



ANNUAL REPORT 2023-24



# CONTENTS

<u>Board of Directors</u>	<b>01</b>
<u>Chairman's Message</u>	<b>02</b>
<u>Managing Director's Message</u>	<b>03</b>
<u>Directors' Report</u>	<b>04</b>
<u>Auditor's Report</u>	<b>25</b>
<u>Standalone Financial Statements</u>	<b>38</b>





# BOARD OF DIRECTORS

**Dr. Raghupati Singhania**  
Chairman

**H.V. Lodha**

**Harsh Pati Singhania**

**Rahul Chandrakant Kirloskar**

**Bakul Jain**

**Mamta Singhania**

**Surendra Malhotra**  
(upto 4<sup>th</sup> May 2024)

**Shailendra Chouksey**  
(w.e.f. 1<sup>st</sup> May 2024)

**Vikrampati Singhania**  
Managing Director

**Nagaraju Srirama**  
President & Director



## Registered Office

3, Madurai - Melakkal Road  
Madurai - 625 016



## Corporate Office

Khivraj Complex - II, 5th Floor  
480, Anna Salai, Nandanam  
Chennai - 600 035



## Bankers

State Bank of India  
HDFC Bank  
Standard Chartered Bank  
Axis Bank  
ICICI Bank



## Auditors

Lodha & Co. LLP  
Chartered Accountants



## Plants

Madurai  
Sriperumbudur  
Nilakottai  
Patancheru  
Pashamailaram



## Chairman's Message

**It is indeed rewarding that J.K. Fenner continued its growth journey with an all-time high Sales and Profits during the year.**

It is satisfying that the Company was able to grow, both the domestic as well as the international businesses. The Government push on infrastructure as well as general growth of the Indian economy have also helped the Company in its growth journey.

Company's continued efforts in developing new products and enhancing product range of existing product lines helped obtaining increased share of business with existing as well as new customers.

Diversification of sourcing of raw material and other inputs coupled with initiatives on cost reduction and improved manufacturing processes aided by stability in raw material prices helped the Company better bottom line.

Company continues to be committed to ESG by improving governance practices as well as through various environmental and safety initiatives that it has undertaken. A number of CSR initiatives like disaster relief, environment, education etc. are being undertaken on an ongoing basis.

I congratulate the various teams for the performance during the year and thank all our employees and their families for their commitment and hard work during these challenging times and look forward for their continued support in the attainment of the goals of the Company.

**Raghupati Singhania**



## Managing Director's Message

### Greetings to all!

It is my pleasure to share with you that your Company achieved significant milestones and steadfast commitment to our core values, setting the stage for continued growth and success in the years to come. Your Company achieved a revenue of Rs. 1356 Crores, a growth of 7.5% over the previous year. All the verticals posted strong YoY growth with exports and Auto OE segment leading the way.

J.K. Fenner maintained its core focus on efficiency improvement initiatives, including digitalisation, automation and breakthrough projects. With an aim to provide an enriching experience to the customers, your Company has implemented digital connect with the customers, which shall enable ease of business.

EV sector is expected to witness significant growth in the coming years and products from the Company are likely to add to the Company's 'profitable growth'.

In summary, it was a memorable year for your Company with all around improvements and a profitable growth.

I once again acknowledge and thank all the employees and their families as well as all the stakeholders for the continued efforts in contributing to the significant growth in the sales and profit of the Company. Without their dedication and commitment, the Company could not have performed and achieved these results.

**Vikrampati Singhania**

# DIRECTORS' REPORT

## TO THE MEMBERS

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

## FINANCIAL RESULTS

	In ₹ Crores
<b>Sales &amp; Other Income</b>	<b>1356.20</b>
<b>Profit Before Finance Cost, Depreciation and Tax (PBIDT)</b>	<b>289.81</b>
<b>Profit After Tax (PAT)</b>	<b>155.99</b>

## DIVIDEND

During the year under review, a dividend of 1% on ₹ 36,00,000 Cumulative Redeemable Preference Shares (CRPS) of ₹ 100/- each was paid. The total preference shares dividend outgo was ₹ 36.91 lacs.

Your Directors are pleased to recommend a final dividend of ₹ 40 per equity share of ₹ 10/- each on the equity share capital of ₹ 2.48 Crores, which together with the interim dividend of ₹ 40/- per equity share aggregates to ₹ 80 per equity share for the financial year ended 31st March 2024. The total dividend outgo will be ₹ 19.86 Crores.

## CHANGE IN SHARE CAPITAL

Pursuant to the Scheme of Amalgamation between the Company and Acorn Engineering Limited., sanctioned by the National Company Law Tribunal, Chennai vide its order dated May 30, 2023, effective from 27th June 2023, the authorized share capital of the Company stands increased to ₹ 90,15,00,000 divided into ₹ 1,01,00,000 equity shares of ₹ 10/- each amounting to ₹ 10,10,00,000 and ₹ 80,05,000 preference shares of ₹ 100/- each amounting to ₹ 80,05,00,000.

Indian economy witnessed a robust GDP growth of 7.6% in FY-24. While services, industrial and agriculture contributed to the overall GDP, the automotive sector grew by 12.5% Y-O-Y basis.



**Prestigious vendor of the year award from AutoZone -USA**

On the geopolitical front, inflation and slowdown in the consumption was witnessed in various countries. Interest rates to counter inflationary pressure continued to be relatively higher. The re-orientation of global supply chains created challenges as well as opportunities for your Company.

## OPERATIONS

During the year, your Company has achieved a Revenue of ₹ 1356.20 Crores, 7.5% higher than the previous year and achieved Profit After Tax of ₹ 155.99 Crores, a growth of 40.07% over the previous years.

Improved efficiencies across the plants alongwith initiatives such as digitalisation, automation and breakthrough projects positively impacted the results of the company. The softening of raw material and other input prices also contributed to the bottom line.

Digital connect with the customer enabling core of business transaction and enriching customer experience was implemented.

As part of focus on technology and infrastructure enhancement, your Company enhanced its validation capability based on global benchmarks.

On the sourcing front, your Company continued to de-risk by moving from single to multi source approach. As part of the cost focus, the supply chain team has started to work on rationalisation of raw material varieties and is moving towards a reduced spread, which will result in operational and cost advantages.

During the year, your Company has made significant progress in technology for its core products as well as for the electric vehicle segment. Next Gen Poly V belts with various constructions to meet varied application requirements and Gen-3 Auto Tensioners were validated successfully with customers. Hub unit and suspension seals for LCV and MCV segments and transmission seals for M&HCV segments for Export OE market were developed successfully. In the EV segment, the Company continues to provide belt drive solutions for mid motor applications and resulting in commencement of supplies to leading OEM's. As part of the localisation agenda, the Company has invested in a new line to manufacture brake hoses and FRL hose. EV sector is expected to witness significant growth in the coming years and products from the Company are likely to add to the Company's 'profitable growth' philosophy.



CFO Mr. Amit Agarwal with Team receiving the award - Best Technology Adoption Cash Management Services from HDFC Bank



CII EXIM Bank Business Excellence Gold Plus Award - 2023

Your Company continues to improve its productivity, efficiency and customer focus through several digital platforms and apps that would enable ease of doing business for its customers. Digitisation, coupled with AI and chat bots are expected to simplify the business process and add to greater agility.

Continuous focus is being made on the automotive aftermarket in India by introducing new lines to its product offerings across segments. During the year, the Company has added filters and lube oil across all vehicle segments in the aftermarket.

## INDUSTRIAL PRODUCT DIVISION (IPD)

Industrial V-Belts continued to grow while new products were added to the portfolio. The addition of industrial hoses to the portfolio offers an opportunity over the next few years. Due to all-round cost savings and efficiency improvement measures as well as efficiency in raw material sourcing and change in materials made the division a strong contributor to the bottom line.

It is a matter of pride that IPD business has received CII Exim Bank award in Gold Plus category for Business Excellence in 2023, reaffirming our resolve to continue to improve and build on the path to excellence.

