office Equipment	Total
Gross Carrying Amount					
Balance as at 31st March, 2022	6,291.55	1,728.67	30.94	3.70	8,054.86
Addition	-	-	-	-	-
Disposal	-	-	-	-	-
Balance as at 31st March, 2023	6,291.55	1,728.67	30.94	3.70	8,054.86
Addition	-	-	-	-	-
Disposal	-	-	-	-	-
Balance as at 31st March, 2024	6,291.55	1,728.67	30.94	3.70	8,054.86
Accumulated Depreciation					
Balance as at 31st March, 2022	5,573.63	1,578.07	27.49	2.09	7,181.28
Addition	-	-	-	-	-
Disposal	-	-	-	-	-
Balance as at 31st March, 2023	5,573.63	1,578.07	27.49	2.09	7,181.28
Addition	-	-	-	-	-
Disposal	-	-	-	-	-
Balance as at 31st March, 2024	5,573.63	1,578.07	27.49	2.09	7,181.28
Net Carrying Amount					
Balance as at 31st March, 2023	717.92	150.60	3.45	1.61	873.58
Balance as at 31st March, 2024	717.92	150.60	3.45	1.61	873.58

3. OTHER NON CURRENT FINANCIAL ASSETS

Particulars	As at 31st March, 2024	As at 31st March, 2023
(a) Security Deposit & Others	90.00	90.00
TOTAL	<u>90.00</u>	<u>90.00</u>

4. OTHER NON CURRENT ASSETS

(a) Prepaid Expenses	540.00	720.00
TOTAL	<u>540.00</u>	<u>720.00</u>

5. INVENTORIES

Land and Land Development Cost	1,25,611.59	1,25,611.59
TOTAL	<u>1,25,611.59</u>	<u>1,25,611.59</u>

NOTES (CONTD.)**Rs. in Thousand****6. CASH AND CASH EQUIVALENT**

Particulars	As at 31st March, 2024	As at 31st March, 2023
a) Balances with Banks		
In current accounts	649.66	823.25
In deposit accounts	3,269.20	3,066.68
b) Cash on Hand	94.06	77.52
TOTAL	4,012.92	3,967.45

7. OTHER CURRENT ASSETS

a) Prepaid Expenses	180.00	180.00
b) GST Receivable	607.21	428.53
TOTAL	787.21	608.53

8. SHARE CAPITAL**Authorised Share Capital**

a) 20,000,000 (31st March, 2023 : 20,000,000) Equity Shares of Rs 10/- Each	2,00,000.00	2,00,000.00
	2,00,000.00	2,00,000.00

Issued, Subscribed & Paid up :

a) 13,569,230 (31st March, 2023 : 13,569,230) Equity Shares of 10/- Each Fully Paid up	1,35,692.30	1,35,692.30
Total	1,35,692.30	1,35,692.30

8.1 Reconciliation of the number of shares outstanding is set out below:

Particulars	As at 31st March, 2024 No. of Shares	As at 31st March, 2024 Amount (Rs.)	As at 31st March, 2023 No. of Shares	As at 31st March, 2023 Amount (Rs.)
Shares outstanding at the beginning of the year	1,35,69,230	1,35,692.30	1,35,69,230	1,35,692.30
Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	1,35,69,230	1,35,692.30	1,35,69,230	1,35,692.30

8.2 The Company has only one class of equity shares having a par value of Rs. 10/- per share. Each holder of equity shares is entitled to one vote per shares. In the event of liquidation of the Company, the holder of equity share will be entitled to receive assets of the Company in proportion to the number of equity shares held by the shareholders.

8.3 The details of Shareholders holding more than 5% shares

Name of the Share holders	As at 31st March, 2024 No. of Shares	As at 31st March, 2024 % of Holding	As at 31st March, 2023 No. of Shares	As at 31st March, 2023 % of Holding
(a) Bhartiya International Ltd.	1,20,69,230	88.95	1,20,69,230	88.95
(b) Andhra Pradesh Industrial & Infrastructure Corporation Ltd.	15,00,000	11.05	15,00,000	11.05

NOTES (CONTD.)8.4 Shares held by holding company and subsidiaries of holding company in aggregate **Rs. in Thousand**

Particulars	As at	As at
	31st March, 2024 No. of Shares	31st March, 2023 No. of Shares
(a) Shares held by holding company, Bhartiya International Ltd.	1,20,69,230	1,20,69,230

8.5 Share held by promoter at 31st March, 2024

Promoter Name	No. of Shares	% of Total Shares	% Change during the year
1 Bhartiya International Limited	1,20,69,224	88.95%	-
2 Snehdeep Aggarwal (nominee of Bhartiya International Limited)	1	-	-
3 Arjun Aggarwal (nominee of Bhartiya International Limited)	1	-	-
4 Bhartiya Global Ventures Private Limited (nominee of Bhartiya International Limited)	1	-	-
5 Ashok Kumar Gadhok (nominee of Bhartiya International Limited)	1	-	-
6 Manoj Khattar (nominee of Bhartiya International Limited)	1	-	-
7 Amrishpal Singh (nominee of Bhartiya International Limited)	1	-	-

9. OTHER EQUITY

Particulars	Retained Earning	Total
Balance as at 31st March, 2022	(8,202.65)	(8,202.65)
Profit/(Loss) for the year	(3,172.69)	(3,172.69)
Other comprehensive income for the year	-	-
Balance as at 31st March, 2023	(11,375.34)	(11,375.34)
Profit/(Loss) for the year	(2,276.57)	(2,276.57)
Other comprehensive income for the Year	(0.50)	(0.50)
Balance as at 31st March, 2024	(13,652.41)	(13,652.41)

10. NON CURRENT PROVISIONS

Particulars	As at 31st March, 2024	As at 31st March, 2023
(a) Provision for Employees Benefit	16.35	3.90
TOTAL	<u>16.35</u>	<u>3.90</u>

11. TRADE PAYABLE

(a) Payable to Micro & Small Enterprises	-	-
(b) Payable to Others	403.55	476.18
TOTAL	<u>403.55</u>	<u>476.18</u>

11.1 The Company has not received information from vendors regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosure relating to amounts unpaid as at the year end together with interest paid / payable under this Act have not been given.

NOTES (CONTD.)

12. OTHER CURRENT FINANCIAL LIABILITIES		Rs. in Thousand	
Particulars	As at 31st March, 2024	As at 31st March, 2023	
(a) Due to employee	98.31	21.08	
(b) Expenses payable	771.21	1,010.18	
(c) Statutory Dues Payable	24.09	48.87	
(d) Other Payable	234.39	159.39	
TOTAL	<u>1,128.00</u>	<u>1,239.52</u>	
13. PROVISIONS			
(a) Provision for Employees Benefits	48.74	25.30	
TOTAL	<u>48.74</u>	<u>25.30</u>	
14. OTHER CURRENT LIABILITIES			
(a) Advance from Related Party	8,404.35	5,927.02	
TOTAL	<u>8,404.35</u>	<u>5,927.02</u>	
15. REVENUE FROM OPERATIONS			
Particulars	Year Ended 31st March, 2024	Year Ended 31st March, 2023	
(a) Service Charges	5,155.14	4,755.39	
TOTAL	<u>5,155.14</u>	<u>4,755.39</u>	
16. OTHER INCOME			
(a) Interest Income on			
- Bank Deposit	225.01	236.13	
- Income Tax Refund	6.40	13.80	
(b) Excess Provision Written off	190.22	314.44	
TOTAL	<u>421.63</u>	<u>564.37</u>	
17. EMPLOYEE BENEFIT EXPENSES			
(a) Salary & Allowances	1,053.10	564.29	
(b) Contribution to Provident & Other Fund	0.79	5.90	
TOTAL	<u>1,053.89</u>	<u>570.19</u>	

NOTES (CONTD.)**18. DEPRECIATION AND AMORTISATION****Rs. in Thousand**

Particulars	Year Ended 31st March, 2024	Year Ended 31st March, 2023
(a) Depreciation on Property Plant and Equipment	-	-
TOTAL	-	-

19. OTHER EXPENSES

(a) Legal And Professional Charges	897.34	1,922.64
(b) Auditors Remuneration	30.00	30.00
(c) Bank Charges	8.82	16.65
(d) Rates Taxes & Duties	197.86	288.62
(e) Travelling	10.72	23.07
(f) Conveyance Expenses	6.00	23.00
(g) Fees & Subscription	45.00	111.38
(h) Security Expenses	4,838.51	4,509.24
(i) Business promotion	65.49	104.27
(j) Service Charges to Authorities	699.21	889.43
(k) Other Expenses	0.50	3.96
TOTAL	<u>6,799.45</u>	<u>7,922.26</u>

19.1 EARNING PER SHARE

Particulars	Year Ended 31st March, 2024	Year Ended 31st March, 2023
a) Net Profit/(loss) for the year	(2,276.57)	(3,172.69)
b) Weighted Average Shares Outstanding during the year	1,35,69,230	1,35,69,230
c) Basic/Diluted earnings Per Share	(0.17)	(0.23)

19.2 Auditor's Remuneration

Particulars	Current Year Rs.	Previous Year Rs.
Audit Fees	30.00	30.00

19.3 In the opinion of the management of the company, profits of the company earned as a SEZ developer qualifies for the deduction under section 80IAB of the Income Tax Act 1961, however the Provisions of Section 115JB(MAT) of the Income Tax Act 1961 applies on the Book Profits of the Company. During the year provision under Section 115JB of the Income Tax Act 1961, is not required to be made in view of loss during the year.

NOTES (CONTD.)

19.4 A demand of Rs. 24.56 Lacs for the A.Y. 2015-16 raised suomoto by the income tax department by ordering under section 154 in respect to earlier order passed under section 143(3) is appearing on the income tax portal which in the opinion of the management is erroneous. Order of the same is yet to be received.

19.5 Related Party Disclosures

i) **Name of Related Parties & Nature of Relationship**

Bhartiya International Limited - Holding Company **Rs. in Thousand**
Mukul Harmilapi - Non-Executive Director

Particulars	Current Year Rs.	Previous Year Rs.
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ii) **Transactions during the year with Related Parties:****Service Charges Received**

Bhartiya International Limited	5,155.14	4,755.39
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Professional Charges Paid

Mukul Harmilapi	870.84	1,250.00
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iii) **Balances Outstanding at the year end:****Advances Received**

Bhartiya International Limited	8,404.35	5,927.02
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19.6 Employee Benefits Plans

The details of various employee benefits provided to employees are as under:

a) **Defined Contribution Plans**

Particulars	For the Year Ended 31st March, 2024	For the Year Ended 31st March, 2023
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Detail of amount recognised as expense for defined contribution plans is given below:

a) Employees State Insurance Corporation	0.79	5.90
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b) **Defined Benefit Plans**

The Defined benefit plan of the Company includes entitlement of gratuity for each year of service until the retirement age.

i) The principal assumptions used for the purposes of the actuarial valuations were as follows:

Principal Assumptions	As at 31st March, 2024	As at 31st March, 2023
Discount Rate	7.25%	7.35%
Salary increase Rate	5.00%	5.00%
In service Mortality	IALM (2012-14)	IALM (2012-14)

ii) **Amounts recognised in statement of Profit and Loss in respect of these defined benefit plans are as follows:**

Particulars	For the Year Ended 31st March, 2024	For the Year Ended 31st March, 2023
Current Services Cost	5.29	9.41
Interest Cost	0.71	0.55
Components of defined Benefit costs recognised in Profit or Loss	6.00	9.96
Remeasurement on the net defined benefit liability:		
Actuarial (gains)/ losses on obligation for the year	0.50	(7.58)
Net (Income)/Expenses for the year ended recognized in OCI	0.50	(7.58)

NOTES (CONTD.)**Rs. in Thousand****iii) The amount included in the balance sheet arising from the entity's obligation in respect of its defined benefit obligation:**

Particulars	For the Year Ended 31st March, 2024	For the Year Ended 31st March, 2023
Present Value of defined benefit obligation	16.36	9.86

iv) Movements in the present value of the defined benefit obligation are as follows:

Particulars	For the Year Ended 31st March, 2024	For the Year Ended 31st March, 2023
Opening defined benefit obligation	9.86	7.48
Current Service Cost	5.29	9.41
Interest Cost	0.71	0.55
Actuarial (gains)/ losses	0.50	(7.58)
Actual Benefit Paid	-	-
Closing defined benefit obligation	<u>16.36</u>	<u>9.86</u>

Sensitivity Analysis:

A quantitative sensitivity analysis for significant assumptions as at 31st March, 2024 is as follows:

Particulars	Increase effect	Decrease effect
Effect of Increase/decrease in discount rate by 0.50% on Defined benefit obligations	14.81	18.01
Effect of Increase/decrease in salary escalation by 0.50% on Defined benefit obligations	18.13	14.78

A quantitative sensitivity analysis for significant assumptions as at 31st March, 2023 is as follows:

Effect of Increase/decrease in discount rate by 1% on Defined benefit obligations	8.90	10.95
Effect of Increase/decrease in salary escalation by 1% on Defined benefit obligations	10.97	8.88

The sensitivity analysis alone has been determined on the basis of actuarial certificate

19.07 Fair Value Measurement:

The fair value of the financial assets and liabilities are included at the amount that would be received to sell an asset and paid to transfer a liability in an orderly transaction between market participants.

The following methods and assumptions are used to estimate the fair values:

Trade receivables, cash and cash equivalents, other bank balances, other current financial assets, current borrowings, trade payables and other current financial liabilities: approximate their carrying amounts largely due to the short-term maturities of these instruments.

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation techniques.

The following is the basis for categorising the financial instruments measured at fair value into Level 1 to Level 3:

Level 1: This level includes financial assets that are measured by reference to quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: This level includes financial assets and liabilities, measured using inputs other than quoted prices included within 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: This level includes financial assets and liabilities measured using inputs that are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

NOTES (CONTD.)