IPD business also have moved few steps ahead on the digital journey, as it launched DMS (Dealer Management System) to improve the experience of our dealers in terms of the day-to-day business transactions. Your company plans to enhance this good experience with an expanded digital offering in the coming years.

## ENGINEERING BUSINESS

In the engineering business, this year, digital transformation journey moved forward by rolling out the DMS platform. It is now managing nearly 100% of its order to cash management on this platform along with the RFQ Funnel Management



KOEL-Zero Defect Award



system. This has provided a competitive advantage to the Sales & Marketing teams.

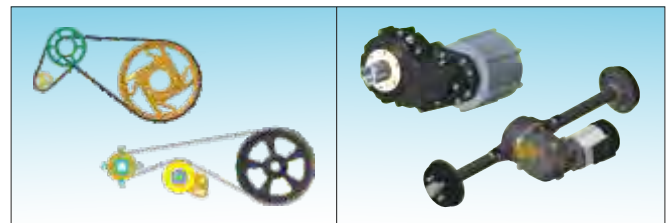
During the year, the business continued its focus on industry segments like cement, steel and infrastructure as major drivers for growth. As a part of major network expansion, upcountry markets particularly in B&C category continue to be the priority for enhancing the reach.

For manufacturing excellence, the Company continues to work and support its SME and MSME vendor partners through various programs under ACMA Unido cluster. This has helped in establishing and improving their shop floor practices increasing productivity and profitability. Overall, this division continues to grow and stay a strong contributor to be the ROCE of the Company.

## EXPORTS

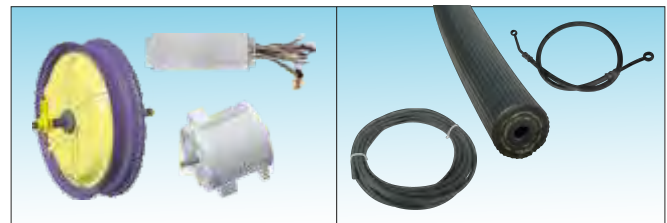
Exports recorded strong growth during the year. Sales continued to expand in the American market, while facing challenges in Middle East, Africa and Europe due to factors such as high inflation, energy crisis and decreased demand, primarily attributable to regional conflicts. The Company focused efforts on acquiring new customers proved successful, with the beginning of supplies during the year and with an expectation to expand significantly in the coming year. Expansion of product range of SKUs in automotive formed hoses added to the portfolio. Regular participation across key auto expos in the USA and other parts of the world were initiatives undertaken to promote business development and enhance the "TOP DRIVE" brand.

Furthermore, the Exports team has been recognised with the prestigious Gold Plus Category at the CII EXIM BANK Business Excellence Award. Additionally, it also received the ACMA GOLD PLUS Excellence and Export Award in the very large category.



Multi-Stage & Single-Stage  
2W Belt Drive System

3&4W Independent and  
Rigid E-Axle



Motor & Controllers

FRL Hose, Brake Hose & Assembly

## ESG INITIATIVES

During this year, the Company undertook a comprehensive peer review and materiality analysis, engaging functional teams across our offices and plants through workshops and consultations. These efforts helped establish a robust sustainability context, with key topics validated by an external consultant to identify critical high-material areas for focus. The Company's environmental commitments include a 50% reduction in carbon intensity, a 30% decrease in raw water consumption, and a 10% reduction in process waste by 2030. The plants are actively implementing initiatives to enhance energy efficiency, optimize material consumption, reduce water usage, and minimise waste generation. Additionally, priority has been given to fostering diversity, promoting inclusion and respecting human rights across the operations. The aim is to create a workplace where every individual feels valued, respected and empowered.

Your Company governance commitment extends beyond legal obligations, actively engaging with regulatory bodies and industry associations to stay updated on emerging issues and standards, allowing to swiftly adapt to regulatory changes. The teams promote ethical and sustainable practices throughout the supply chain by implementing a Supplier Code of Conduct.

Innovation and digitalisation are cornerstone elements of the sustainability strategy, with plans to expand the product portfolio to include sustainable and green products. Integrating ESG principles into strategy is crucial for mitigating risks, seizing growth opportunities and positively contributing to society, as the Company continuously explore new avenues for innovation and leadership within the industry.

## RESEARCH AND DEVELOPMENT

Your Company has drawn up plans to step up its R&D activities to facilitate its vision of becoming a global player in its core businesses. Global scanning for changes in product technology, legislation, etc. provide the much-needed direction to R&D priorities. Key focus of our R&D is to become 'Proactive' in its approach in terms of raw material, manufacturing processes and product designs, to stay current and compete with global leaders.

It is continuing to invest in people and R&D infrastructure to build capacity and capability. The teams are proactively developing and experimenting with new age raw materials not only as a de-risking strategy but also will help in contributing towards the ESG and circularity commitment of the Company.

This journey is a major shift in your Company's thinking and approach to the product and the market value. The coming years will be challenging but interesting for your Company in accelerating its efforts on the R&D front to carve out a name for itself in the international markets.

Notable achievements in FY 2023-24 include the upgrading of industrial test rig to global standards, the successful approval of three design patents, and the acceptance of an international paper publication at a global level. Furthermore, two significant initiatives addressing carbon footprint reduction have been effectively implemented, underlining dedication to sustainable practices.

Looking ahead, your Company's focus for the upcoming year encompasses venturing into new market segments while fortifying R&D capabilities. This strategic direction underscores our unwavering commitment to innovation and continuous improvement as it navigates the ever-evolving landscape of global competition.

## HUMAN RESOURCE

During the year, "Change Management" was the theme for HR Initiatives. Your Company adopted a robust change management framework designed to navigate transitions effectively. At its core, your



ACMA Excellence Awards on Digitalisation, Sustainable Business & Cluster Star Performer

company prioritised on proactive engagement across all levels, ensuring buy-in and alignment with strategic goals. A culture of openness and collaboration promoted shared understanding of the short, medium and long-term goal enhancing alignment for the Company's objective.

Strategic planning was pivotal, involving the development of clear objectives, timelines and measurable outcomes. Company implemented structured communication strategies to keep all stakeholders informed and involved throughout the change journey, emphasizing transparency and clarity in messaging.

Your Company also developed continuous evaluation and feedback mechanisms to monitor progress, identify emerging issues and make timely adjustments as needed. Leadership has played a crucial role in championing change, demonstrating commitment through visible support and proactive engagement. By embedding change readiness into the organisation, the Company is readying itself for agility and resilience, ensuring sustained success amidst evolving business landscapes.

### ACHIEVEMENTS, AWARDS AND ACCOLADES

During the year 2023-24, your Company has been bestowed with numerous awards and accolades.



BAL - Quality Award - Bajaj Auto Limited

Some are:-

- Nilakkottai Plant Won "SILVER AWARD" in ACMA Excellence & ACMA Cluster Award.
- Patancheru, Pashamailaram, Sriperumbudur and Nilakkottai Plants Won 'Lean Six Sigma NIQR' Regional Level Awards.
- Madurai Plant Won 1st Runner Up of Udaan Competition FY23.
- EPD Sales & Marketing Winners of Udaan Competition 2022-23.

### CORPORATE SOCIAL RESPONSIBILITY

At JK Fenner, commitment to social development and shared prosperity is ingrained. Our CSR policies align with national priorities and UN Sustainable Development Goals.



Supplier Samrat Award from Ashok Leyland



Kaizen Competition Recognition from CII.

Our CSR programs focus on:

- Enhancing employability through skill training
- Providing preventive healthcare
- Bridging educational gaps and improving infrastructure
- Promoting environmental awareness and a greener environment
- During the year, we launched:
  - Automobile service technician courses in collaboration with ASDC and NABARD, ensuring employment in Chennai, Madurai, Hyderabad and Delhi.
  - Driving skills training for underprivileged youth in partnership with Maruti Suzuki.
  - JCB repair/driving courses for high employability.

We empowered women through livelihood training in millet-based products and conducted health awareness programs including cancer detection and menstrual health sessions.

Partnerships with Sankara Nethralaya and Arvind Eye Hospitals facilitated free eye screenings, spectacles and cataract surgeries in nearby villages.

We supported local schools with educational aids and coaching programs, benefiting secondary students with career counselling.

To promote sustainability, we installed solar



Cluster Star Performer Award from ACMA

streetlamps and conducted tree plantation drives near our sites.

During the Cyclonic Floods in November 2023, we aided 2500 families with shelters, groceries, healthcare and educational support.

These initiatives reached over 4,50,000 beneficiaries this year.

The Annual CSR report for the fiscal year is annexed as Annexure C.

## ANNUAL RETURN

The Annual Return referred to in Section 134(3)(a) of the Companies Act, 2013 ('Act') is available on the website of the Company at [www.jkfenner.com](http://www.jkfenner.com)

## PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

The particulars of loans, guarantees, securities and investments covered under the provision of Section 186 of the Companies Act, 2013, are furnished in the financial statements.

## RELATED PARTY TRANSACTIONS

During the financial year ended 31st March 2024, all contracts or arrangements or transactions entered into by the Company with related parties were in the ordinary course of business and on an arm's length basis and were in compliance with



Lean Six Sigma Award from National Institution for Quality & Reliability Bangalore



JK Fenner JEEVIKA - Automobile Technician Course

the applicable provisions of the Companies Act, 2013.

Further, the Company did not enter into any contract or arrangement or transaction with related parties that could be considered material. In view of the above, disclosure in Form AOC-2 is not applicable.

### CONSERVATION OF ENERGY, ETC.

The details, as required under Section 134(3)(m) of the Act read with the Companies (Accounts) Rules, 2014 are annexed to this Report as Annexure A and forms a part of it.

### DEPOSITS

The particulars with respect to the deposits covered under Chapter V of the said Act, for the financial year ended 31st March 2024 are

- (a) accepted during the year: 87,80,000
- (b) remained unclaimed as at the end of the year: Nil
- (c) defaulted in repayment of deposits or payment of interest thereon at the beginning of the year and at the end of the year: Nil and
- (d) details of deposits which are not in compliance with the requirements of Chapter V of the said Act: Nil.

### CONSOLIDATION OF FINANCIAL STATEMENTS

Pursuant to Section 129 of the Companies Act, 2013 and Rules thereunder, the Company is eligible to avail exemption from presenting consolidated financial statements, since the

Company complies with the conditions specified in the said Section and Rules thereto.

Accordingly, your Company has availed the exemption from preparation and presentation of its Consolidated Financial Statements for the year ended 31st March 2024, being an unlisted Company coupled with the fact that its Holding Company consolidated the financial statements for the year ended 31st March 2024 in compliance with the applicable Accounting Standards.

During the financial year under review, Acorn Engineering Limited (Acorn) ceased to be a subsidiary of the Company consequent to sanction of Scheme of Amalgamation between the Company and Acorn by the National Company Law Tribunal, Chennai.

### AUDITORS

#### (a) Statutory Auditors and their Report

M/s. Lodha & Co., Chartered Accountants were re-appointed by the members of the Company as Statutory Auditors of the Company at their 29th Annual General Meeting (AGM) held on August 3, 2022 for a second consecutive term of 5 (five) years commencing from the conclusion of 29th AGM till the conclusion of 34th AGM to be held in the year 2027. The said Auditors have carried out the Statutory Audit of Books of the Company for the financial year 2023-24. The observations of the Auditors in their report on Accounts and the Financial Statements, read with the relevant notes



JK Fenner JEEVIKA - Driving Skill

are self-explanatory. The Audit Report does not contain any qualification, reservation, adverse remark or disclaimer. Further, no fraud has been reported by the Auditors to the Audit Committee or the Board.

### **(b) Secretarial Auditors and Secretarial Audit Report**

Pursuant to provisions of Section 204 of the Companies Act, 2013, the Board of Directors appointed M/s. Sridharan & Sridharan Associates, Company Secretaries in Practice, as Secretarial Auditors to carry out the secretarial audit of the Company for the financial year 2023-24. The report, given by them for the said financial year in the prescribed format, is annexed to this Report as Annexure B. The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

### **(c) Cost Auditors and Cost Audit Report**

The Company maintains cost records as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013. The Cost Audit for the financial year ended 31st March 2023 was conducted by M/s. Ramachandran and Associates, Cost Accountants, Chennai and as required, the Cost Audit Report was duly filed with the Ministry of Corporate Affairs, Government of India. The Audit of the cost records of the Company for the financial year ended 31st March 2024 is also being conducted by the said Cost Auditors. The Board of Directors at its meeting held on May 22, 2024 appointed M/s. Ramachandran and Associates, Cost Accountants, Chennai to audit cost records of the Company for the financial year 2024-25.

### **INTERNAL FINANCIAL CONTROLS AND RISK MANAGEMENT**

The Company maintains a robust system of internal financial controls (IFC) aligned with relevant financial reporting frameworks. These controls are designed to ensure the accuracy and



JK Fenner Nari Saksham - Millet Project

completeness of financial records, safeguard assets, prevent and detect errors and fraud. The IFC framework is periodically reviewed and updated to reflect changes in business operations and regulatory requirements. This comprehensive approach promotes orderly and efficient business conduct while upholding transparency and accountability.

The Company recognizes the importance of proactive risk management. We have implemented a formal risk management framework that identifies, assesses and prioritises potential risks across various business functions. This framework outlines mitigation strategies to minimize the impact of identified risks. The Board Members are updated regularly on risk assessments and mitigation plans implemented by the Company enabling them to make informed decisions.

While the Companies Act, 2013 does not mandate a Risk Management Committee, the Company has proactively established a Risk Management Policy. This policy formalises the approach of your Company to risk identification, assessment and mitigation.

### **SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS**

During the financial year under review, there were no significant and material orders passed by the Regulators, Courts or Tribunals or any proceedings/ pending proceedings under laws of the land including Insolvency and Bankruptcy

Code that could impact the going concern status of the Company and its future operations.

### **DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE**

During the year under review, no application is made or any proceeding is pending under the Insolvency and Bankruptcy Code, 2016.

### **MATERIAL CHANGES AND COMMITMENTS**

There have been no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company and the date of this report.

### **CHANGE IN THE NATURE OF BUSINESS**

During the year under review, there was no change in the nature of business.

### **DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)**

Shri Harsh Pati Singhania, Non-Executive Director retires by rotation and being eligible, offers himself for re-appointment at the ensuing AGM.

Shri J Swaminathan, was appointed as the Company Secretary, a whole time Key Managerial Personnel, w.e.f. 1st June 2023 in place of Shri R Vijayaraghavan, who ceased to be Company Secretary w.e.f. the said date.

The Board of Directors at its meeting held on January 30, 2024 appointed Dr. Shailendra

Chouksey as Non-Executive Independent Director of the Company w.e.f. 1st May 2024 for a period of five consecutive years subject to the approval of the shareholders at the ensuing AGM. The Board is of the opinion that Dr. Shailendra Chouksey has high integrity, expertise and relevant experience.

Shri Surendra Malhotra, who was an Independent Director of the Company has completed his 2nd consecutive term on 4th May 2024 and ceased to be a Director with effect from 5th May 2024. The Board of Directors placed on record their appreciation for the valuable contribution made by Shri Surendra Malhotra during his association with the Company as Director.

Except this, there was no other change in the Directors/ KMP of the Company during the year under review.

All the Independent Directors of the Company have given requisite declarations that they meet the criteria of independence as provided in Section 149(6) of the Act and have also complied with Rule 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014.

### **MEETINGS OF THE BOARD**

Four Board Meetings were held during the twelve months period from 1st April 2023 to 31st March 2024 i.e., on 15th May 2023, 31st July 2023, 18th October 2023 and 30th January 2024. A separate meeting of Independent Directors was held on 30th January 2024.