Particulars	Rs. in Thousand			
	As at 31st March, 2024			
	Carrying Amount	Level of input used in		
		Level 1	Level 2	Level 3
Financial Assets				
At Amortised Cost				
Other Financial Assets	90.00	-	-	90.00
Cash & Cash Equivalents	4,012.92	-	-	4,012.92
Financial Liabilities				
At Amortised Cost				
Trade Payables	403.57	-	-	403.57
Other Financial Liabilities	1,128.00	-	-	1,128.00
<hr/>				
Particulars	As at 31st March, 2023			
	Carrying Amount	Level of input used in		
		Level 1	Level 2	Level 3
Financial Assets				
At Amortised Cost				
Other Financial Assets	90.00	-	-	90.00
Cash & Cash equivalents	3,967.45	-	-	3,967.45
Financial Liabilities				
At Amortised Cost				
Trade payables	476.18	-	-	476.18
Other financial liabilities	1,239.52	-	-	1,239.52

19.08 Financial Risk Management

The Company's management monitors and manages the financial risks relating to the operations of the Company. These risks include credit risk and liquidity risk .

Credit Risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company.

Financial instruments that are subject to concentrations of credit risk, principally consist of balance with banks, investments in debt instruments/bonds, trade receivables, loans and advances. None of the financial instruments of the Company result in material concentrations of credit risks.

Liquidity Risk

The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

The surplus funds with the Company and operational cash flows will be sufficient to dispose the financial liabilities within the maturity period.

NOTES (CONTD.)**Maturity Profile of Financial Liabilities****Rs. in Thousand**

Particulars	As at 31st March, 2024			
	0-1 year	1-5 year	Beyond 5 year	Total
Trade Payable	403.57	-	-	403.57
Other Current Liabilities	1,128.00	-	-	1,128.00

Particulars	As at 31st March, 2023			
	0-1 year	1-5 year	Beyond 5 year	Total
Other Current Liabilities	1,239.52	-	-	1,239.52

Market Risk

Company has no foreign currency exposure and does not have hedge position in currency market, thus Company does not foresee any market risk.

19.9 Ratios

Ratio	Numerator	Denominator	Current Period	Previous Period	% of Variance	Reason for variance
Current Ratio	Current Assets	Current Liabilities	13.07	16.99	-29.98%	**
Return on Equity	Net Profits after taxes	Average Shareholder Equity	-1.87%	-2.55%	-36.81%	*
Net Capital Turnover Ratio	Revenue	Working Capital	(0.02)	(0.03)	-36.99%	* Due to increase the revenue in current year
Net Profit Ratio	Net Profits	Revenue	-44.16%	-66.72%	-51.08%	

**Due to increase the current liability as compared to last year.

*Due to reduce the loss in current year as compared to last year.

19.10 Information with regard to the additional information and other disclosures to be disclosed by way of notes to Statement of profit and loss as specified in Schedule III to the Act is either 'nil' or 'not applicable' to the Company for the year.

As per our report of even date attached

For K A S G & CO.
Chartered Accountants
Firm Reg. No. 002228C

For and on behalf of the Board

R.B. Sharma
Partner
Mem. No. 075701

Jogendra
Company Secretary
Mem. No. A-54391

Manoj Khattar
Chief Financial Officer
DIN: 00694981

Amrishpal Singh
Managing Director
DIN: 02735647

Gurugram, 24th May, 2024

INDEPENDENT AUDITOR’S REPORT

To the Members of

Bhartiya Fashion Retail Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Bhartiya Fashion Retail Limited ('the Company'), which comprise the Balance Sheet as at 31st March, 2024, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flow for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2024, its Loss 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 specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Information Other than the Financial statement and Auditor’s Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, but does not include the financial statement and our auditor's report there on.

Our opinion on the financial statement does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the financial statement our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statement or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Board of Directors and Management’s Responsibility for the Financial Statements

The Company's Board of Directors and the Management is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance, statement of 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 the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibility

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

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

- Identify and assess the risks of material misstatement of the financial statement, 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 system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statement 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 financial statement, including the disclosures, and whether the financial statement represent the underlying transactions and events in a manner that achieves fair presentation.

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

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 the internal control that we identify during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statement 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 sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the order.
2. As required by Section 143 (3) of the Act, based on our audit we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

- (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income, the Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
- (e) On the basis of the written representations received from the directors as on 31st March, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B".
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, we report that in our opinion and to the best of our information and according to the explanations given to us, the company has not paid/provided for managerial remuneration.
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i) The Company does not have any pending litigations which would impact its financial position;
 - ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv)
 - a) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - b) The Management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Parties or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material mis-statement.
 - v) The company has not declared or paid dividend during the year.
 - vi) Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated during the year for all relevant transactions recorded in that software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the company as per the statutory requirements for record retention.

for SUSHIL PODDAR & CO.

Chartered Accountants

Firm's Registration No. 014969N

S.K. PODDAR

Partner

Mem. No. 094479

UDIN: 24094479BKBJLA7357

New Delhi, 28th May, 2024

ANNEXURE - A TO THE AUDITORS' REPORT

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

- I According to the information and explanations given to us and on the basis of the examination of the records of the Company, the Company does not have any property plant and equipment (including Right of Use assets) or intangible assets. Accordingly, provisions of clauses 3(i)(a) to 3(i)(e) of the Order are not applicable to the Company.
- II (a) According to the information and explanations given to us and on the basis of the examination of the records of the Company, the Company does not have any inventory and hence clause 3(ii)(a) of the Order is not applicable to the Company.
 (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 sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of the security of current assets at any point of time during the year. Accordingly, clause 3(ii)(b) of the Order is not applicable to 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 made any investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnerships or any other parties during the year. Accordingly, provisions of clauses 3(iii)(a) to 3(iii)(f) of the Order are not applicable to the Company.
- 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 neither made any investments, nor has it given loans or provided guarantee or security as specified under Section 185 of the Companies Act, 2013 ("the Act") and the Company has not provided any security as specified under Section 186 of the Act. Hence, reporting under clause 3(iv) of the Order is not applicable.
- V The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.
- VI According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act for the services provided by it. Accordingly, clause 3(vi) of the Order is not applicable.
- 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 1st 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 of the records of the Company, the Company did not have any statutory dues which are required to be deposited with the appropriate authorities. Accordingly, clause 3(vii)(a) of the Order is not applicable to the Company.
 (b) According to the information and explanations given to us, there are no statutory dues relating to Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues, which have not been deposited with the appropriate authorities on account of any dispute.
- viii There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- IX (a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause 3(ix)(a) of the Order is not applicable.
 (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
 (c) The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
 (d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
 (e) The company does not have any subsidiaries, associates or joint venture. Hence reporting under clause 3(ix)(e) of the Order is not applicable.
 (f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.

- X (a) The Company has not raised money by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- XI (a) No fraud by the Company or on the company has been noticed or reported during the year.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- (c) There were no whistleblower complaints received by the company during the year.
- XII The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable
- XIII In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards
- XIV Based on the information and explanations provided to us, the Company does not have an Internal Audit system and is not required to have an internal audit system as per Section 138 of the Companies Act, 2013.
- Xv In our opinion, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- Xvi (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable
- (b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- Xvii The Company has incurred cash losses of Rs.22.92/- thousand in the current financial year and there was no cash loss 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 to the Company.
- XIX On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on 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 indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- XX The requirements as stipulated by the provisions of Section 135 of the Act are not applicable to the Company. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

for SUSHIL PODDAR & CO.

Chartered Accountants

Firm's Registration No. 014969N

S.K. PODDAR

Partner

Mem. No. 094479

UDIN: 24094479BKBJLA7357

New Delhi, 28th May, 2024

ANNEXURE - B TO THE AUDITORS' REPORT

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

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

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

for SUSHIL PODDAR & CO.

Chartered Accountants

Firm's Registration No. 014969N

S.K. PODDAR

Partner

Mem. No. 094479

UDIN: 24094479BKBJLA7357

New Delhi, 28th May, 2024

BALANCE SHEET AS AT 31ST MARCH, 2024

Rs. in Thousand

Particulars	Note No.	As at 31st March, 2024	As at 31st March, 2023
I Assets			
1 Non - Current Assets			
(a) Financial Assets			
(i) Other financial Assets	2	10.00	10.00
2 Current Assets			
(a) Financial Assets			
(i) Cash and cash equivalents	3	956.06	754.04
(b) Other Current Assets	4	5.76	1.98
(c) Current Tax Assets (Net)		-	227.21
Total Assets		<u>971.82</u>	<u>993.23</u>
II Equity And Liabilities			
1 Equity			
(a) Equity Share Capital	5	5,000.00	5,000.00
(b) Other Equity	6	(4,093.76)	(4,070.84)
2 Liabilities			
Current Liabilities			
(a) Financial Liabilities			
(i) Other financial liabilities	7	65.58	64.07
Total of Equity and Liabilities		<u>971.82</u>	<u>993.23</u>
Material accounting policies	1		

The accompanying notes are an integral part of the financial statements

As per our report of even date attached

SUSHIL PODDAR & CO.

Firm Registration No. 014969N

Chartered Accountants

For and on behalf of the Board

S. K. Poddar

Partner

Mem. No. 094479

Vinod Kumar Sandal

Director

DIN: 09792105

Manoj Khattar

Director

DIN: 00694981

New Delhi, 28th May, 2024

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

Particulars	Note No.	Rs. in Thousand	
		Year Ended 31st March, 2024	Year Ended 31st March, 2023
INCOME			
Revenue from Operations	8	-	600.00
Other Income	9	32.53	-
Total Income		<u>32.53</u>	<u>600.00</u>
EXPENSES			
Employee Benefits Expense	10	-	367.21
Other Expenses	11	32.42	38.55
Total Expenses		<u>32.42</u>	<u>405.76</u>
Profit/ (Loss) before Tax		0.11	194.24
Tax Expenses			
i Current tax		23.03	3.78
ii Deferred tax		-	-
Profit / (Loss) for the year		<u>(22.92)</u>	<u>190.46</u>
Other Comprehensive Income			
Other Comprehensive Income not to be reclassified to profit or loss in subsequent periods :-			
a) Re-Measurement gain/(losses) on defined benefit plan		-	-
Total Comprehensive Income for the Year		<u>(22.92)</u>	<u>190.46</u>
Earnings per equity share of face value			
Basic (in Rupees)		(0.05)	0.38
Diluted (in Rupees)		(0.05)	0.38
Material Accounting Policies	1		

The accompanying notes are an integral part of the financial statements

As per our report of even date attached

SUSHIL PODDAR & CO.

Firm Registration No. 014969N

Chartered Accountants

For and on behalf of the Board

S. K. Poddar

Partner

Mem. No. 094479

Vinod Kumar Sandal

Director

DIN: 09792105

Manoj Khattar

Director

DIN: 00694981

New Delhi, 28th May, 2024

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

		Rs. in Thousand	
Particulars	Note No.	Equity Capital	
a) Equity Share Capital	5		
Balance as at 31st March, 2022		5,000.00	
Change in Equity Share Capital during the year 2022-23		-	
Balance as at 31st March, 2023		5,000.00	
Change in Equity Share Capital during the year 2023-24		-	
Balance as at 31st March, 2024		5,000.00	
<hr/>			
Particulars	Note No.	Retained Earning	
b) Other Equity	6		
Balance as at 31st March, 2022		(4,261.30)	
Profit/(Loss) for the year 2022-23		190.46	
Other Comprehensive Income for the year		-	
Balance as at 31st March, 2023		(4,070.84)	
Profit/(Loss) for the year 2023-24		(22.92)	
Other Comprehensive Income for the year		-	
Balance as at 31st March, 2024		(4,093.76)	

As per our report of even date attached

SUSHIL PODDAR & CO.

Firm Registration No. 014969N

Chartered Accountants

For and on behalf of the Board**S. K. Poddar**

Partner

Mem. No. 094479

Vinod Kumar Sandal

Director

DIN: 09792105

Manoj Khattar

Director

DIN: 00694981

New Delhi, 28th May, 2024

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

Particular	Rs. in Thousand	
	Year Ended 31st March, 2024	Year Ended 31st March, 2023
A. CASH FLOWS FROM OPERATING ACTIVITIES		
Profit / (Loss) before tax	0.11	194.24
<i>Adjustment for :</i>		
Operating profit/(loss) before working capital changes	0.11	194.24
<i>Movements in working capital:</i>		
Decrease/ (increase) in trade receivable	-	(1.98)
Decrease/ (increase) in other current assets	(3.78)	-
Increase/ (decrease) in other current financial liabilities	1.51	(82.72)
Increase/ (decrease) in provisions	-	(64.77)
Cash (used in) / generated from operations	(2.16)	44.77
Income tax paid (Net)	(204.18)	59.98
Net cash (used in)/ generated from operating activities - (A)	202.02	(15.21)
B. CASH FLOWS FROM INVESTING ACTIVITIES		
Security Deposit	-	-
Net cash from/ (used in) investing activities - (B)	-	-
C. CASH FLOWS FROM FINANCING ACTIVITIES		
Proceed from Short term borrowing	-	-
Net cash from/ (used in) financing activities - (C)	-	-
Net increase / (decrease) in cash and cash equivalents - (A+B+C)	202.02	(15.21)
Cash and cash equivalents as at beginning of the year	754.04	769.25
Cash and cash equivalents as at the end of the year	956.06	754.04
Components of cash and cash equivalents:		
Cash on hand	23.42	23.42
Balances with banks	932.64	730.62
Cash and cash equivalents in cash flow statement	956.06	754.04

Note: The above statement of cash flows has been prepared under the Indirect Method as set out in IND AS 7 Statement of cash Flows.

As per our report of even date attached

SUSHIL PODDAR & CO.

Firm Registration No. 014969N

Chartered Accountants

For and on behalf of the Board

S. K. Poddar

Partner

Mem. No. 094479

Vinod Kumar Sandal

Director

DIN: 09792105

Manoj Khattar

Director

DIN: 00694981

New Delhi, 28th May, 2024

NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2024

1.1 CORPORATE INFORMATION

Bhartiya Fashion Retail Limited ('the Company') promoted by Bhartiya International Limited is a public limited company with domiciled in India and incorporated under the provisions of the Companies Act applicable in India. The Company has its registered office at New Delhi. The Company is in the business of trading of leather & textile products.

1.2 BASIS OF PREPARATION

These Financial Statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('Act') read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015.

The financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the financial statements. All assets and liabilities have been classified as current or non current as per the Company's normal operating cycle and other criteria as set out in Division II Ind AS Schedule III to the Companies Act, 2013.

These financial statements are prepared under the historical cost convention unless otherwise indicated.