### **AUDIT COMMITTEE**

The Audit Committee of Directors comprises of Shri Bakul Jain, Chairman of the Committee, Shri Rahul C Kirloskar, Shri Surendra Malhotra, Independent Directors and Shri Nagaraju Srirama, President & Director. The composition and the 'Terms of Reference' of the Committee are in



JK Fenner JEEVIKA - Upskill Training - Crusher Technician



JK Fenner JEEVIKA - JCB Operations

conformity with the provision of Section 177 of the Companies Act, 2013.

### VIGIL MECHANISM

Pursuant to Section 177 of the Companies Act, 2013 and the Rules thereto, your Company has established a vigil mechanism for the directors and employees to report their genuine concerns or grievances relating to actual or suspected fraud, unethical behaviour, violation of the Company's Code of Conduct or Ethics policy and any other event which would adversely affect the interests of the business of the Company. The details of establishment of such mechanism have been disclosed on the website of the Company. It is affirmed that no personnel have been denied access to the Audit Committee.

### PREVENTION OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

Your Company is sensitive to women employees at workplace. As required under the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013, the Company has a formal policy to ensure safety of women and prevention of sexual harassment and set up Internal Complaints Committee (ICC) at its workplaces to redress the complaints of women employees.

During the financial year ended 31st March 2024, no complaint has been filed with ICC with

allegation of Sexual Harassment. Further, there were no complaints pending as on the end of the financial year 31st March 2024.

### NOMINATION AND REMUNERATION POLICY

The Nomination and Remuneration Committee has formulated a Nomination and Remuneration Policy pursuant to the provisions of Section 178 of the Companies Act, 2013. The policy is available at the website of the Company and the web link is <https://www.jkfenner.com/investors/company-policy.pdf>.

#### The salient features of the Policy are as follows:

(i) The Nomination and Remuneration Committee of Directors (the Committee) shall take into consideration the following criteria for recommending to the Board for appointment as a

#### Director of the Company:

(a) Qualifications & experience; (b) Positive attributes like-respect for Company's core values, professional integrity, strategic capability with business vision etc.; (c) In case, the proposed appointee is an Independent Director, he/she should fulfill the criteria for appointment as Independent Director as per the provisions of the Act and other applicable laws & regulations; (d) The incumbent should not be disqualified for appointment as Director pursuant to the provisions of the Act or other applicable laws & regulations.

(ii) The Committee will recommend to the Board appropriate compensation to Executive Directors subject to the provisions of the Act and other applicable laws & regulations. The Committee shall periodically review the compensation of such Directors in relation to other comparable companies and other factors, the Committee deems appropriate. Proposed changes, if any, in the compensation of such Directors shall be reviewed by the Committee subject to approval of the Board.





JK Fenner JEEVIKA - Skill Training for Jail Inmates

(iii) The evaluation of performance of the Board, its Committees and the individual directors will be carried out by the Board, on an annual basis, in the manner specified by the Committee for such evaluation from time to time and in accordance with the other applicable provisions of the Act.

(iv) The Committee will review from time to time, the Board diversity to bring in professional performance in different areas of operations, transparency, corporate governance, financial management, risk assessment & mitigation strategy and human resource management in the Company. The Company will keep succession planning and board diversity in mind while recommending any new name of Director for appointment to the Board.

(v) The eligibility criteria for appointment of Key Managerial Personnel (KMP) and other senior management personnel shall vary for different positions depending upon the job description of the relevant position. In particular, the position of KMP shall be filled by senior personnel having relevant qualifications and experience. The compensation structure for KMP and other senior management personnel shall be as per Company's remuneration structure taking into account factors such as level of experience, qualification and suitability which shall be reasonable and sufficient to attract, retain and motivate them.

The remuneration would be linked to appropriate performance benchmarks. The remuneration may consist of fixed and incentive pay reflecting short

and long-term performance objectives appropriate to the working of the Company and its goals.

## PERFORMANCE EVALUATION

As required, the Nomination and Remuneration Committee of Directors specified the manner for effective evaluation of performance of the Board, its Committees and individual Directors in accordance with the provisions of the Companies Act, 2013.

Accordingly, the Board of Directors made formal annual evaluation of its own performance and that of its Committees and individual Directors in accordance with the manner specified by the Nomination and Remuneration Committee of Directors.

Performance of the Board was evaluated after seeking inputs from all the Directors on the basis of the criteria such as adequacy of its composition and structure, effectiveness of Board processes, information and functioning etc.

The performance of the Committees was evaluated by the Board after seeking inputs from the Committee members on the basis of criteria such as composition of Committees, terms of reference of Committees, effectiveness of the Committee meetings, participation of the members of the Committee in the meetings etc.

The Board also carried out evaluation of the performance of individual directors based on criteria such as attendance and effective participation and contributions at the meetings of the Board and its Committees, exercise of his/ her duties with due & reasonable care, skill and diligence etc. In a separate meeting of the Independent Directors of the Company, performance of the non-independent Directors, performance of the Board as a whole and performance of the Chairman were evaluated, taking into account the views of Executive and Non-executive Directors of the Company.

The Chairman of the Meeting of the Independent Directors apprised the Board about the evaluation carried by it and that the Independent Directors were fully satisfied in this regard.

### **DIRECTORS' RESPONSIBILITY STATEMENT**

As required under Section 134(3) (c) of the Companies Act, 2013, your Directors state that:

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

b) the accounting policies have been selected and applied consistently and judgements and estimates made are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period.

c) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the said Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

d) the annual accounts have been prepared on a going concern basis.

e) the internal financial controls to be followed by the Company have been laid down and that such internal financial controls are adequate and were operating effectively; and

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

Your Directors further state that applicable Secretarial Standards issued under Section 118 of the Companies Act, 2013 have been complied with.

### **ACKNOWLEDGEMENTS**

Your Directors wish to acknowledge and place on record their appreciation for the commitment and dedication of the employees of JK Fenner.

Directors also wish to record their appreciation on the continued support and assistance received by the Company from its various stakeholders including valued customers, dealers, suppliers, shareholders, bankers and various Government authorities.

On behalf of the Board

Place : New Delhi

Date : 22.05.2024

**Dr. Raghupati Singhania**  
Chairman

# ANNEXURE 'A' TO THE DIRECTORS' REPORT

## CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

### (A) CONSERVATION OF ENERGY

#### (i) the steps taken or impact on conservation of energy:

**The Company has worked on some good initiatives to reduce power and fuel consumption, such as:**

- a) Implemented various energy-saving measures, including the replacement of energy-efficient motors, upgrading motor control systems, optimising energy usage during idle times and reduction of pneumatic usage.
- b) Achieved a reduction in specific fuel energy compared to the preceding fiscal year.
- c) Reduced the usage of solvent in cogged belts.
- d) Undertook initiatives to enhance green cover and conserve water resources by planting trees inside the factory premises and promoted environmental conservation and bio-diversity.
- e) Undertook many initiatives to achieve unity power factor and better power quality.
- f) Increased batch weight through enhancing fill factor in intermix chamber led to reduction of specific energy.
- g) Enhanced compressed air accumulation capacity to avoid surge loads on air compressors.
- h) Enhanced condensate recovery from main steam lines.

With the aforesaid steps, the Company could reduce the energy, fuel and water consumption to a greater extent.

#### (ii) the steps taken by the Company for utilising alternate sources of energy:

The Company meets 76% of its energy requirement through owned renewable energy farms of wind and solar. The Company generated 55.39 lakhs units of power from Solar and 135.45 lakhs units of power from its wind farms.

#### (iii) the capital investment on energy conservation equipments: Nil

### (B) TECHNOLOGY ABSORPTION

#### (i) the efforts made towards technology absorption:

The Company's Technology team has undertaken significant initiatives aimed at absorbing cutting-edge technologies. These efforts have culminated in breakthrough projects facilitating the Company's alignment with global customer demands. Noteworthy enhancements have been achieved in both product offerings and manufacturing processes, with benchmarking and innovation serving as primary drivers of these endeavors.

#### (ii) the benefits derived like product improvement, cost reduction, product development or import substitution

- A research paper on Dynamic-Mechanical Properties in Power Transmission Belt Applications has been accepted for publication by the esteemed International Journal of Polymer Science.
- Obtained the grant for process-related patents for innovative technologies, helped the Company to improve its process consistency.
- Acquisition of product-related patents for advancements in manufacturing method for belts used in ceramic tiles industry.
- Implementation of a base application process aimed at elevating product quality to meet global standards.
- Introduction of an automated process ensuring consistent overlap joint width, thereby enhancing overall performance.
- New Auto tensioner GEN-III represents a significant advancement in our product line,

offering enhanced durability and performance for our global customers.

**(iii) in case of imported technology (imported during the last 3 years reckoned from the beginning of the financial year) – Nil.**

**(iv) the expenditure incurred on Research & Development:**

The capital expenditure incurred on R&D during the year was 1.10 crores and recurring expenditure amounted to 12.71 crores, with the total expenditure of 13.81 crores, 1.06 % of the turnover.

## **(C) FOREIGN EXCHANGE EARNINGS AND OUTGO**

₹ in Crores

	2023-24	2022-23
Earnings in Foreign Exchange	<b>238.47</b>	264.54
Foreign Exchange Outgo	<b>126.70</b>	191.57

On behalf of the Board

Place :New Delhi  
Date: 22.05.2024

**Dr. Raghupati Singhania**  
Chairman

# ANNEXURE 'B' TO THE DIRECTORS' REPORT

## SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2024

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

The Members,

#### **J.K. Fenner (India) Limited**

CIN: U24231TN1992PLC062306

3, MADURAI-MELAKKAL ROAD,

MADURAI – 625016.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by J.K. Fenner (India) Limited

(CIN: U24231TN1992PLC062306) (hereinafter called "the Company") having its Registered Office at 3, Madurai-Melakkal Road, Madurai – 625016 for the financial year ended 31st March, 2024.

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 31st March, 2024 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting 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 31st March, 2024 according to the provisions of:

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

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under (Not applicable as the Company is an Unlisted Public Company);

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) The Company has complied with the applicable provisions of Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder. There was no Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings during the year under review;

(v) Since the Company is an unlisted Public Company, the provisions of the following Regulations (a to i) and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') are not applicable:-

a) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;

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

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

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

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

f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;

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

h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; and

i) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018;

(vi) As per the information furnished to us by the Company, no specific laws/ acts are applicable to the company. Based on the information furnished to us and explanation provided to us, we have examined the adequacy of systems and processes in place to monitor and ensure compliance with Labour laws, Economic laws, etc.

We believe that the audit evidence which we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

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

(i) Secretarial Standards with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) (revised effective from October 1, 2017) and Guidance Note on Meetings of the Board of Directors and General Meetings (revised) issued by The Institute of Company Secretaries of India.

(ii) The Listing Agreement entered with Stock Exchanges pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Not applicable as the Securities of the Company are not listed on any Stock Exchange).

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as 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. There is no change in the composition of the Board of Directors during the period under review.

Adequate notice is given to all directors to schedule the Board/ Committee Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. The Directors/ Members have participated in the Board/ Committees meetings through video conferencing or other audio-visual

means during the period under review, the necessary compliances of Rule 3 of the Companies (Meetings of Board and its powers) Rules, 2014 have been complied with. Further, the Circulars, Regulations and Guidelines issued by the Ministry of Corporate Affairs and other relevant regulatory authorities pertaining to Board/ Committee meetings, General Meetings and other provisions of the Act, Rules and Regulations have been complied with by the Company.

Based on the verification of the records and minutes, the decisions were carried out with the consent of majority of the Board of Directors/ Committee Members and there were no dissenting Director(s)/ member(s) views recorded in the minutes. Further in the case of minutes of the proceedings of the general meeting held during the year under review, there were no dissenting members recorded in the minutes.

We further report that based on review of compliance mechanism established by the Company and to the best of our information and according to explanations given to us by the Management, also on the basis of the Compliance certificates issued by the Chief Financial Officer and Company Secretary, taken on record by the Board of Directors at their meeting(s), we are of the opinion that the management has adequate systems and processes commensurate with its size and operations, to monitor and ensure compliance with all applicable laws.

We further report that during the audit period, the Company had received a confirmation order dated 30th May, 2023 from the Hon'ble National Company Law Tribunal, sanctioning the Scheme of Amalgamation of Acorn Engineering Limited with the Company.

For SRIDHARAN & SRIDHARAN ASSOCIATES  
COMPANY SECRETARIES

CS SRINIDHI SRIDHARAN PARTNER  
CP No. 17990  
FCS No. 12510  
PR NO. 5569/2024

Place : Chennai  
Date : 22nd MAY, 2024 UIN: P2022TN093500  
UDIN: F012510F000422876

Note: This Report is to be read with letter of even date, which is annexed as "Annexure A" and Forms an integral part of this report.

The Members,  
**J.K. Fenner (India) Limited**  
3, MADURAI-MELAKKAL ROAD,  
MADURAI – 625016.

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

1. Maintenance of secretarial records is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records as per the Auditing Standards (CSAS-1 to CSAS-4) and Guidance Notes on ICSI Auditing Standards and Guidance Note on Secretarial Audit issued by The Institute of Company Secretaries of India. The verification was done to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company as well as correctness of the values and figures reported in various disclosures and returns as required to be filed by the company under the specified laws.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. It is the responsibility of the management of the company to devise proper systems to ensure compliance with the provisions of Corporate and other applicable laws, rules, regulations, standards and to ensure that the systems are adequate and operate effectively. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For SRIDHARAN & SRIDHARAN ASSOCIATES  
COMPANY SECRETARIES

CS SRINIDHI SRIDHARAN  
PARTNER  
CP No. 17990  
FCS No. 12510  
PR NO. 5569/2024  
UIN: P2022TN093500  
UDIN: F012510F000422876

Place : Chennai  
Date : 22nd MAY, 2024

# ANNEXURE 'C' TO THE DIRECTORS' REPORT

## ANNUAL REPORT ON CSR ACTIVITIES TO BE INCLUDED IN THE BOARD'S REPORT FOR FINANCIAL YEAR 2023-24

### 1. Brief outline on CSR Policy of the Company:

The Company has been one of the foremost proponents of inclusive growth and since inception, has been continuing to undertake projects for overall development and welfare of the society in areas pertaining to health care, education, livelihood intervention and rural development etc. This CSR Policy has been framed in accordance with Section 135 of the Companies Act, 2013 (the Act) and the Companies (Corporate Social Responsibility Policy) Rules, 2014 (the Rules) as amended from time to time. The Policy applies to all CSR projects and activities to be undertaken by the Company. The Policy contains the approach and direction given by the Board of Directors, taking into account the recommendations of the CSR Committee. The CSR Policy also lays down the guiding principles for selection, implementation and monitoring of activities as well as formulation of the Annual Action Plan to carry out CSR Projects by the Company.

### 2. Composition of CSR Committee:

S.No	Name of Directors	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	Shri Vikrampati Singhanian	Managing Director (Chairman of the Committee), Non-Independent Director	2	2
2	Shri Surendra Malhotra	Independent Director	2	2
3	Shri Nagaraju Srirama	President & Director, Non-Independent Director	2	2

3. Web-link(s) where Composition of CSR Committee, CSR Policy and CSR Projects approved by the board are disclosed on the website of the company: [www.jkfenner.com](http://www.jkfenner.com).

4. Executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable: Not Applicable.

5.	(a) Average net profit of the Company as per sub-section (5) of section 135	: ₹ 1,50,54,48,269
	(b) Two percent of average net profit of the Company as per sub-section (5) of section 135.	: ₹ 3,01,08,965
	(c) Surplus arising out of the CSR Projects or Programmes or Activities of the previous financial years.	: Nil
	(d) Amount required to be set off for the financial year, if any.	: ₹ 3,32,722
	(e) Total CSR obligation for the financial year [(b)+(c)-(d)].	: ₹ 2,97,76,243



6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Projects) : ₹ 2,92,53,665
- (b) Amount spent in Administrative Overheads. : ₹ 6,48,403
- (c) Amount spent on Impact Assessment, if applicable. : NIL
- (d) Total amount spent for the Financial Year [(a)+(b)+(c)] : ₹ 2,99,02,068
- (e) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of Transfer
2,99,02,068	-	-	-	-	-

- (f) Excess amount for set off, if any

Sl. No.	Particular	Amount (in ₹)
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	3,01,08,965
	(a) Amount required to be spent during the year	3,01,08,965
	(b) Set-off of excess amount spent towards CSR in previous year	3,32,722
(ii)	Net amount required to be spent by the Company during the year (a-b)	2,97,76,243
(iii)	Total amount spent for the Financial Year	2,99,02,068
(iv)	Excess amount spent for the financial year [(iii)-(ii)]	1,25,825
(v)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
(vi)	Amount available for set off in succeeding financial years [(iv)-(v)]	1,25,825

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

1	2	3	4	5	6		7	8
Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under Sub-section (6) of section 135 (in ₹)	Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (in ₹)	Amount spent in the Financial Year (in Rs.)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to subsection (5) of section 135, if any		Amount remaining to be spent in succeeding Financial Years (in ₹)	Deficiency, if any
					Amount (in ₹)	Date of Transfer		
1	FY-1							
2	FY-2							
3	FY-3							
					Nil			

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Yes

No

If Yes, enter the number of Capital assets created/ acquired.

NIL

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year :

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
1	2	3	4	5	6		
					CSR Registration Number, if applicable	Name	Registered address
NA							

(All the fields should be captured as appearing in the revenue record, flat no, house no, Municipal Office/Municipal Corporation/Gram panchayat are to be specified and also the area of the immovable property as well as boundaries)

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

Place : New Delhi  
Date: 22nd May 2024

**(Vikrampati Singhania)**  
Chairman, CSR Committee

**(Nagaraju Srirama)**  
President & Director

# INDEPENDENT AUDITOR'S REPORT

To the Members of  
J.K. FENNER (INDIA) LIMITED

## Report on the Audit of Financial Statements

### Opinion

We have audited the accompanying financial statements of J.K. FENNER (INDIA) 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 Flows for the year then ended, and notes to the financial statements, including a summary of the material accounting policies and other explanatory information (herein after referred to as the "financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards specified 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 Profit (including 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 Responsibilities for the Audit of the

Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the 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 are responsible for the other information. The other information comprises the information included in the 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 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 identified when it becomes available 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.

When we read Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

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

The accompanying financial statements have been approved by the Company's Board of Directors. The Company's Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position/ state of affairs, financial performance, 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 implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

## Auditor's 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 specified under section 143(10) of the Act, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of

accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of Board of 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 ability of the Company 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.
- Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative

factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

## 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 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 of the accompanying financial statements.
  - 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(g)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended) ("the Rules").
  - c) The Balance Sheet, the Statement of Profit and Loss including other comprehensive income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of 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) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company as on 31st March 2024 and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to financial statements.

g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (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 financial statements – Refer Note No. 38 to the financial statements

ii. The Company has made provision, as required under the applicable law or Indian Accounting Standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company, during the year ended 31st March, 2024.

iv. (a) The management has represented that to the best of its knowledge and belief, as disclosed in Note No. 59(b)(e) of the financial statements, no funds (which are material either individually or in 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(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, as disclosed in Note No. 59(b)(f) of the financial statements, no funds (which are material either individually or in aggregate) 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.

(c) Based on such audit procedures performed that we have considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the management representations under sub-clause (a) and (b) above as required by Rule 11(e) of Companies (Audit & Auditors) Rules, 2014, as amended, contains any material mis-statement.

v. (a) The interim dividend declared or paid during the year by the company is in compliance with section 123 of the Companies Act, 2013 (Note No. 49).

(b) The final dividend proposed in the previous financial year, declared and paid by the Company during the year, is in compliance with section 123 of the Companies Act, 2013 (Note No. 49).

(c) The Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members in the ensuing General meeting. The amount of dividend proposed is in accordance with section 123 of the Companies Act, 2013.

vi. Based on our examination which included test checks and written representations received from the management, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit

trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software except that the audit trail feature is not enabled for (i) direct changes made to data in the underlying database level and (ii) in the application when using certain privileged access rights. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

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

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

For **LODHA & CO. LLP**  
Chartered Accountants  
Firm's Registration No. 301051E/E300284

(N.K. LODHA)  
Partner  
Membership No. 085155  
UDIN: 24085155BKFNGK9654  
Place: New Delhi  
Date: 22nd May, 2024

## **ANNEXURE “A” REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING “REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS” OF OUR REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF J.K. FENNER (INDIA) LIMITED FOR THE YEAR ENDED 31ST MARCH 2024.**

To the best of our information and according to the explanations provided to us by the Company and the books of accounts and records examined by us in the normal course of audit, we state 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 has maintained proper records showing full particulars of intangible assets.

(b) As per the physical verification program, Property, Plant and Equipment were physically verified during the year by the Management according to the phased program designed to cover all the items over a period of three years (accordingly during the year, few items have been physically verified) which, in our opinion, provides for physical verification at reasonable intervals. Based on information and records provided, no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the property tax receipts/registered sale deed / transfer deed / conveyance deed provided to us, we report that, the title deeds of all the immovable properties (including those pledged as securities against borrowings, which were examined based on relevant documents), (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the financial statements and included in property, plant and equipment and investment property and capital work-in progress are held in the name of the Company as at the balance sheet date.

(d) The Company has not revalued any of its property, plant and equipment (including Right of Use assets) or intangible assets or both during the year. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment (including right-of-use assets) or intangible assets does not arise.

(e) Based on the information and explanations furnished to us, no proceedings have been initiated 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 (as amended in 2016) and rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in its financial statements does not arise.

ii. (a) As per the physical verification program, the inventories of the Company (except stock lying with the third parties and in transit, for which confirmations have been received/material received) were physically verified during the year by the Management at reasonable intervals. In our opinion and according to the information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. Discrepancies noticed were not of 10% or more in the aggregate for each class of inventories on such physical verification of inventories when compared with books of account.

(b) According to the information and explanations given to us and as per the records verified, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, at points of time during the year, from banks or financial institutions on the basis of security of current assets. In our opinion and according to the information and explanations given to us, the quarterly returns / statements filed by the Company with such banks or financial institutions are generally in agreement with the unaudited books of account of the Company of the respective quarters.



iii. The Company has granted loans or advances in nature of loans, secured or unsecured to one company during the year. The Company has not made any investments, provided any guarantee or security, to companies, firms, Limited Liability Partnerships or any other parties during the year.

(a) The Company has provided loans during the year, in respect of which details are as below:

₹ in Lacs

Particulars	Amount
Aggregate amount granted/ provided during the year: - Subsidiary	547.02
Balance outstanding as at balance sheet date in respect of above: - Subsidiary	597.02

The Company has not provided any guarantee or security, to companies, firms, Limited Liability Partnerships or any other parties during the year.

(b) The terms & conditions of the grant of above-mentioned loans or advances in the nature of loans are, in our opinion, prima facie, not prejudicial to the Company's interest.

(c) In respect of loans granted or advances in the nature of loans provided by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amounts and receipts of interest are regular as per stipulation.

(d) According to information and explanations given to us and based on the audit procedures performed, in respect of loans granted and advances in the nature of loans provided by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.