1.3 MATERIAL ACCOUNTING POLICIES

a) Cash & Cash Equivalents

The Company's cash and cash equivalents consist of cash on hand and in banks and demand deposits with banks, which can be withdrawn at any time, without prior notice or penalty on the principal.

b) Revenue Recognition

Income from service charge is recognised on accrual basis

c) Income Tax

Income tax comprises current and deferred tax. Income tax expense is recognized in the statement of profit and loss except to the extent it relates to items directly recognized in other comprehensive income.

Current Tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit before tax as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred Tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised.

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

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

d) Employee Benefits

Defined Contribution Plan

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognizes contribution payable to the provident fund scheme as expenditure, when an employee renders the related service.

Defined Benefit Plan

Gratuity is a defined benefit obligation. The Company accounts for the gratuity liability, based upon the actuarial valuation performed in accordance with the Projected Unit Credit method carried out at the year end, by an independent actuary.

f) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial Assets

These include Trade Receivables, Cash and Cash Equivalents, Other Bank Balances, Fixed Deposits with Banks, Other financial assets and Investments.

Financial Assets are recognised when the Company becomes a party to the contractual provisions of the instrument.

On initial recognition, a financial asset is recognised at fair value, in case of Financial assets which are recognised at fair value through profit and loss (FVTPL), its transaction cost are recognised in the statement of profit and loss. In other cases, the transaction cost are attributed to the acquisition value of the financial asset.

Financial assets are subsequently classified as measured at

- amortised cost
- fair value through profit and loss (FVTPL)
- fair value through other comprehensive income (FVOCI).

Derecognition

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the contractual rights to receive the cash flows from the asset.

Financial Liabilities**Initial Recognition and Measurement**

These include trade and other payables, loans and borrowings including Bank OD.

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss.

Subsequent Measurement

Financial liabilities are subsequently measured at amortised cost using the EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

Loans and Borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation 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 amortisation is included as finance costs in the statement of profit and loss.

Derecognition

A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expires.

NOTES (CONTD.)**2. OTHER CURRENT FINANCIAL ASSETS** **Rs in Thousand**

Particulars	As at 31st March, 2024	As at 31st March, 2023
(Unsecured, Considered Good)		
a) Security Deposit	10.00	10.00
TOTAL	<u>10.00</u>	<u>10.00</u>

3. CASH AND CASH EQUIVALENTS

a) Balances with Banks		
- In Current Accounts	182.64	730.62
- In Fixed Deposit Accounts	750.00	-
b) Cash on Hand	23.42	23.42
TOTAL	<u>956.06</u>	<u>754.04</u>

4. OTHER CURRENT ASSETS

a) GST Receivable	5.76	1.98
TOTAL	<u>5.76</u>	<u>1.98</u>

5. SHARE CAPITAL**Authorised Share Capital :**

a) 500,000 (Previous Year 500,000) Equity Shares of Rs.10/- each	5,000.00	5,000.00
	<u>5,000.00</u>	<u>5,000.00</u>

Issued, Subscribed & Paid up :

a) 500,000 (Previous Year 500,000) Equity Shares of Rs.10/- each, Fully Paid Up	5,000.00	5,000.00
TOTAL	<u>5,000.00</u>	<u>5,000.00</u>

5.1 Reconciliation of the number of shares outstanding is set out below:

Particulars	As at 31st March, 2024 No. of Shares	As at 31st March, 2024 Amount (Rs.)	As at 31st March, 2023 No. of Shares	As at 31st March, 2023 Amount (Rs.)
Shares outstanding at the beginning of the year	5,00,000	5,000.00	5,00,000	5,000.00
Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	5,00,000	5,000.00	5,00,000	5,000.00

5.2 The Company has only one class of equity shares having a par value of Rs. 10/- per equity share. Each holder of equity shares is entitled to one vote per shares. In the event of liquidation of the Company, the holder of equity share will be entitled to receive assets of the Company in proportion to the number of equity shares held by the shareholders.

5.3 The details of Shareholders holding more than 5% shares:

Name of the Share holders	As at 31st March, 2024 No. of Shares	As at 31st March, 2024 % of Holding	As at 31st March, 2023 No. of Shares	As at 31st March, 2023 % of Holding
(a) Bhartiya International Ltd.	5,00,000	100.00	5,00,000	100.00

NOTES (CONTD.)**Rs in Thousand**

5.4 Shares held By Holding Company and Subsidiaries of holding Company in Aggregate:

Particulars	As at 31st March, 2024 No. of Shares	As at 31st March, 2023 No. of Shares
(a) Shares held by holding company, Bhartiya International Ltd.	5,00,000	5,00,000

5.5 Share held by promoter at 31st March, 2024

Name of the share holders	No. of Shares at the beginning of the year	Change During the year	No. of Shares at the end of the year	% of Total Shares	% Change during the year
(a) Bhartiya International Ltd.	5,00,000	-	5,00,000	100	-

6. OTHER EQUITY

Particulars	Retained Earning	Total
Balance as at 31st March, 2022	(4,261.30)	(4,261.30)
Profit for the year	190.46	190.46
Other Comprehensive Income for the year	-	-
Balance as at 31st March, 2023	(4,070.84)	(4,070.84)
Profit for the year	(22.92)	(22.92)
Other Comprehensive Income for the year	-	-
Balance as at 31st March, 2024	(4,093.76)	(4,093.76)

7. OTHER CURRENT FINANCIAL LIABILITIES

(a) Expenses Payable	65.58	64.07
TOTAL	<u>65.58</u>	<u>64.07</u>

8. REVENUE FROM OPERATIONS

Particulars	Year Ended 31st March, 2024	Year Ended 31st March, 2023
a) Designing Charges	-	600.00
TOTAL	<u>-</u>	<u>600.00</u>

NOTES (CONTD.)

9. OTHER INCOME	Rs in Thousand	
Particulars	Year Ended 31st March, 2024	Year Ended 31st March, 2023
a) Interest on Income Tax Refund	18.94	-
b) Interest on FDR	13.59	-
TOTAL	<u>32.53</u>	<u>-</u>
10. EMPLOYEE BENEFIT EXPENSES		
(a) Salary & Allowances	-	367.21
(b) Gratuity Expenses	-	-
TOTAL	<u>-</u>	<u>367.21</u>
11. OTHER EXPENSES		
(a) Audit fees	10.00	10.00
(b) Bank Charges	0.02	0.05
(c) Legal & Professional	11.00	15.00
(d) Rates Taxes & Duties	5.50	7.10
(e) Fee & Subscription	5.90	5.90
(f) Conveyance Expenses	-	0.50
TOTAL	<u>32.42</u>	<u>38.55</u>
12.1 Earning Per Share (EPS)		
a) Net Profit/(loss) for the year	(22.92)	190.46
b) Weighted average number of Equity Shares outstanding during the year	5,00,000	5,00,000
c) Basic/Diluted Earning per share Rs.(a/b)	(0.05)	0.38
12.2 Auditor's Remuneration		
Audit Fees	10.00	10.00
12.3 Related Party Disclosures as per IND AS-24		
i) Holding Company:		
Bhartiya International Limited		
ii) Key Management Personnel:		
Directors		
Manoj Khattar		
A.K. Gadhok		
Vinod Kumar Sandal #		

NOTES (CONTD.)

iii) Transactions during the year with related parties	Rs in Thousand	
	2023-24	2022-23
Particulars		
1 Designing Charges Received		
Bhartiya International Ltd	-	600.00

12.4 Fair Value Measurement

The fair value of the financial assets and liabilities are included at the amount that would be received to sell an asset and paid to transfer a liability in an orderly transaction between market participants.

The following Methods and Assumptions were used to Estimate the Fair Values:

Trade receivables, cash and cash equivalents, other bank balances, short term loan, other current financial assets, current borrowings, trade payables and other current financial liabilities: approximate their carrying amounts largely due to the short-term maturities of these instruments.

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation techniques.

The following is the basis for categorising the financial instruments measured at fair value into Level 1 to Level 3 :

Level 1: This level includes financial assets that are measured by reference to quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: This level includes financial assets and liabilities, measured using inputs other than quoted prices included within 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: This level includes financial assets and liabilities measured using inputs that are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

Particulars	Rs in Thousand			
	As at 31st March, 2024			
	Level of input used in			
	Carrying Amount	Level 1	Level 2	Level 3
Financial Assets				
At Amortised Cost				
Cash & Cash Equivalents	956.06	-	-	956.06
Other Financial Assets	10.00			10.00
Financial Liabilities				
At Amortised Cost				
Other Financial Liabilities	65.58	-	-	65.58

NOTES (CONTD.)**Rs in Thousand**

Particulars	As at 31st March, 2023			
	Level of input used in			
	Carrying Amount	Level 1	Level 2	Level 3
Financial Assets				
At Amortised Cost				
Other Financial Assets	10.00	-	-	10.00
Cash & Cash Equivalents	754.04	-	-	754.04
Financial Liabilities				
At Amortised Cost				
Other Financial Liabilities	64.07	-	-	64.07

12.5 Ratios

Ratio	Numerator	Denominator	Current Period	Previous Period	% of Variance	Reason for variance
Current Ratio	Current assets	Current Liabilities	14.67	15.35	-4.43%	*
Return on Equity	Net Profits after taxes	Average Shareholder Equity	-2.50%	22.84%	-110.93%	*
Net Capital Turnover Ratio	Revenue	Working Capital	-	0.65	-100.00%	*
Net Profit Ratio	Net Profits	Revenue		31.74%		*

*Due to no revenue in current year.

As per our report of even date attached

SUSHIL PODDAR & CO.

Firm Registration No. 014969N

Chartered Accountants

For and on behalf of the Board**S. K. Poddar**

Partner

Mem. No. 094479

Vinod Kumar Sandal

Director

DIN: 09792105

Manoj Khattar

Director

DIN: 00694981

New Delhi, 28th May, 2024

INDEPENDENT AUDITOR'S REPORT

To the Members of

Bhartiya Urban Infrastructure Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Bhartiya Urban Infrastructure Limited ('the Company'), which comprise the Balance Sheet as at 31st March, 2024, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flow for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2024, its Loss 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 specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, but does not include the financial statement and our auditor's report there on.

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

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance, statement of 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 the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibility

Our objectives are to obtain reasonable assurance about whether the financial statement 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statement.

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

- Identify and assess the risks of material misstatement of the financial statement, 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 system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statement 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 financial statement, including the disclosures, and whether the financial statement 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 the internal control that we identify during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statement 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 sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the order.
2. As required by Section 143 (3) of the Act, based on our audit we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income, the Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.

- (e) On the basis of the written representations received from the directors as on 31st March, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B".
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, we report that in our opinion and to the best of our information and according to the explanations given to us, the company has not paid/provided for managerial remuneration.
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i) The Company does not have any pending litigations which would impact its financial position.
 - ii) The Company did not have any long-term contracts, including derivative contracts for which there were any material foreseeable losses.
 - iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv)
 - a) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - b) The Management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Parties or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material misstatement.
 - v) The company has not declared or paid dividend during the year.
 - vi) Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated during the year for all relevant transactions recorded in that software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the company as per the statutory requirements for record retention.

for SUSHIL PODDAR & CO.

Chartered Accountants

Firm's Registration No. 014969N

S.K. PODDAR

Partner

Mem. No. 094479

UDIN: 24094479BKBJLB6232

New Delhi, 28th May, 2024

ANNEXURE - A TO THE AUDITORS' REPORT

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

- I According to the information and explanations given to us and on the basis of the examination of the records of the Company, the Company does not have any property plant and equipment (including Right of Use assets) or intangible assets. Accordingly, provisions of clauses 3(i)(a) to 3(i)(e) of the Order are not applicable to the Company.
- II (a) According to the information and explanations given to us and on the basis of the examination of the records of the Company, the Company does not have any inventory and hence clause 3(ii)(a) of the Order is not applicable to the Company.
 - (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 sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of the security of current assets at any point of time during the year. Accordingly, clause 3(ii)(b) of the Order is not applicable to 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 made any investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnerships or any other parties during the year. Accordingly, provisions of clauses 3(iii)(a) to 3(iii)(f) of the Order are not applicable to the Company.
- 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 neither made any investments, nor has it given loans or provided guarantee or security as specified under Section 185 of the Companies Act, 2013 ("the Act") and the Company has not provided any security as specified under Section 186 of the Act. Hence, reporting under clause 3(iv) of the Order is not applicable.
- V The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.
- VI According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act for the services provided by it. Accordingly, clause 3(vi) of the Order is not applicable.
- 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 1st 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 of the records of the Company, the Company did not have any statutory dues which are required to be deposited with the appropriate authorities. Accordingly, clause 3(vii)(a) of the Order is not applicable to the Company.

 - (b) According to the information and explanations given to us, there are no statutory dues relating to Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues, which have not been deposited with the appropriate authorities on account of any dispute.
- viii There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- ix (a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause 3(ix)(a) of the Order is not applicable.
 - (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
 - (c) The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
 - (d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
 - (e) The company does not have any subsidiaries, associates or joint venture. Hence reporting under clause 3(ix)(e) of the Order is not applicable.
 - (f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.

- X (a) The Company has not raised money by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- XI (a) No fraud by the Company or on the company has been noticed or reported during the year.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- (c) There were no whistleblower complaints received by the company during the year.
- XII The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable
- XIII According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no transactions with the related parties during the year.
- XIV Based on the information and explanations provided to us, the Company does not have an Internal Audit system and is not required to have an internal audit system as per Section 138 of the Companies Act, 2013.
- Xv In our opinion, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- Xvi (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable
- (b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- Xvii The Company has incurred a cash loss of Rs. 30.40 thousand in the current year and there was a cash loss of Rs. 31.50 thousand 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 to the Company.
- XIX On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on 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 indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- XX The requirements as stipulated by the provisions of Section 135 of the Act are not applicable to the Company. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

for SUSHIL PODDAR & CO.

Chartered Accountants

Firm's Registration No. 014969N

S.K. PODDAR

Partner

Mem. No. 094479

UDIN: 24094479BKBJLB6232

New Delhi, 28th May, 2024

ANNEXURE - B TO THE AUDITORS' REPORT

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

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

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

for SUSHIL PODDAR & CO.