(e) No loan or advance in the nature of loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

(f) According to information and explanations given to us and based on the audit procedures performed, the Company has not granted any loans or advances in the nature of loans either

repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause 3 (iii)(f) is not applicable.

iv. According to the information, explanations and representations provided by the management and based upon audit procedures performed, we are of the opinion that in respect of loans granted, investments made and guarantees and securities provided, as applicable, the Company has complied with the provisions of the Section 185 and 186 of the Companies Act, 2013.

v. In our opinion, and according to the information and explanations given to us, the Company has complied with the directives issued by the Reserve Bank of India ('the RBI'), provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014, as amended, with regard to the deposits accepted and amounts deemed to be deposits accepted. According to the information and explanations given to us, no order has been passed by the Company Law Board or the National Company Law Tribunal or the Reserve Bank of India or any Court or any other Tribunal against the Company in this regard.

vi. We have broadly reviewed the books of account maintained by the company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Act in respect of the Company's products and services to which the said rules are made applicable and are of the opinion that prima facie, the prescribed records have been made and maintained. We have, however, not made a detailed examination of the said records with a view to determine whether they are accurate or complete.

vii. (a) According to the records of the Company, the Company is 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 customs, duty of excise, value added tax, cess and other material statutory dues with the appropriate authorities to the extent applicable.

There were no undisputed statutory dues payable in respect of 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 in arrears as at 31st March 2024 for a period of more than six months from the date they become payable except the VAT/CST of Rs. 4.48 Lacs & Professional Tax of Rs. 0.96 Lacs as explained by the management the amounts were remitted to the department but not yet presented for bank clearing, Goods & Services Tax of Rs. 79.61 Lacs (including interest on GST of Rs.77.71 Lacs), Provident Fund of Rs. 3.09 Lacs on account of non-linking of employee Aadhar no. & UAN, Employees' state insurance of Rs. 0.51 Lacs and Professional Tax of Rs. 0.28 Lacs.

(b) According to the records and information & explanations given to us, 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:

Name of the Statute	Nature of Dues	Amount (₹ in Lacs)	Period to which the amount relates	Forum where the dispute is pending
Central Excise Act, 1944	Excise Duty	58.88	1996-97, 1998-99 to 2001-02, April to December 2002, 2003-04 & 2005-06	Commissioner Appeals, Meerut, Uttar Pradesh
Central Excise Act, 1944	Excise Duty	18.17	2010-11 to 2015-16	CESTAT, Chennai
Finance Act, 1994	Service Tax	21.92	April'16 to June '17	Asst./Dy. Commissioner (Madurai)
Finance Act, 1994	Service Tax	8.51	July'15 to March '16	Commissioner (Appeals) Madurai
Central Sales Tax Act and Sales Tax Act of Various States	Sales Tax	32.96	1993-94 to 1996-97 & 1999-00 to 2001-02	Assistant/ Dy. Commissioner (Madurai)
Central Sales Tax Act and Sales Tax Act of Various States (UP)	Sales Tax	126.98	1991-92 to 2004-05	Sales Tax Committee, (Tribunal), Moradabad, U.P.
Rajasthan Value Added Tax 2003	Sales Tax	487.09	2012-13 & 2013-14	Rajasthan Tax Board Ajmer
Haryana VAT Act, 2003	Sales Tax	5.49	2014-15	Assessing officer, Gurugram
The West Bengal Tax on Entry of Goods into Local Areas Act	Entry Tax	69.00	2013-14 to 2016-17	High Court, Calcutta
The Income Tax Act, 1961	Income Tax	151.22	2018-19	CIT (Appeals), Madurai
The Income Tax Act, 1961	Income Tax	826.41	2009-10, 2013-14, 2014-15, 2019-20, 2020-21 & 2021-22	CIT (Appeals), Delhi
CGST Act, 2017	Goods & Services Tax	0.77	2017-18 & 2018-19	Superintendent of CGST, Kolkata
CGST Act, 2017	Goods & Services Tax	17.07	July 17 to Mar 18	Sales Tax Officer Class II / AVATO

viii. According to the information and explanations given to us and the records of the Company examined by us, 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), that have not been previously recorded in the books of account.

ix. (a) On the basis of audit procedures and according to the information and explanations given to us, in our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) According to the information and explanations given to us including representation received from the management of the Company and on the basis of our audit procedures, we report that the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) To the best of our knowledge and belief, in our opinion, term loans availed by the Company were, applied by the Company during the year for the purposes for which the loans were obtained. There were no unutilized term loans at the beginning of the year.

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

(e) On an overall examination of the financial statements of the Company and based on the representations received from management of the Company, we report that the Company has neither taken any funds from any entity or person during the year nor it has raised funds through issue of shares or borrowings on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

(f) The Company has not raised loans during the year on the pledge of securities held in its Subsidiaries or joint ventures or associate companies.

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) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) during the year and hence reporting under clause (x)(b) of the Order is not applicable to the Company.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.

(b) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, a report under section 143(12) of the Act in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable.

(c) According to the information and explanations given to us including the representation made to us by the management of the Company, there were no whistle blower complaints received by the Company during the year.

xii. In our opinion and according to the information and explanations given to us, the Company is not a nidhi company and hence reporting under clause 3(xii) of the Order is not applicable.

xiii. According to the information and explanations and records made available by the management of the Company and audit procedures performed, the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions entered into by the Company with the related parties and the details of such related party transactions have been disclosed in the financial statements as required by the applicable Indian accounting standards.

xiv. (a) In our opinion, the Company has an adequate internal audit system as per the provisions of section 138 of the Act which is commensurate with the size and the nature of its business.

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

xv. On the basis of records made available to us and according to information and explanations given to us, the Company has not entered into non-cash transactions with the 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, reporting under clause 3(xvi)(a) of the Order is not applicable.

(b) The Company has not conducted non-banking financial/ housing finance activities during the year. Accordingly, reporting under clause 3(xvi)(b) of the Order is not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulation made by the Reserve Bank of India. Accordingly, reporting under clause 3(xvi)(c) of the Order is not applicable.

(d) Based on the information and explanations provided by the management of the Company, there are two CIC within the group (as defined in Core Investment Companies (Reserve Bank

Directions, 2016). We have not, however, separately evaluated whether the information provided by the management is accurate and complete.

xvii. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors of the Company during the year.

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 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 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 and/ or certificate with respect to meeting financial obligations by the Company as and when they fall due. 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 Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there are no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Companies Act or special account in compliance with the provision of sub-section (6) of section 135 of the said Act. Accordingly, reporting under clause (xx) of the Order is not applicable for the year.

xxi. The Company has not prepared the Consolidated Financial Statements by availing the exemption mentioned in the Notification 742(E) dated 27th July 2016 issued by Ministry of Corporate Affairs and paragraph 4(a) of Ind AS 110 "Consolidated Financial Statements" and accordingly reporting under clause 3(xxi) of the Order is not applicable.

For **LODHA & CO LLP**  
Chartered Accountants  
Firm's Registration No. 301051E/E300284

(N.K. LODHA)  
Partner  
Membership No. 085155  
Place: New Delhi  
Date: 22<sup>nd</sup> May, 2024

## **ANNEXURE “B” TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF J.K. FENNER (INDIA) LIMITED FOR THE YEAR ENDED 31ST MARCH 2024**

(Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the internal financial controls with reference to the financial statements under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls with reference to the financial statements of J.K. FENNER (INDIA) LIMITED (“the Company”) as of 31st March, 2024 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

### **Management's Responsibility for Internal Financial Controls**

The Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to the financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 Companies Act, 2013.