Chartered Accountants

Firm's Registration No. 014969N

S.K. PODDAR

Partner

Mem. No. 094479

UDIN: 24094479BKBJLB6232

New Delhi, 28th May, 2024

BALANCE SHEET AS AT 31ST MARCH, 2024

Rs. in Thousand

Particulars	Note No.	As at 31st March, 2024	As at 31st March, 2023
I Assets			
1 Non - Current Assets			
(a) Financial Assets			
(i) Other financial assets	2	10.00	10.00
2 Current Assets			
(a) Financial Assets			
(i) Cash and Cash Equivalents	3	249.18	279.08
Total Assets		259.18	289.08
II Equity And Liabilities			
1 Equity			
(a) Equity Share Capital	4	500.00	500.00
(b) Other Equity	5	(246.32)	(215.92)
2 Liabilities			
Current Liabilities			
(a) Financial Liabilities			
(i) Other Financial Liabilities	6	5.50	5.00
Total of Equity and Liabilities		259.18	289.08
Material Accounting Policies	1		

The accompanying notes are an integral part of the financial statements

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

Rs. in Thousand

Particulars	Note No.	Year Ended 31st March, 2024	Year Ended 31st March, 2023
Income			
Revenue from Operations		-	-
Other Income		-	-
Total Income		-	-
EXPENSES			
Other Expenses	7	30.40	31.50
Total Expenses		30.40	31.50
Profit/ (Loss) before Tax		(30.40)	(31.50)
Tax Expenses			
i Current Tax		-	-
ii Deferred Tax		-	-
Profit / (Loss) for the year		(30.40)	(31.50)
Other Comprehensive Income		-	-
Total Comprehensive Income for the Year		(30.40)	(31.50)
Earnings per Equity Share of Rs. 10/- each			
Basic/Diluted (in Rupees)		(0.61)	(0.63)
Material Accounting Policies	1		

The accompanying notes are an integral part of the financial statements

As per our report of even date attached
SUSHIL PODDAR & CO.
 Firm Registration No. 014969N
 Chartered Accountants

S. K. Poddar
 Partner
 Mem.No. 094479
 Gurugram, 28th May, 2024

For and on behalf of the Board

A.K. Gadhok
 Director
 DIN: 01254410

Manoj Khattar
 Director
 DIN:00694981

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

Particulars	Note No.	Rs. in Thousand
		Equity Capital Amount (Rs.)
a) Equity Share Capital	4	
Balance as at 31st March, 2022		500.00
Change in equity share capital during the year 2022-23		-
Balance as at 31st March, 2023		500.00
Change in equity share capital during the year 2023-24		-
Balance as at 31st March, 2024		500.00
Particulars		
		Retained Earning Amount (Rs.)
b) Other Equity	5	
As at 31st March, 2022		(184.42)
Profit/(Loss) for the year 2022-23		(31.50)
As at 31st March, 2023		(215.92)
Profit/(Loss) for the Year 2023-24		(30.40)
As at 31st March, 2024		(246.32)

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

Particulars	Rs. in Thousand	
	Year Ended 31st March, 2024	Year Ended 31st March, 2023
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit/(Loss) before tax and exception items	(30.40)	(31.50)
Adjusted for:	-	-
Operating profit before Working Capital Changes	(30.40)	(31.50)
Movements in working capital:		
Increase/ (decrease) in other liabilities	0.50	-
Cash Generated from Operations	(29.90)	(31.50)
Income tax paid (Net)	-	(1.10)
Net cash (used in)/ Generated from Operating Activities - (A)	(29.90)	(32.60)
B. CASH FLOW FROM INVESTMENT ACTIVITIES		
Security Deposit		
Net cash from/ (used in) Investing Activities - (B)	-	-
C. CASH FLOW FROM FINANCING ACTIVITIES		
Net cash from/ (used in) financing activities - (C)	-	-
Net Increase/(Decrease) in Cash & Cash Equivalent (A+B+C)	(29.90)	(32.60)
Cash and Cash Equivalents - Opening Balance	279.08	311.68
Cash and Cash Equivalents - Closing Balance	249.18	279.08

Note: The above statement of cash flows has been prepared under the Indirect Method as set out in IND AS 7 Statement of Cash Flows.

As per our report of even date attached
SUSHIL PODDAR & CO.
 Firm Registration No. 014969N
 Chartered Accountants

S. K. Poddar
 Partner
 Mem.No. 094479

Gurugram, 28th May, 2024

For and on behalf of the Board

A.K. Gadhok
 Director
 DIN: 01254410

Manoj Khattar
 Director
 DIN:00694981

NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2024

1.1 CORPORATE INFORMATION

Bhartiya Urban Infrastructure Limited ('the Company') is a public limited company with domiciled in India and incorporated under the provisions of the Companies Act . The Company has its registered office at Chennai and corporate office at Gurugram, Haryana. The Company is in the business of Infrastructure Development.

1.2 BASIS OF PREPARATION

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

The financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the financial statements. All assets and liabilities have been classified as current or non current as per the Company's normal operating cycle (12 months) and other criteria as set out in Division II Ind AS Schedule III to the Companies Act, 2013.

These financial statements are prepared under the historical cost convention unless otherwise indicated.

1.3 MATERIAL ACCOUNTING POLICIES

a) Revenue from Services

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

b) Income Tax

Income tax comprises current and deferred tax. Income tax expense is recognized in the statement of profit and loss except to the extent it relates to items directly recognized in other comprehensive income.

Current Tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit before tax as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period. The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and liability simultaneously.

NOTES (CONTD.)**2. OTHER NON-CURRENT FINANCIAL ASSETS** **Rs. in Thousand**

Particulars	As at 31st March, 2024	As at 31st March, 2023
(Unsecured & Considered Good)		
i) Security and Other Deposit	10.00	10.00
TOTAL	<u>10.00</u>	<u>10.00</u>

3. CASH AND CASH EQUIVALENT

i) Balances with Banks		
In Current Accounts	232.18	262.08
ii) Cash on Hand	17.00	17.00
TOTAL	<u>249.18</u>	<u>279.08</u>

4. SHARE CAPITAL**Authorised Share Capital**

a) 500,000 (31st March, 2023: 500,000) Equity Shares of Rs.10/- each	5,000.00	5,000.00
	<u>5,000.00</u>	<u>5,000.00</u>

Issued, Subscribed & Paid up :

a) 50,000 (31st March, 2023: 50,000) Equity Shares of Rs.10/- each, Fully Paid Up	500.00	500.00
	<u>500.00</u>	<u>500.00</u>

4.1 Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting year:

Particulars	As at 31st March, 2024 No. of Shares	As at 31st March, 2024 Amount (Rs)	As at 31st March, 2023 No. of Shares	As at 31st March, 2023 Amount (Rs)
Shares outstanding at the beginning of the year	50,000	500.00	50,000	500.00
Shares Issued during the year	-	-	-	-
Shares outstanding at the end of the year	50,000	500.00	50,000	500.00

4.2 The Company has only one class of equity shares having a par value of Rs. 10/- per equity share. Each holder of equity shares is entitled to one vote per shares. In the event of liquidation of the Company, the holder of equity share will be entitled to receive assets of the Company in proportion to the number of equity shares held by the shareholders.

4.3 The details of Shareholders holding more than 5% shares:

Name of the share holders	As at 31st March, 2024 No. of Shares	As at 31st March, 2024 % of Holding	As at 31st March, 2023 No. of Shares	As at 31st March, 2023 % of Holding
(a) Bhartiya International Ltd.	50,000	100.00	50,000	100.00

4.4 Shares held By holding company and subsidiaries of holding company in aggregate:

Particulars	As at 31st March, 2024 No. of Shares	As at 31st March, 2023 No. of Shares
(a) Shares held by holding company, Bhartiya International Ltd.	50,000	50,000

NOTES (CONTD.)

4.5 Share held by promoter at 31st March, 2024

Rs. in Thousand

Name of the share holders	No. of Shares at the beginning of the year	Change During the year	No. of Shares at the end of the Year	% of Total Shares	% Change during the Year
(a) Bhartiya International Ltd.	50,000	-	50,000	100	

5. Other Equity

Particulars	Retained Earning	Total
Balance as at 31st March, 2022	(184.42)	(184.42)
Profit for the year	(31.50)	(31.50)
Other comprehensive income for the year	-	-
Balance as at 31st March, 2023	(215.92)	(215.92)
Profit for the year	(30.40)	(30.40)
Other comprehensive income for the year	-	-
Balance as at 31st March, 2024	(246.32)	(246.32)

6. OTHER CURRENT FINANCIAL LIABILITIES

Particulars	As at 31st March, 2024	As at 31st March, 2023
(a) Expenses Payable	5.50	5.00
TOTAL	<u>5.50</u>	<u>5.00</u>

7. OTHER EXPENSES

(a) Audit Fees	5.00	5.00
(b) Professional Charges	12.98	12.98
(c) Rates & Taxes	12.30	13.40
(d) Bank Charges	0.12	0.12
TOTAL	<u>30.40</u>	<u>31.50</u>

8.1 Earning per share computed in accordance with the IND AS -33 is as under:

a) Net Profit/(loss) after tax available for equity shareholders	(30.40)	(31.50)
b) Weighted average number of Equity Shares of Rs. 10/- each	50,000.00	50,000.00
c) Basic/Diluted Earning per share Rs.(a/b)	(0.61)	(0.63)

NOTES (CONTD.)

8.2 Auditor's Remuneration

Particulars	Year Ended 31st March, 2024	Year Ended 31st March, 2023
Audit Fees	5.00	5.00

8.3 Information with regard to the additional information and other disclosures to be disclosed by way of notes to Statement of profit and loss as specified in Schedule III to the Act is either 'nil' or 'not applicable' to the Company for the year.

8.4 Debit and credit balances are subject to their confirmation.

8.5 Financial Risk Management

Credit Risk

Company has fully invested in Bank thus Company does not foresee any credit risk.

Liquidity Risk

Company has no borrowings thus Company does not foresee any liquidity risk.

Market Risk

Company has no foreign currency exposure and does not have hedge position in currency market, thus Company does not foresee any market risk.

8.6 Ratios

Ratio	Numerator	Denominator	Current Period	Previous Period	% of Variance	Reason for variance
Current Ratio	Current Assets	Current Liabilities	45.31	55.82	44.07	*
Return on Equity	Net Profits after taxes	Average Shareholder Equity	-11.31%	-10.51%	-1.04	

*Due to decrease in current assets.

As per our report of even date attached
SUSHIL PODDAR & CO.
Firm Registration No. 014969N
Chartered Accountants

S. K. Poddar
Partner
Mem.No. 094479

Gurugram, 28th May, 2024

For and on behalf of the Board

A.K. Gadhok
Director
DIN: 01254410

Manoj Khattar
Director
DIN:00694981

INDEPENDENT AUDITORS' REPORT

To

**The Shareholder of
World Fashion Trade Ltd**

(incorporated in Republic of Mauritius with limited liability)

Report on the audit of the Financial Statements Opinion

We have audited the financial statements of World Fashion Trade Limited (the "Company") which comprise the statement of financial position as at 31 March, 2024, the income statement, statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the financial statements give a true and fair view of the financial position of the Company as at 31 March 2024, and of its financial performance and its cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standard for Private Entities ("HKFRS for Private Entities") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and have been properly prepared in compliance with the Hong Kong Companies Ordinance.

Basis of opinion

We conducted our audit in accordance with Hong Kong Standards on Auditing ("HKSA's") issued by the HKICPA. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the HKICPA's Code of Ethics for Professional Accountants ("the Code"), and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Fundamental uncertainty relating to going concern basis

In forming our opinion, we have considered the adequacy of the disclosures made in Note 2 to the financial statements which explains that the shareholders have confirmed that they will provide such financial assistance as is necessary to maintain the Company as a going concern.

On the strength of this assurance, the financial statements have been prepared on a going concern basis, the validity of which depends upon the Company maintaining future profitable operations and the availability of financial support from shareholders to support working capital of the Company. The financial statements do not include any adjustments that would result from a failure to obtain such financial support. We consider that appropriate disclosures have been made and our opinion is not qualified in this respect.

Information other than the financial statements and auditor's report thereon

The director of the Company is responsible for the other information. The other information comprises all the information included in the Company's 2024 annual report other than the Financial Statements and our auditor's report thereon ("the Code").

Our opinion on the Financial Statements does not cover the Other Information and we do not express any form of assurance, conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the Other Information and, in doing so, consider whether the Other Information is materially inconsistent with the Financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this Other Information, we are required to report that fact. We have nothing to report in this regard.

Director's responsibility and those charged with governance for the financial statements

The sole director is responsible for the preparation of the financial statements that give a true and fair view in accordance with HKFRS for Private Entities issued by the HKICPA and the Hong Kong Companies Ordinance, and for such internal control as the sole director determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the audit of Company's Financial Statement

Our objective is to obtain reasonable assurance about whether the financial statements as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. We report our opinion solely to you, as a body, in accordance with Section 405 of the Hong Kong Companies Ordinance and for no other purpose. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HKSA's will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the director.

Auditors' Responsibilities for the audit of Company's Financial Statement (continued)

- Conclude on the appropriateness of the director's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions 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 financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the sole director of the company 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.

Akin CPA Limited
Certified Public Accountants

Sharma, Manish Narain
Practicing Certificate Number: P05395

Hong Kong, 23rd May, 2024

BALANCE SHEET AS AT 31ST MARCH, 2024

Particulars	Note	31/3/2024	31/3/2023
		HK\$	HK\$
Current Assets			
Cash and Cash Equivalents		31,685	58,636
		<u>31,685</u>	<u>58,636</u>
Current Liabilities			
Accruals		58,390	62,259
Amount due to a Related Party	7(b)	116,200	152,600
		<u>174,590</u>	<u>214,859</u>
Net Current Liabilities		<u>(142,905)</u>	<u>(156,223)</u>
Net Liabilities		<u>(142,905)</u>	<u>(156,223)</u>
Capital Deficiency			
Share Capital	6	5,480,570	5,480,570
Accumulated losses	6	(5,623,475)	(5,636,793)
Total Capital Deficiency		<u>(142,905)</u>	<u>(156,223)</u>

The accompanying Accounting policies and Explanatory notes form an integral part of and should be read in conjunction with these financial statements

For and on behalf of the Board

Liu Qiongli

Director

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

Particulars	Note	31/3/2024	31/3/2023
		HK\$	HK\$
Other Income		156,206	495
Administrative Expenses		142,888	126,490
Profit/(loss) before tax	4	<u>13,318</u>	<u>(125,995)</u>
Income tax Expense	5	--	-
Profit/(loss) for the year		<u>13,318</u>	<u>(125,995)</u>

The accompanying Accounting Policies and Explanatory Notes form an integral part of, and should be read in conjunction with, these financial statements.

For and on behalf of the Board

Liu Qiongli

Director

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

Particulars	31/3/2024	31/3/2023
	HK\$	HK\$
<u>Operating Activities</u>		
Cash flows from Operating Activities Profit/(loss) after tax	13,318	(125,995)
Adjustment for:		
Interest expenses and bank charges	<u>1,415</u>	<u>1,053</u>
Operating Profit/(loss)	14,733	(124,942)
(Decrease)/ increase in amount due to related companies	(36,400)	152,600
(Decrease)/ increase in accrued expenses and other current liabilities	(3,869)	12,259
Net cash (used in) /generated from operating activities	<u>(25,536)</u>	<u>39,917</u>
<u>Financing Activities</u>		
Interest expenses and Bank charges	<u>(1,415)</u>	<u>(1,053)</u>
Net cash used in Financing Activities	(1,415)	(1,053)
Net (decrease)/ increase in cash and cash equivalents	(26,951)	38,864
Cash & cash equivalents at beginning of financial year	58,636	19,772
Cash & Cash equivalents at end of Financial Year	<u>31,685</u>	<u>58,636</u>

The accompanying Accounting Policies and Explanatory Notes form an integral part of, and should be read in conjunction with, these financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2024

1. REPORTING ENTITY

World Fashion Trade Limited ("the Company") is a company incorporated in Republic of Mauritius with limited liability. Its holding company is Bhartiya International Limited, a public limited company incorporated in India and its shares are listed on National Stock Exchange of India. The registered office address of the Company Suite 308, ST. James Court, St. Denis street, Port Louis, Mauritius and principal place of business is at 20/F, Champion Building, 287-291 Des Voeux Road Central, Sheung Wan, Hong Kong. The principal activity of the company during the year was engaged in export and import of garments, bags and related products.

The financial statements are presented in Hong Kong Dollars (HK\$), unless otherwise stated.

2. BASIS OF PREPARATION AND ACCOUNTING POLICIES

In preparing the financial statements, the director has given careful consideration to the future liquidity of the Company and its ability to meet its ongoing obligations in light of its adverse financial position as at 31 March, 2024. At that date, the Company had net current liabilities of HK\$142,905 and deficiency of assets of HK\$142,905.

The shareholder has confirmed that it will provide such financial assistance as is necessary to maintain the Company as a going concern. On the strength of this assurance, the financial statements have been prepared on a going concern basis.

Should the Company be unable to continue as a going concern, adjustments would have to be made to restate the values of the Company's assets to their recoverable amounts, to provide for any further liabilities which might arise, and to reclassify non-current assets and non-current liabilities as current assets and current liabilities respectively.

The financial statements have been prepared in accordance with the Hong Kong Financial Reporting Standards for Private Entities ("HKFRSPE") issued by the Hong Kong Institute of Certified Public Accountants and the requirements of the Hong Kong Companies Ordinance.

These financial statements have been prepared under the accrual basis of accounting and on the basis that the company is a going concern.

The measurement base adopted is the historical cost convention.

The following are the specific accounting policies that are necessary for a proper understanding of the financial statements:

(a) Revenue

Revenue is recognised when it is probable that the economic benefits will flow to the company and when the revenue can be measured reliably, on the following bases:

- (i) Sale of goods is recognised when the goods are delivered and the risks and rewards of ownership have passed to the customer.

(b) Foreign Exchange

Foreign currency transactions and foreign currency non-monetary items are converted at the exchange rate applicable at the transaction date. Foreign currency monetary items are translated into Hong Kong Dollars using exchange rates applicable at the balance sheet date. Gains and losses on foreign exchange are recognised in the income statement.

(c) Taxation

Income tax expense represents current tax expense. The income tax payable represents the amounts expected to be paid to the taxation authority, using the tax rates (and tax laws) that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is not provided.

(d) Trade and other receivables

Trade and other receivables are stated at estimated realisable value after each debt has been considered individually. Where the payment of a debt becomes doubtful a provision is made and charged to the income statement.

(e) Provisions and Contingent Liabilities

Provisions are recognised for other liabilities of uncertain timing or amount when the Company present has present a legal or constructive obligation arising 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. Where the time value of money is material, provisions are stated at the present value of the expenditure expected to settle the obligation.

Where it not probable that an outflow of resources embodying economic benefits will be required or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of resources embodying economic benefits is remote. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more uncertain future events are also disclosed as contingent liabilities unless the probability of outflow of resources embodying economic benefits is remote.

(f) Cash and Cash Equivalents

Cash and cash equivalents comprise cash at bank and in hand, demand deposits with banks and other financial institutions, and short-term, highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value, having been within three months of maturity at acquisition. Bank overdrafts that are repayable on demand and form an integral part of the Company's cash management are also included as a component of cash and cash equivalents for the purpose of the cash flow statement.

(g) Related Parties

For the purpose of these financial statements, related party includes a person and entity as defined below:

- (I) A person or a close member of that person's family is related to the Company if that person:
 - (i) has control or joint control over of the reporting entity;
 - (ii) has significant influence over the reporting entity; or
 - (iii) is a member of the key management personnel of the reporting entity or of a parent of the reporting entity.
- (II) An entity is related to the Company if any of the following conditions applies:
 - (i) the entity and the reporting entity are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).
 - (ii) one entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
 - (iii) both entities are joint ventures of the same third party.
 - (iv) one entity is a joint venture of a third entity and the other entity is an associate of the third entity.
 - (v) the entity is a post-employment benefit plan for the benefit of employees of either the reporting entity or an entity related to the reporting entity. If the reporting entity is itself such a plan, the sponsoring employers are also related to the reporting entity.
 - (vi) the entity is controlled or jointly controlled by a person identified in (I).
 - (vii) a person identified in (I)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).

(h) Borrowing costs

All borrowing costs are recognised in profit or loss in the period in which they are incurred.

(i) Accounts payable

Accounts payables are recognised initially at the transaction price and subsequently measured at amortised cost using the effective interest method.

NOTES (CONTD.)

Particulars	31/03/2024	31/03/2023
	HK\$	HK\$

3. DIRECTOR'S EMOLUMENTS

Director's emoluments disclosed pursuant to Section 383(1) of the Hong Kong Companies Ordinance are as follows:

Fees	-	-
Other Emoluments:	-	-
Salaries, Allowance and Benefits in kind Bonus	-	-
Employer's mandatory Provident Fund Scheme contribution	-	-

4. PROFIT/(LOSS) BEFORE TAX

Profit/(loss) before tax arrived at:

After charging the following items:

Auditor's remuneration

- Provision for the year	20,000	20,000
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Staff costs
(excluding director's emoluments – Note 3)

- Staff salaries, allowance and related cost	-	-
- Employer's mandatory provident fund scheme contribution	-	-

5. INCOME TAX EXPENSE

No Hong Kong profits tax has been provided in the financial statements as the Company did not derive any assessable profit in Hong Kong during the year.

No deferred taxation was provided during the year as there were no material temporary differences as the end of reporting year.

6. CHANGES IN EQUITY

	Share capital	Accumulated losses	Total
	HK\$	HK\$	HK\$
As at 31 March 2023	5,480,570	(5,636,793)	(156,223)
Net profit for the year	-	13,318	13,318
As at 31 March 2024	<u>5,480,570</u>	<u>(5,623,475)</u>	<u>(142,905)</u>

NOTES (CONTD.)**7. RELATED PARTY TRANSACTIONS**

(a) The table below summaries the names of related parties and nature of relationship with the Company:

<u>Related parties</u>	<u>Relationship with the Company</u>
Design Industry Limited	Fellow subsidiary

(b) Balances with related parties

As at the respective balance sheet date, the Company had the following balances with related party:

Particulars	31/03/2024	31/03/2023
	HK\$	HK\$
Current: Amount due to Design Industry Limited	116,200	152,600
	116,200	152,600

The above balance with the related party is unsecured, interest-free and has no fixed terms of repayment.

8. HOLDING COMPANY

As at 31 March, 2024, the Company's ultimate holding company is Bhartiya International Limited, a public limited company incorporated in India and its shares are listed on National Stock Exchange of India. This entity produces financial statements available for public use.

9. CAPITAL RISK MANAGEMENT

The Company management manage its capital to ensure that the Company will be able to continue as a going concern while maximizing the return to stakeholders through the optimization of the debt and equity balance. The Company's overall strategy remains unchanged from prior year.

The capital structure of the Company consists of cash and cash equivalents, debt and equity attributable to equity holders of the Company, comprising issued share capital, share premium and accumulated profit.

The director of the Company reviewed the capital structure on an annual basis. As part of this review, the directors consider the cost of capital and the risks associated with each class of capital.

10. LIQUIDITY RISK MANAGEMENT

In the management of the liquidity risk, the Company monitor and maintain a level of cash and cash equivalents considered adequate by the management to finance the Company's operations and mitigate the effects of fluctuations in cash flows.

The contractual maturity of the Company's trade and other payables are all due within one year and the amounts due to related parties are all repayable on demand.

AUDITORS' REPORT

Report of the Statutory Auditors
on the Limited Statutory Examination to the general meeting of
Ultima SA, Neuchatel

As statutory auditors, we have examined the financial statements (balance sheet, income statement and notes) of Ultima SA for the period from 1st April, 2023 to 31st March, 2024.

These financial statements are the responsibility of the Board of Directors. Our responsibility is to perform a limited statutory examination on these financial statements. We confirm that we meet the licensing and independence requirements as stipulated by Swiss law.

We conducted our examination in accordance with the Swiss Standard on the limited Statutory Examination. This standard requires that we plan and perform a limited statutory examination to identify material misstatements in the financial statements. A limited statutory examination consists primarily of inquiries of company personnel and analytical procedures as well as detailed tests of company documents as considered necessary in the circumstances. However, the testing of operational processes and the internal control system, as well as inquiries and further testing procedures to detect fraud or other legal violations, are not within the scope of this examination.

Based on our limited statutory examination, nothing has come to our attention that causes us to believe that the financial statements and the proposed appropriation of available earnings do not comply with Swiss law and the company's articles of incorporation.

Revifidu SA

F. Ruaro
Auditor in Charge

Neuchatel, 27th May, 2024

BALANCE SHEET AS AT 31st MARCH, 2024

Particulars	31.03.2024	31.03.2023
	CHF	CHF
Short Term Assets		
Banks accounts	1,381,707.32	246,609.82
Debtors (Net of provision on debtors)	4,084,919.20	3,616,234.31
Advances to creditors	190,678.48	203,325.00
Debtors subsidiaries companies	27,022.82	18,862.54
C/a Bhartiya International Ltd.	270,447.30	288,134.85
Transitional and other debtors	30,078.97	49,630.56
Total Short Term Assets	<u>5,984,852.09</u>	<u>4,422,797.08</u>
Fixed Assets		
Tangibles Assets		
Furniture and computer	4,000.00	1.00
Financial Assets		
Rent Guaranty	6119.45	6,090.00
Investments	2,480,930.00	2,480,930.00
Brands	3,668,374.40	<u>5,501,374.40</u>
Total Fixed Assets	6,155,423.85	7,988,394.40
Total Fixed Assets	<u>6,159,423.85</u>	<u>7,988,395.40</u>
TOTAL ASSETS	<u>12,144,275.94</u>	<u>12,411,192.48</u>
LIABILITIES AND EQUITY		
Liabilities		
Term loan from bank	2,576,290.02	3,530,148.22
Current Liabilities		
Creditors	1,833,654.13	1,250,395.24
Creditors subsidiaries companies	3,132,147.67	2,176,610.27
Transitional and other liabilities	66,286.70	118,982.92
Total current liabilities	<u>5 032,088.50</u>	<u>3,545,988.43</u>
Total liabilities	7 608,378.52	7,076,136.65
Equity		
Share Capital	1,000,000.00	1,000,000.00
General Reserve	278,000.00	278,000.00
Retained Earnings	4,057,055.83	5,820,409.48
Net result of the period	(799 158.41)	(1,763,353.65)
Total Equity	<u>4,535,897.42</u>	<u>5,335,055.83</u>
TOTAL LIABILITIES AND EQUITY	<u>12,144,275.94</u>	<u>12,411,192.48</u>

INCOME STATEMENT 2023/2024

Particulars	31.03.2024 CHF	31.03.2023 CHF
Revenues		
Sales to foreign customers	6,712,305.53	6,617,167.64
Commissions on sales	1,439,989.26	988,655.86
Total Revenues	8,152,294.79	<u>7,605,823.50</u>
Merchandises Costs		
Costs of goods	5,414,835.30	5,676,275.23
Total Merchandises Costs	5,414,835.30	<u>5,676,275.23</u>
Other Expenses		
Personal costs	95,896.97	69,897.87
Design and consultancy	1,454,050.16	1,127,042.96
Administration, rent and Directors	121,519.10	95,600.72
Audit and lawyers	36,864.00	45,654.97
Marketing, travel expenses	87,747.02	222,382.01
Total Other Expenses	1,796,077.25	<u>1,560,578.53</u>
Result before interests, taxes provisions and depreciation	941,382.24	368,969.74
Financial Incomes and Charges		
Interests and bank fees (nets)	346,154.25	271,119.48
Exchange rate difference	(24 344.08)	20,709.91
Total financial incomes and charges	321,810.17	291,829.39
Provisions and Depreciation		
Depreciation	1,834,280.94	1,833,249.00
Reversal of expenses from previous years	(437,263.00)	0.00
Result Before Taxes	(777,445.87)	(1,756,108.65)
Taxes		
Federal taxes	-	-
Canton and commune taxes	21,712.54	7,245.00
Total taxes	21,712.54	7,245.00
Net result of the period	(799,158.41)	<u>(1 763,353.65)</u>

NOTES TO THE FINANCIAL STATEMENT AS AT 31st MARCH, 2024

Particulars		31.03.2024	31.03.2023
		CHF	CHF
Information 1 :			
Essential investments			
Ultima Italia S.r.l		2,438,000.00	2,438,000.00
(Share capital EUR 2'000'000.-)	Interest of	100.00%	100.00%
Design industry Ltd		11,900.00	11,900.00
(Share capital HKD 100'000.-)	Interest of	100.00%	100.00%
Design industry China Ltd		31,030.00	31,030.00
(Share capital CNY 203'686.40)	Interest of	100.00%	100.00%

No other mention required by art. 663b CO

PROPOSED APPROPRIATION OF AVAILABLE EARNINGS

Particulars		31.03.2024	31.03.2023
		CHF	CHF
Profit available to the Annual General Meeting			
Retained earnings beginning of the year		4,057,055.83	5,820,409.48
		<u>4,057,055.83</u>	<u>5,820,409.48</u>
Net result of the period		(799,158.41)	(1,763,353.65)
		<u>3,257,897.42</u>	<u>4,057,055.83</u>
Proposal of Board of Directors			
Attribution to general reserve		-	-
Carried forward		3,257,897.42	4,057,055.83
		<u>3,257,897.42</u>	<u>4,057,055.83</u>

AUDITOR'S REPORT

We have prepared the financial statements, which have been prepared as per the norms and accountability principles established in Italy.

The statement of accounts complies the information provided by you and also includes the adjustments and classifications as indicated by you, in accordance with Italian accountability standards and generally accepted accountability principles.

Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs as 31st March, 2024 and of the results of its operation for the period ended on the date.

Dr. Enrico Cantoni
24th May, 2024

BALANCE SHEET AS AT 31ST MARCH, 2024

(Expressed in Euro)

Particulars	Aa at 31 ST March, 2024	As at 31 ST March, 2023
ASSETS		
Fixed Assets, net of depreciation	712,822	846,579
CURRENT ASSETS		
Inventories	159,631	71,005
Accounts receivables	1,595,051	1,800,530
Deposits	41,800	41,800
Cash at bank	184,049	26,324
TOTAL ASSETS	<u>2,693,354</u>	<u>2,786,2391</u>
LIABILITIES		
Share capital	2,000,000	2,000,000
Profit/ (-Loss) for the previous years	20,508	19,902
Profit/ (-Loss) for the period	2,470	607
Bank overdraft/Limit	5,584	65,830
Loan from banks	435,899	470,133
CURRENT LIABILITIES		
Accounts payable and accrued exp.	209,006	215,320
Other creditors	19,886	14,448
TOTAL LIABILITIES	<u>2,693,354</u>	<u>2,786,2391</u>

PROFIT AND LOSS ACCOUNT FOR YEAR ENDED 31ST MARCH, 2024

(Expressed in Euro)

Particulars	2023-2024	2022-2023
INCOME		
Sales	3,096,594	3,347,938
TOTAL INCOME	<u>3,096,594</u>	<u>3,347,9381</u>
COSTS AND EXPENSES		
Costs of goods sold	1,723,412	1,876,722
Selling, general and administrative	1,145,470	1,155,060
Depreciation	119,628	153,415
Financial charges	83,481	144,667
TOTAL COSTS	<u>3,071,992</u>	<u>3,329,864</u>
Profit/ (-Loss) before taxes	24,603	18,075
Taxes	22,132	17,468
Profit/ (-Loss) for the period	2,470	607

INDEPENDENT AUDITORS' REPORT

**To
The Shareholder of
Design Industry Ltd**

Report on the Audit of the Financial Statements Opinion

We have audited the financial statements of Design Industry Limited (the "Company") set out on pages 6 to 14, which comprise the statement of financial position as at 31st March, 2024, the income statement for the period then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the financial statements of the Company are prepared, in all material respects, in accordance with the Hong Kong Small and Medium-Sized Entity Financial Reporting Standard ("SME-FRS") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"), and have been properly prepared in compliance with the Hong Kong Companies Ordinance.

Basis for opinion

We conducted our audit in accordance with Hong Kong Standards on Auditing and with reference to Practice Note 900 (Clarified) "Audit of Financial Statements Prepared in Accordance with the SME-FRS" issued by the HKICPA. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the HKICPA's Code of Ethics ("the Code") for Professional Accountants, and we have fulfilled our other responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

The sole director of the Company is responsible for the other information. The other information comprises the information included in the Company's 2024 annual report other than the financial statements and our auditor's report thereon ("the Code").

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the Other Information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Director's Responsibilities for the Financial Statements

The sole director is responsible for the preparation of the financial statements in accordance with the SME-FRS issued by the HKICPA and the Hong Kong Companies Ordinance, and for such internal control as the director's determine is necessary to enable the preparation of financial statements that is free from material misstatement, whether due to fraud or error.

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

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. We report our opinion solely to you, as a body, in accordance with Section 405 of the Hong Kong Companies Ordinance and for no other purpose. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HKSA's will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. As part of an audit in accordance with HKSA's, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

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

We communicate with the sole director of the company 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.

Akin CPA Limited
Certified Public Accountants

Sharma, Manish Narain
Practising Certificate Number L P05395

Hong Kong, 13th May, 2024

STATEMENT OF BALANCE SHEET AS AT 31ST MARCH, 2024

Particulars	NOTE	31.03.2024 HK\$	31.03.2023 HK\$
Current assets			
Accounts and other receivable		20,772,087	13,258,036
Trade deposit paid		201,675	199,664
Prepayments		577,200	577,200
Amount due from related parties	10(c)	27,502,531	17,391,173
Cash and cash equivalents	9	5,818,419	573,426
		<u>54,871,912</u>	<u>31,999,499</u>
Current liabilities			
Accounts payable		25,947,791	3,323,742
Accruals		97,500	97,361
Trade deposit received		370,164	647,609
Amount due to the related party	10(c)	23,386	481,125
		<u>26,438,841</u>	<u>4,549,837</u>
Net current assets		28,433,077	27,449,662
Net assets		<u>28,433,077</u>	<u>27,449,662</u>
Equity			
Share capital		100,000	100,000
Issued and paid: 100,000 ordinary shares	8		
Retained earnings	8	28,333,071	27,349,662
Total equity		<u>28,433,071</u>	<u>27,449,662</u>

Approved and authorised for issue by the Board of Director on.

Walter Will Zwahlen
Director

The accompanying Accounting Policies and Explanatory Notes form an integral part of, and should be read in conjunction with, these financial statements.

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

Particulars	NOTE	31.03.2024 HK\$	31.03.2023 HK\$
Turnover	3	63,739,809	60,347,573
Cost of sales		(53,504,883)	(42,517,243)
Gross profit		<u>10,234,926</u>	<u>17,830,330</u>
Other income	4	77,079	314,360
Administrative expenses		(9,328,596)	(5,962,412)
Profit before tax	6	<u>983,409</u>	<u>12,182,278</u>
Income tax expense	7	--	-
Profit for the year		<u>983,409</u>	<u>12,182,278</u>

The accompanying Accounting Policies and Explanatory Notes form an integral part of, and should be read in conjunction with, these financial statements.

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

Particulars	NOTE	31.03.2024 HK\$	31.03.2023 HK\$
Operating activities			
Profit before tax		983,409	12,182,278
Adjustment for:			
Bank interest income		(26,148)	(14,360)
Operating profit before changes in working capital		957,261	12,167,918
(Increased)/ decrease in trade and other receivables		(7,514,051)	7,385,847
(Increased)/ decrease in trade deposit paid		(2,011)	296,400
Increase in the amount due from related parties		(10,111,358)	(15,831,173)
Increased/ (decrease) in accounts payable		22,624,049	(14,918,878)
Increased in accruals		139	37,361
Decrease in trade deposit received		(277,445)	(26,652)
Decrease in amount due to related parties		(457,739)	-
Cash generated from/ (used in) operations		5,218,845	(10,889,177)
Hong Kong profit tax paid		-	-
Net cash generated from/ (used in) operating activities		5,218,845	(10,889,177)
Investing activities			
Bank interest income		26,148	14,360
Net cash generated from investing activities		26,148	14,360
Financing activities			
Increase in bank overdraft		--	(6,997)
Net cash used in financing activities		-	(6,997)
Net cash generated from/ (used in) all activities		5,244,993	(10,881,814)
Cash and cash equivalents at the beginning of the year		573,426	11,455,240
Cash and cash equivalents at the end of the year	9	5,818,419	573,426

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2024

1. REPORTING ENTITY

Design Industry Limited (the "Company") is a company incorporated in Hong Kong with limited liability. The Company's registered office and principal place of business is located at Room 1104, Crawford House, 70 Queen's Road Central, Central, Hong Kong. The principal activity of the company during the year was engaged in the import and export of garments, bags and related products.

The financial statements are presented in Hong Kong Dollars (HK\$), unless otherwise stated.

2. BASIS OF PREPARATION AND ACCOUNTING POLICIES

In preparing the financial statements, the director has given careful consideration to the future. The company qualifies for the reporting exemption as a small private company under section 359(1)(a) of the Hong Kong Companies Ordinance (Cap. 622) and is therefore entitled to prepare and present its financial statements in accordance with the Small and Medium-sized Entity Financial Reporting Standard (SME-FRS) issued by the Hong Kong Institute of Certified Public Accountants.

These financial statements comply with the Small and Medium-sized Entity Financial Reporting Standard ("SME-FRS") issued by the Hong Kong Institute of Certified Public Accountants and have been prepared under the accrual basis of accounting and on the basis that the Company is a going concern.

The measurement base adopted is the historical cost convention.

The following are the specific accounting policies that are necessary for a proper understanding of the financial statements:

(a) Revenue

Revenue is recognised when it is probable that the economic benefits will flow to the company and when the revenue can be measured reliably, on the following bases:

- (i) Sale of goods is recognised when the goods are delivered and the risks and rewards of ownership have passed to the customer; and
- (ii) Interest income is recognised on a time proportion basis taking into account the principal outstanding and the interest applicable.

(b) Foreign exchange

Foreign currency transactions and foreign currency non-monetary items are converted at the exchange rate applicable at the transaction date. Foreign currency monetary items are translated into Hong Kong Dollars using exchange rates applicable at the balance sheet date. Gains and losses on foreign exchange are recognised in the income statement.

(c) Taxation

Income tax expense represents current tax expense. The income tax payable represents the amounts expected to be paid to the taxation authority, using the tax rates (and tax laws) that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is not provided.

(d) Trade and other receivables

Trade receivables are recognized initially at the transaction price. They are subsequently measured at amortized cost using the effective interest method, less provision for impairment. A provision for impairment of trade receivables is established when there is objective evidence that the group will not be able to collect all amounts due according to the original terms of the receivables.

(e) Trade and other payables

Trade and other payables are recognized initially at the transaction price and subsequently measured at amortized cost using the effective interest method.

(f) Cash and cash equivalent

Cash and cash equivalents include cash on hand, demand deposits and other short-term highly liquid investments with original maturities of three months or less. Bank overdraft is shown within borrowings in current liabilities on the statement of financial position.

NOTES (CONTD.)**(g) Related parties**

For the purpose of these financial statements, related party includes a person and entity as defined below:

- (I) A person or a close member of that person's family is related to the Company if that person:
- (i) has control or joint control over of the reporting entity;
 - (ii) has significant influence over the reporting entity; or
 - (iii) is a member of the key management personnel of the reporting entity or of a parent of the reporting entity.
- (II) An entity is related to the Company if any of the following conditions applies:
- (i) the entity and the reporting entity are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).
 - (ii) one entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
 - (iii) both entities are joint ventures of the same third party.
 - (iv) one entity is a joint venture of a third entity and the other entity is an associate of the third entity.
 - (v) the entity is a post-employment benefit plan for the benefit of employees of either the reporting entity or an entity related to the reporting entity. If the reporting entity is itself such a plan, the sponsoring employers are also related to the reporting entity.
 - (vi) the entity is controlled or jointly controlled by a person identified in (I).
 - (vii) a person identified in (I)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).

3. Turnover

An analysis of the Company's revenue is as follows:

Particulars	31.03.2024 HK\$	31.03.2023 HK\$
Sales	63,739,809	60,347,573

4. Other Income

Commission Income	-	300,000
Bank interest Income	26,148	14,360
Net exchange gain	50,931	-
	<u>77,079</u>	<u>314,360</u>

5. Director's Emolument

Director's emolument disclosed pursuant to Section 383(1) of the Hong Kong Companies Ordinance is as follows:

Fees	-	-
Other Emoluments	-	-
Salaries, Allowance and Benefits in kind	19,500	19,500
Bonus	-	-
Employer's mandatory Provident Fund Scheme Contribution	-	-
	<u>19,500</u>	<u>19,500</u>

NOTES (CONTD.)**6. Profit Before Tax**

Profit before tax is arrived at:

Particulars	2024 HK\$	2023 HK\$
Profit before tax is arrived at:	1	1
Accountancy fee	40,000	40,000
Auditor's remuneration		
- Provision for the year	20,000	20,000
Staff costs (excluding director's emolument – Note 5)		
- Staff salaries, allowance and related cost	-	-
- Employer's mandatory provident fund scheme contribution	-	-

7. Income Tax Expense

No Hong Kong profits tax was provided as the company did not derive any assessable profits in Hong Kong this year.

No deferred taxation was provided as there were no material temporary differences at the end of the statement of financial position date.

8. Changes In Equity

Particulars	Shared Capital HK\$	Retained Earning HK\$	Total HK\$
As at 31st March, 2023	100,000	27,349,662	27,449,662
Net profit for the year	-	983,409	983,409
As at 31st March, 2024	<u>100,000</u>	<u>28,333,071</u>	<u>28,433,071</u>

9. Cash And Cash Equivalent

Cash and cash equivalents consist of cash balances with banks and on hand. Cash and cash equivalents included in the statement of cash flows comprise the following:

Particulars	31.03.2024 HK\$	31.03.2023 HK\$
Cash at banks and in hand	5,818,419	573,426
Bank overdraft	-	-
	<u>5,818,419</u>	<u>573,426</u>

NOTES (CONTD.)**10. Related Party Transactions**

- (a) The table below summaries the name of related party and nature of relationship with the Company:

<u>Related Party</u>	<u>Relationship with the Company</u>
Ultima S.A.	Holding company
Bhartiya International Limited	Ultimate holding company
Ultima Italia SRL	Fellow Subsidiary
World Fashion Trade Limited	Fellow Subsidiary
Design Industry China Limited	Fellow Subsidiary

- (b) Significant related party transaction, which was carried out in normal course of the Company's business is a follow:

As at the respective end of the reporting year, the company had the following balance with the related parties:

Particulars	2024 HK\$	2023 HK\$
Current:		
Purchase from Ultima S.A.	7,683,653	428,608
Purchase from Bhartiya International Limited	18,627,478	3,446,750
Marketing fee paid to Ultima S.A.	3,697,242	3,464,629
	<u>30,008,373</u>	<u>7,339,987</u>
Consultancy fee paid to World Fashion Trade Limited	<u>156,000</u>	-

- (c) Balance with the related parties

As at the respective reporting date, the Company had the following outstanding balance with the related parties:

Particulars	2024 HK\$	2023 HK\$
Current:		
Amount due from Ultima S.A.	27,286,331	17,238,573
Amount due from World Fashion Trade Limited	116,200	152,600
	<u>27,402,531</u>	<u>17,391,173</u>
Current:		
Accounts payable	2,244,126	5,382
Current:		
Amount due to Ultima Italia SRL	23,386	481,125

All above balances with the related parties are unsecured, interest-free and repayable on demand.

11. ULTIMATE HOLDING COMPANY

As at 31st March, 2024, the sole director considers the ultimate hold of the company to the Bhartiya International Limited, which is incorporated in New Delhi, India.

INDEPENDENT AUDITOR'S REPORT

To,
The shareholders of
Design Industry China Ltd.

I. Opinion

We have audited the financial statements of Design Industry China Ltd., including the balance sheet as at March 31, 2024, and the income statement, cash flow statement and notes to relevant financial statements for the during 1st April, 2023 to 31st March, 2024, and the notes to the financial statements.

In our opinion, the attached financial statements are prepared, in all material respects, in accordance with Accounting Standards for Small Business Enterprises and present fairly the financial position of the Company as at March 31, 2024 and its operating results and cash flows for the during April 1st 2023 to March 31 2024.

II. Basis for Opinion

We conducted our audit in accordance with Auditing Standards for Chinese Certified Public Accountants. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of Design Industry China Ltd. in accordance with the Code of Ethics for Chinese Certified Public Accountants and have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

III. Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with China Accounting Standards for Small Business Enterprises, and for such internal control as management determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

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

Those charged with governance are responsible for overseeing Design Industry China Ltd. financial reporting process.

IV. Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

- C. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- D. Conclude on the appropriateness of management' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on Design Industry China Ltd. ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause Design Industry China Ltd. to cease to continue as a going concern.
- E. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

Hangzhou Tianpu Certified Public Accountant:

Chinese Certified Public Accountant:

Hangzhou, China

13th May, 2024

BALANCE SHEET AS OF 31ST MARCH, 2024

Design Industry China Ltd.

Monetary Unit: RMB Yuan

Assets	Note No.	Ending Balance	Beginning balance	Liabilities & Owners' Equity	Note No.	Ending Balance	Beginning balance
Current assets:	1			Current liabilities:	33		
Monetary funds	2	2,16,977.12	2,64,008.59	Short-term loans	34	-	-
Trading financial assets	3	-	-	Trading financial liabilities	35	-	-
Notes receivable	4	-	-	Notes payable	36	-	-
Accounts receivable	5	33,304.03	37,204.17	Accounts payable	37	965,585.28	30,111.93
Advances paid	6	5,41,237.67	2,59,888.80	Advances received	38	-	-
Dividend receivable	7	-	-	Employee compensation payable	39	20,180.93	15,036.29
Interest receivable	8	-	-	Taxes and rates payable	40	-	-
Other receivables	9	2,11,283.29	37,266.94	Profit payable	41	-	-
Inventories	10	2,71,842.48	13,307.79	Other payables	42	-	-
Among them 1: Raw materials	11	-	-	Other current liabilities •	43	-	-
Goods in process	12	-	-	Sub-total of current liabilities	44	9,85,766.21	45,148.22
Finished goods	13	2,71,842.48	13,307.79	Non-current liabilities:	45	-	-
Revolving materials	14	-	0	Long-term borrowings	46	-	-
Non-current assets due within one year	10	-	0	Long-term payables	47	-	-
Other current assets	15	-	0	Deferred income	48	-	-
Sub-total of current assets	16	12,74,644.59	611,676.29	Other non-current liabilities	49	-	-
Non-current assets:				Sub-total of non-current liabilities	50	-	-
Non-current assets.	17	-	0	Total liabilities	51	985,766.21	45,148.22
Long-term bond investment	18	-	0				
Long-term equity investments	19	-	0				
Fixed assets cost	20	97,788.00	97,788.00				
Less: Accumulated depreciation	21	92,898.60	92,898.60				
Fixed assets	22	4,889.40	4,889.40				
Construction in progress	23	-	-				
Construction materials	24	-	-				
Disposal of fixed assets	25	-	-				
Capitalized biological assets	26	-	-	Owners' equity:	52	-	-
Intangible assets	27	-	-	Paid-in capital	53	2,00,000.00	2,00,000.00
Development expenditures	28	-	-	Capital reserve	54	3,686.40	3,686.40
Long-term prepayments	29	-	-	Surplus reserve	55	36,773.11	36,773.11
Other non-current assets	30	-	-	Undistributed profit	56	53,308.27	3,30,957.96
Sub-total of non-current assets	31	4,889.40	4,889.40	Total Owners' Equity	57	2,93,767.78	5,71,417.47
Total assets	32	12,79,533.99	6,16,565.69	Total liabilities & owners' equity	58	12,79,533.99	6,16,565.69

INCOME STATEMENT FOR THE YEAR 1ST APRIL, 2023 TO 31ST MARCH, 2024

Design Industry China Ltd.

Monetary Unit: RMB Yuan

Items		Note No.	Current Period Cumulative	Preceding Period Comparative
I.	Revenue from Operations	1	41,73,596.57	45,20,901.50
II.	Less: Cost of operations	2	7,39,993.40	6,97,914.71
	Taxes and surcharge for operations	3	11,754.20	12,064.28
	including: Consumption tax	4	-	-
	City maintenance and construction tax	5	6,496.79	6,731.95
	Resource tax	6		-
	Land-value increment tax	7		-
	Urban land use tax, property tax, vehicle and vessel tax, 8	8	616.88	523.85
	Additional education fees, mineral resource compensation 9	9	4,640.53	4,808.48
	Selling expenses	10	-	-
	Including: Product maintenance cost	11	-	-
	Advertising and business promotion expenses	12	-	-
	General and administrative expenses	13	37,01,889.92	34,08,644.86
	Including: Start-up expenses	14	-	-
	Business entertainment expenses	15	34,203.94	9,637.33
	Reimbursement	16		
	Financial expenses	17	-14,349.79	26,450.47
	including: Interest expenses	18	-446.23	-464.28
	Add: Investment income (or less: losses)	19	-	-
iii.	Operating profit	20	-2,65,691.16	3,75,827.18
	Add: Non-operating revenue	21	-	12,024.56
	Including: government subsidies	22		12,024.56
	Less: Non-operating expenditures	23	-	70,540.00
	Including: Bad debt loss	24	-	340.00
	Unrecoverable long-term bond investment losses	25	-	-
	Unrecoverable long-term equity investment losses	26	-	-
	Losses caused by force majeure factors such as natural disasters	27	-	-
	Tax delay charge	28	-	400.00
IV.	Profit before tax	29	-2,65,691.16	3,17,311.74
	Less: Income Tax	30	11,958.53	7,837.87
V.	Net Profit / Loss	31	-2,77,649.69	3,09,473.87

STATEMENT OF CASH FLOW FOR THE YEAR 1ST APRIL, 2023 TO 31ST MARCH, 2024

Design Industry China Ltd.

Monetary Unit: RMB Yuan

Items		Note No.	Current period cumulative	Preceding Period cumulative
I.	Cash flows from operating activities:	1		
	Cash receipts from sale of goods or rendering of services	2	53,01,756.83	40,55,452.18
	Received other cash related to operating activities	3	-	58,556.27
	Cash paid for goods and services	4	14,10,703.79	6,77,288.67
	Cash paid to and on behalf of employees	5	21,01,950.00	20,40,942.05
	Cash payments of taxes and rates	6	2,03,574.43	2,53,083.34
	Other cash payments relating to operating activities	7	16,32,560.08	13,53,962.46
	Net cash flows from operating activities	8	-47,031.47	-2,11,268.07
II.	Cash flows from investing activities:	9		
	Cash received from recovering short-term investments, long-term bond investments, and long-term equity investments	10	-	
	Cash received from obtaining investment income	11	-	
	Net cash received from disposal of fixed assets, intangible assets, and other non current assets	12	-	
	Cash paid for short-term investments, long-term bond investments, and long-term equity investments	13	-	
	Cash paid for the purchase and construction of fixed assets, intangible assets, and other non current assets	14	-	
	Net cash flows from investing activities	15	-	-
III.	Cash flows from financing activities:	16		
	Cash received from borrowings	17	-	
	Cash received from absorbing investors' investments	18	-	
	Cash repayments of borrowings	19	-	
	Cash paid for repayment of loan interest	20	-	
	Cash paid for profit distribution	21	-	
	Net cash flows from financing activities	22	-	-
IV.	Net increase in cash and cash equivalents	23	-47,031.47	-2,11,268.07
	Add: cash at the beginning of the period	24	2,64,008.59	4,75,276.66
V.	cash and cash equivalents at the end of the period	25	2,16,977.12	2,64,008.59

NOTES TO FINANCIAL STATEMENTS FOR THE DURING 1ST APRIL, 2023 TO 31ST MARCH, 2024

I. Basics of the company

Design Industry China Ltd. is a Limited Liability Company (Sole Foreign Corporation). The Company obtained a business license from People's Government of Hangzhou on 21 May 2015 issued by Hangzhou Municipal Administration of Industry and Commerce of the PRC. On December 23, 2016, the unified social credit code reissued by Hangzhou Shangcheng District Market Supervision and Administration Bureau was 913301003221707740 "Business license". The registered capital is RMB 200,000.00. ULTIMA SA contributed USD 32,000.00 on September 9th, 2015, equivalent to RMB203,686.40 yuan. Corporation registers: Room 1603, Lianyin Building, No. 887, Jiangcheng Road, Hangzhou, China. Post Code: 310002.

The company changed its legal representative on May 9, 2019. After the change, the legal representative is Sun Xiaoling.

After the change, Scope of business: the wholesale, retail, import and export of clothing, textile, suitcases & leather ware, art ware (except cultural relics), daily provisions; Service: clothing design, entrusted to engage in product quality inspection (Commodities that don't involve trade management commodity of China but involve quota, license management commodity, should be made application in accordance with the national relevant regulations.) (Any project that needs to be approved by law can only be carried out after getting approval by relevant authorities.)

II. Statement in compliance with small business accounting standards

The financial statements prepared by the Company comply with the requirements of the Accounting Standards for Small Businesses and provide a true and complete reflection of the Company's financial position, operating results and cash flow.

III. Prepare the basis

The Company implements the Accounting Standards for Small Businesses of the People's Republic of China. The following important accounting policies are based on this accounting standard.

IV. Important accounting policies, accounting estimates

1. Fiscal year

The Company's fiscal year is from 1st April to 31st March Gregorian calendar year.

2. Book the standard currency

The Company takes RMB as the bookkeeping standard currency.

3. Bookkeeping basis and pricing principles

The accounting of the Company takes accrual system as the basis for accounting, and the assets are denominated based on actual cost. Each property is measured at actual cost at the time of acquisition, and if impairment occurs thereafter, the corresponding impairment provisions are made in accordance with the provisions of the enterprise accounting system.

4. Cash equivalents

Cash equivalents are investments held by the Company with short maturities, strong liquidity, easy conversion to known amounts of cash, and little risk of change in value.

5. Foreign currency business accounting method

Foreign currency business involved in the fiscal year shall be recorded in RMB at the spot exchange rate at the date of occurrence of the foreign currency business. The balance sheet date shall be converted into the bookkeeping standard currency amount for the balance sheet of various foreign currency accounts such as foreign currency cash, foreign currency bank deposits, claims and debts at the spot exchange rate. The difference between the bookkeeping standard amount, which is equivalent to the current exchange rate on that date, and the book denominated currency amount, shall be included in the current profit and loss.

NOTES (CONTD.)**6. Receivables and advances**

Receivables and advances refer to the claims of small enterprises in their daily production and business activities. Includes accounts receivable, accounts receivable, dividends receivable, interest receivable, other receivables, etc. and advance accounts.

Criteria for confirmation of bad debt losses: if the debtor declares bankruptcy, closure, dissolution, revocation, or is cancelled or revoked in accordance with the law, and its liquidation property is not liquidated; if the debtor dies or is declared missing or dead in accordance with the law, and his property or estate is not liquidated; and the debts are not paid If the person is more than 3 years overdue and has conclusive evidence that he is unable to pay off the debt, if he has entered into a debt restructuring agreement with the debtor or the court approves the bankruptcy reorganization plan, and if force majeure, such as natural disasters or war, is not recoverable.

In the event of one of the above-mentioned circumstances in which receivables and advances occur, the irrecoverable receivables and advances recognized after deducting the recoverable amount shall be included in the out-of-business expenses at the time of actual occurrence as a loss of bad debts, and the receivables and advances shall be reduced.

7. Inventory Accounting Method

Inventory refers to the finished goods or commodities held by small enterprises for sale in the course of daily production and operation, the products in the production process, the materials and materials to be consumed in the production process or the provision of labor services, etc. Including raw materials, products, semi-finished products, finished products, commodities, turnover materials, commissioned processing materials. Inventory is accounted for in accordance with the following principles:

When the Company's inventory is acquired, it is recorded at actual cost.

The company takes or issues inventory, according to the actual cost accounting, the use of first-in, first-out method to determine its actual cost. When the company uses working materials and low-value consumables, it uses amortization method.

The inventory inventory system is based on a sustainable inventory system.

In the event of damage to inventory, disposal income, recoverable liability compensation and insurance compensation shall be included in the non-operating expenses or non-operating income, net of its costs, net of related taxes and fees, gains realized from inventory and losses incurred in inventory.

8. Fixed Asset pricing and Depreciation Methods

Fixed assets are tangible assets held by small enterprises for the production of products, the provision of services, rental or management, with a service life of more than 1 year. Including houses and buildings, machinery, machinery, means of transport, equipment, appliances, etc.

Fixed assets are priced at the actual cost at the time of acquisition. The cost of the asset includes the purchase price and the expenses necessary to bring the asset to a predetermined usable state.

Once the depreciation method, service life and expected net residual value of fixed assets have been determined, they may not be changed at will. Fixed asset depreciation is measured in a straight line for the expected useful life after subtracting the estimated net residual value of 5 % from the original value. Fixed asset categories and estimated useful years and depreciation rates are as follows:

The depreciation years and annual depreciation rates for various types of fixed assets are as follows:

Fixed asset category	Depreciation years	Estimated net residual rate	Annual depreciation rate
Office equipment	3 years	5.00%	31.67%
Transport equipment	4 years	8.80%	22.80%

NOTES (CONTD.)**9. The Principle of Revenue Recognition**

Recognition of the income from the sale of goods:(1) When the enterprise issues the goods and receives the purchase price or acquires the right to collect the goods, the enterprise confirms the income from the sale of the goods.

Recognition of the provision of labour income:(1) Services initiated and completed in the same fiscal year shall be recognized when the provision of labour transactions is completed and payment is received or the right to receive payments is obtained. The amount of income from the provision of services is the contract or agreed price received or receivable from the recipient. (2) Where the start and completion of services are divided into different fiscal years, the income from the provision of services shall be recognized in accordance with the progress of completion. On the annual balance sheet date, the provision of labor income in accordance with the total income from the provision of services multiplied by the amount of the cumulative confirmed income from the provision of services in the previous fiscal year is deducted from the progress of completion, and the operating costs of the current period shall be carried forward by the total cost of providing services as estimated multiplied by the total cost of providing services in the previous fiscal year, after deducting the cumulative confirmed operating costs in the previous fiscal year.

10. Profit Distribution

When an enterprise distributes its profits after tax for the current year, 10% of the profits drawn in accordance with the provisions of the Company Law are included in the Company's statutory provident fund.

11. Major accounting policies, changes in accounting estimates and correction of material accounting errors for the current period

No major accounting policies, changes in accounting estimates and correction of material accounting errors were made in the current period.

V. Taxes

1. Major taxes and tax rates

Taxes	Tax base	Tax Rate
Corporate income tax	Taxable income	25%
Value added tax	Sales tax is calculated on the basis of taxable sales revenue and is calculated after deducting the difference between the amount of the credit allowed for deduction in the current period	13%, 6%
City maintenance and construction tax	Value added tax paid	7%
Additional education fees	Value added tax paid	3%
Local education add-ons	Value added tax paid	2%

2. Tax benefits and approvals

- 1) Small and Micro Enterprise Income Tax Preferential Policies: According to the Announcement of the Ministry of Finance and the State Administration of Taxation on Further Implementing the Preferential Policies for Small and Micro Enterprise Income Tax (Announcement No. 13 of 2022), the Announcement of the Ministry of Finance and the State Administration of Taxation on Preferential Policies for Small and Micro Enterprise and Individual Business Income Tax (Announcement No. 6 of 2023), and the Announcement of the Ministry of Finance and the State Administration of Taxation on Further Supporting the Development of Small and Micro Enterprise and Individual Business Income Tax Policies (Announcement No. 12 of 2023 of the Ministry of Finance and the State Administration of Taxation), from January 1, 2023 to December 31, 2027, for the portion of the annual taxable income of small and micro profit enterprises not exceeding 3 million yuan, the enterprise shall be paid at a tax rate of 5%. Income tax. Our company is a small and micro profit enterprise in this period and enjoys preferential income tax policies for small and micro profit enterprises.

NOTES (CONTD.)**Notes to items of Financial Statements****(In RMB Yuan, unless otherwise stated)**

- 2) "Six taxes and two fees" preferential treatment for small and micro enterprises: According to the Announcement of the Ministry of Finance and the State Administration of Taxation on Further Supporting the Development of Small and Micro Enterprises and Individual Businesses related Tax Policies (Announcement No. 12 of the Ministry of Finance and the State Administration of Taxation in 2023), from January 1, 2023 to December 31, 2027, small-scale value-added tax taxpayers, small and micro profit enterprises and individual businesses will be subject to a 50% reduction in resource tax (excluding resource tax), urban maintenance and construction tax, property tax, urban land use tax, stamp tax (excluding securities transaction stamp tax), farmland occupation tax and education surcharge, and local education surcharge. Our company meets the conditions for the "six taxes and two fees" reduction policy this year and enjoys the "six taxes and two fees" reduction and exemption benefits.

VI. Key item notes for the Accounting Statement

The following note item amount units are RMB unless specifically stated that. "end of period" means March 31, 2024, "beginning" means April 1, 2023, and "current period" means April 2023 to March 2024, "previous" means April 2022 to March 2023.

1. Monetary Funds

Items	The balance at the end of the period	The amount of the beginning of the period
Cash on hand	120.45	16,943.84
Bank deposits	216,856.67	247,064.75
Total	216,977.12	264,008.59

2. Accounts Receivable

- 1) Aging analysis

Age	The balance at the end of the period		The amount of the beginning of the period	
	Amount	Percentage %	Amount	Percentage %
Within 1 year	18,221.90	54.71	22,122.04	59.46
1-2 years	-	-	15,082.13	40.54
2-3 years	15,082.13	45.29		-
Total	33,304.03	100.00	37,204.17	100.00

- 2) As of March 31, 2024, there was no amount due from shareholders or related parties holding more than 5% (including 5%) of the company's voting shares in the accounts receivable.
- 3) Accounts receivable details are as follows:

Single-digit name	Relationship with our company	The last balance of Theperiod	Nature of payment
Bhartiya Internatonal Limited	Non-related parties	18,221.90	Payment for goods
Geox SpA	Non-related parties	15,082.13	Payment for goods
Total		33,304.03	

NOTES (CONTD.)**(In RMB Yuan, unless otherwise stated)****3. Advances Paid**

1) Aging analysis

Age	The balance at the end of the period		The amount of the beginning of the period	
	Amount	Percentage%	Amount	Percentage%
Within 1 year	482,920.47	89.22	248,376.80	95.57
1-2 years	46,805.20	8.65	11,512.00	4.43
2-3 years	11,512.00	2.13	-	-
Total	541,237.67	100.00	259,888.80	100.00

2) As of March 31, 2024, there was no advance payment to shareholders or related parties holding more than 5% (including 5%) of the company's voting shares in advance.

3) Advances paid details are as follows:

Single-digit name	Relationship without company	The last balance of the period	Nature of payment
Suzhou Qianbanhao Textile Co., Ltd	Non-related parties	356,502.22	Payment for goods
Jiangyin Junhua Flocking Products Co., Ltd	Non-related parties	101,379.20	Payment for goods
Suzhou Huajing Textile and Clothing Co., Ltd	Non-related parties	41,596.25	Payment for goods
Zeng Xiangrui	Non-related parties	41,100.00	Prepaid rent
People's Property Insurance Corporation of China Hangzhou Branch	Non-related parties	660.00	Insurance premium
Total		541,237.67	

4. Other Receivables

1) Aging analysis

Age	The balance at the end of the period		The amount of the beginning of the period	
	Amount	Percentage%	Amount	Percentage%
Within 1 year	201,783.29	95.50	27,766.94	74.50

Age	The balance at the end of the period		The amount of the beginning of the period	
	Amount	Percentage%	Amount	Percentage%
1-2 years		-	2,000.00	5.37
2-3 years	2,000.00	0.95	7,500.00	20.13
Over 3 years	7,500.00	3.55		-
Total	211,283.29	100.00	37,266.94	100.00

2) As of March 31, 2024, there were no receivables from shareholders or related parties holding more than 5% (including 5%) of the company's voting shares in other receivables.

NOTES (CONTD.)**(In RMB Yuan, unless otherwise stated)**

3) Other receivables details are as follows:

Single-digit name	Relationship with our company	The last balance of the period	Nature of payment
Export tax refund	Non-related parties	107,958.20	Tax refund
Other accounts receivable invoices not received	Non-related parties	86,496.90	Petty cash
Zeng Xiangrui	Non-related parties	7,500.00	Rental deposit
Zhang Meiyun	Non-related parties	6,200.00	Rental deposit
Prabeesh kumar	Non-related parties	2,192.00	Petty cash
Total		210,347.10	

5. Inventories

1) Inventory classification

Items	The balance at the end of the period	The amount of the beginning of the period	Difference between book balance and market price at the end of the year
1.Finishedgoods	271,842.48	13,307.79	
Total	271,842.48	13,307.79	

6. Fixed Assets

1) Fixed assets

Items	The amount of the beginning of the period	Increase in amount for the current period	Reduction amount for the current period	The balance at the end of the period
First, the original value	97,788.00			97,788.00
Office equipment	7,788.00			7,788.00
Transport equipment	90,000.00			90,000.00
Second, accumulated depreciation	92,898.60			92,898.60
Office equipment	7,193.20			7,193.20
Transport equipment	85,705.40			85,705.40
Third, book value	4,879.40	4,879.40

Items	The amount of the beginning of the period	Increase in amount for the current period	Reduction amount for the current period	The balance at the end of the period
Office equipment	584.80	-	-	584.80
Transport equipment	4,294.60	-	-	4,294.60

NOTES (CONTD.)**(In RMB Yuan, unless otherwise stated)****7. Advances Received**

1) Aging analysis

Age	The balance at the end of the period	The amount of the beginning of The period
Within 1 year	965,585.28	30,111.93
Total	965,585.28	30,111.93

2) Among the advance receipts, the advance receipts of shareholder units or related parties holding more than 5% (including 5%) of the voting shares of the company.

Single-digit name	The balance at the end of the period	The amount of the beginning of the period
UltimaSA	573,766.48	-
Total	573,766.48	-

3) Advances received details are as follows:

Single-digit name	The balance at the end of the period	The amount of the beginning of the period
UltimaSA	573,766.48	
Design Industry Limited	375,317.15	
Max Trade Limited	16,501.65	30,111.93
Total	965,585.28	30,111.93

8. Taxes and Rates are Payable

Items	The balance at the end of the period	The amount of the beginning of the period
Value added tax	16,364.89	15,147.13
Corporate income tax	2,856.70	
Individual income tax	-22.55	-1,019.66
City maintenance and construction tax	572.77	530.15
Additional education fees	245.47	227.20
Local education surcharges	163.65	151.47
Total	20,180.93	15,036.29

9. Paid-in Capital

1) Details

The name of the investor	The amount of the beginning of the period	Increase in amount for the current period	Reduction amount for the current period	The balance at the end of the period
UltimaSA	200,000.00			200,000.00
Total	200,000.00			200,000.00

10. Capital Reserve

Items	The amount of the beginning of the period	Increase in amount for the current period	Reduction amount for the current period	The balance at the end of the period
Other capital reserve	3,686.40			3,686.40
Total	3,686.40			3,686.40

NOTES (CONTD.)

(In RMB Yuan, unless otherwise stated)

11. Surplus Reserve

Items	The amount of the beginning of the period	Increase in amount for the current period	Reduction amount for the current period	The balance at the end of the period
Statutory surplus reserve	36,773.11			36,773.11
Total	36,773.11			36,773.11

12. Undistributed Profit

Items	The number of Current period	The number of previous periods
Undistributed profit at the beginning of the year	330,957.96	58,704.57
Plus: Net profit for the year	-277,649.69	309,473.87
Other transfer-in		-447.37
Less: Withdrawal of the statutory surplus provident fund		36,773.11
Undistributed profit at the end of the year	53,308.27	330,957.96

13. Revenue from Operations

Items	The number of Current period	The number of previous periods
Main revenue from operations	919,783.91	1,123,295.07
Other revenue from operations	3,253,812.66	3,397,606.43
Total	4,173,596.57	4,520,901.50

14. Cost of Operations

Items	The number of Current period	The number of previous periods
Main cost of operation	661,948.00	613,112.53
Other cost of operation	78,045.40	84,802.18
Total	739,993.40	697,914.71

15. Taxes and Surcharge for Operations

Items	The number of Current period	The number of previous periods
City maintenance and construction tax	6,496.79	6,731.95
Additional education fees	2,784.32	2,885.09
Local education surcharges	1,856.21	1,923.39
Stamp tax	616.88	523.85
Total	11,754.20	12,064.28

16. General and Administrative Expenses

Items	The number of issues in this issue	The number of previous periods
Administrative expenses	3,701,889.92	3,408,644.86

NOTES (CONTD.)**(In RMB Yuan, unless otherwise stated)**

Among them, the main projects include:

Items	The number of issues in this issue	The number of previous periods
Employee compensation	2,101,950.00	2,040,942.05
Enterprises to the social security fund	381,868.76	383,238.04

17. Financial Expenses

Items	The number of issues in this issue	The number of previous periods
Interest expense		
Less: Interest income	446.23	464.28
Exchange losses	-15,581.54	25,379.08
Bank charges	1,677.98	1,535.67
Total	-14,349.79	26,450.47

18. Non-operating Revenue

Items	The number of Current period	The number of previous periods
Government subsidies		12,024.56
Total		12,024.56

Among them, the government subsidies include:

Items	The number of Current period	The number of previous periods	Illustration
Subsidies for job stability		12,024.56	
Total		12,024.56	

19. Non-operating Expenditure

Items	The number of Current period	The number of previous periods
Fine expenses		400.00
Inventory loss, damage, and scrap loss of inventory		69,800.00
Bad debt and inventory loss		340.00

Items	The number of Current period	The number of previous periods
Total		70,540.00

NOTES (CONTD.)**(In RMB Yuan, unless otherwise stated)****VII. Notes on other Transactions****1. Related party relationship and the company's transactions and balance with related parties****1) The related party that has the control relationship**

The name of the related party	The place of registration	Investment amount in our company	For the Company Shareholding ratio	Economic nature or type
UltimaSA	Switzerland	2,000,000.00	100.00%	CORPORATION

2. Accounts receivable and payable of related parties

1) Accounts payable by our company to related parties

Section	The name of the joint party is called	The last balance of the period	The amount of the beginning of the period
Pre-receiving accounts	UltimaSA	573,766.48	

VIII. Contingent Matters

As of March 31, 2024, the Company does not have any material pending litigation, external guarantees, etc. that need to be disclosed.

IX. Non-adjusted material matters after balance sheet date

As of March 31, 2024, the Company does not have any non-adjustable material matters that need to be disclosed after the balance sheet date.

X. Other important Matters

As of March 31, 2024, there are no other important matters that need to be disclosed in this company.

Design Industry China Ltd.

13th May, 2024

BHARTIYA

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