### **Auditor's Responsibility**

Our responsibility is to express an opinion on Company's internal financial controls with

reference to the financial statements of the Company 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 the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to the 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 with reference to the financial statements and their operating effectiveness. Our audit of internal financial controls with reference to the financial statements included obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

### **Meaning of Internal Financial Controls with Reference to Financial Statements**

A Company's internal financial control with reference to the financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control with reference to the financial statements 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 with reference To Financial Statements**

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

### **Opinion**

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

For **LODHA & CO. LLP**  
Chartered Accountants  
Firm's Registration No. 301051E/E300284

(N.K. LODHA)  
Partner  
Membership No. 085155  
Place: New Delhi  
Date: 22<sup>nd</sup> May, 2024

# J.K. FENNER (INDIA) LIMITED

## BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2024

₹ in Lacs

	Note No.	As at 31.03.2024	As at 31.03.2023 (Restated)
<b>ASSETS</b>			
<b>(1) Non-current Assets</b>			
(a) Property, plant and equipment	2	31,339.93	33,650.73
(b) Right of use assets	3	1,176.48	1,107.32
(c) Capital work-in-progress	4	487.37	2,432.75
(d) Investment property	5	27.56	28.12
(e) Intangible assets	6	337.97	113.78
(f) Intangible assets under development	6A	50.24	254.51
(g) Financial assets			
(i) Investments	7	16,399.56	17,361.17
(ii) Loans	8	2,597.02	6,550.00
(iii) Other financial assets	9	3,043.53	7,357.52
(h) Other non-current assets	10	137.12	579.15
		<b>55,596.78</b>	<b>69,435.05</b>
<b>(2) Current Assets</b>			
(a) Inventories	11	13,818.72	14,577.87
(b) Financial assets			
(i) Investments	12	53,559.31	18,888.72
(ii) Trade receivables	13	33,808.27	29,621.48
(iii) Cash and cash equivalents	14	1,056.03	297.46
(iv) Other bank balances	15	160.62	1,087.15
(v) Other financial assets	16	1,079.14	1,085.84
(c) Current tax assets (net)	17	3,866.45	3,849.38
(d) Other current assets	18	4,022.09	5,646.36
		111,370.63	75,054.26
<b>TOTAL ASSETS</b>		<b>166,967.41</b>	<b>144,489.31</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity share capital	19A	248.31	248.31
(b) Other equity	19B	108,696.90	88,495.20
		108,945.21	88,743.51
<b>Liabilities</b>			
<b>(1) Non-current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	20	14,182.83	14,970.45
(ia) Lease liabilities	50	1,099.08	1,026.88
(ii) Other financial liabilities	21	3,126.78	3,899.17
(b) Provisions	22	783.89	690.54
(c) Deferred tax liabilities (Net)	23	1,552.81	2,063.48
(d) Other non-current liabilities	24	667.40	676.05
		21,412.79	23,326.57
<b>(2) Current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	25	12,350.75	9,895.31
(ia) Lease liabilities	50	239.59	229.39
(ii) Trade payables	26		
- Micro and small enterprises		2,954.71	2,977.07
- Others		4,888.36	4,467.51
(iii) Other financial liabilities	27	5,913.75	5,902.33
(b) Other current liabilities	28	9,826.56	8,597.07
(c) Provisions	29	435.69	350.55
		36,609.41	32,419.23
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>166,967.41</b>	<b>144,489.31</b>

Company overview, Basis of preparation and material Accounting Policies

1

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For **LODHA & CO. LLP**

Chartered Accountants

Firm's Registration No. 301051E/E300284

N.K. LODHA

Partner

Membership No : 085155

J. SWAMINATHAN

Company Secretary

New Delhi, the 22<sup>nd</sup> May 2024

RAGHUPATI SINGHANIA  
Chairman

VIKRAMPATI SINGHANIA  
Managing Director

AMIT AGARWAL  
Chief Financial Officer

HARSH PATI SINGHANIA  
MAMTA SINGHANIA  
SHAILENDRA CHOUKSEY  
NAGARAJU SRIRAMA

Directors

New Delhi, the 22<sup>nd</sup> May 2024



## STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2024

₹ in Lacs

	Note No.	2023-2024	2022-2023 (Restated)
<b>I. Income</b>			
Revenue from Operations	30	130,093.97	121,961.36
Other Income	31	5,526.45	4,204.19
<b>Total Income</b>		<b>135,620.42</b>	<b>126,165.55</b>
<b>II. Expenses</b>			
Cost of materials consumed		50,295.56	49,759.89
Changes in inventory of finished goods, stock in trade and work-in-progress	32	224.80	1,257.90
Purchase of stock in trade		11,878.92	12,011.94
Employee benefits expense	33	18,251.27	16,050.45
Finance costs	34	2,118.01	1,719.30
Depreciation and amortisation expense	35	5,883.71	5,223.57
Other expenses	36	25,988.71	24,258.69
<b>Total expenses</b>		<b>114,640.98</b>	<b>110,281.74</b>
<b>III. Profit / (Loss) before tax</b>		<b>20,979.44</b>	<b>15,883.81</b>
<b>IV. Profit / (Loss) before depreciation, amortisation, finance costs, and tax</b>		<b>28,981.16</b>	<b>22,826.68</b>
<b>V. Tax expense</b>			
Current tax		6,515.00	4,651.51
Income tax paid for earlier years		46.23	30.43
Deferred tax		(1,180.37)	65.93
<b>VI. Profit/(Loss) for the year</b>		<b>15,598.58</b>	<b>11,135.94</b>
<b>VII. Other Comprehensive Income</b>			
<b>Items that will not be subsequently reclassified to Statement of Profit and Loss</b>			
Fair value (loss)/ Gain of Equity instruments		7,331.04	2,344.77
Remeasurement (loss) / gain of the net defined benefit plan		(444.22)	(466.78)
Income tax relating to items that will not be Reclassified to Statement of Profit and Loss		(669.70)	(150.75)
<b>Total Other Comprehensive Income</b>		<b>6,217.12</b>	<b>1,727.24</b>
<b>VIII. Total Comprehensive Income for the year</b>		<b>21,815.70</b>	<b>12,863.18</b>
<b>XI Earnings per equity share of ₹ 10 each</b>			
Basic / Diluted	47	628.20	448.48

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For **LODHA & CO. LLP**

Chartered Accountants

Firm's Registration No. 301051E/E300284

N.K. LODHA

Partner

Membership No : 085155

J. SWAMINATHAN

Company Secretary

New Delhi, the 22<sup>nd</sup> May 2024

RAGHUPATI SINGHANIA  
Chairman

VIKRAMPATI SINGHANIA  
Managing Director

AMIT AGARWAL  
Chief Financial Officer

HARSH PATI SINGHANIA  
MAMTA SINGHANIA  
SHAILENDRA CHOUKSEY  
NAGARAJU SRIRAMA

Directors

New Delhi, the 22<sup>nd</sup> May 2024

**J.K. FENNER (INDIA) LIMITED**  
**STATEMENT OF CHANGES IN EQUITY (SOCE)**  
**FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2024**

**I SHARE CAPITAL**

₹ in Lacs

Particulars	As at 31.03.2024	As at 31.03.2023 (Restated)
<b>Issued, Subscribed and Fully paid up:</b>		
Equity Shares - 24,83,066 of ₹ 10 each		
Balance at the beginning of the year	<b>248.31</b>	248.31
Changes in equity share capital during the year	-	-
Balance at the end of the year	<b>248.31</b>	248.31

**II OTHER EQUITY**

Particulars	RESERVES AND SURPLUS								Total
	Securities Premium	Capital Reserve	Capital Redemption Reserve	Retained Earnings					
				Retained Earnings	General Reserve	Fair value (Loss)/ Gain of Equity instruments	Remeasurement (loss) / gain of the net defined benefit plan	Income Tax relating to Items that will not be Reclassified to Statement of Profit and Loss	
<b>As on 1st April, 2022</b>	<b>140.00</b>	<b>258.11</b>	<b>2,577.10</b>	<b>30,430.41</b>	<b>40,888.49</b>	<b>3,818.41</b>	<b>(680.94)</b>	<b>(189.69)</b>	<b>77,241.89</b>
Profit for the year	-	-	-	11,135.94	-	-	-	-	11,135.94
Reserves transferred pursuant to the scheme of arrangement (Refer Note No 65)	-	-	-	4.13	-	-	-	-	4.13
Other comprehensive income	-	-	-	-	-	2,344.77	(466.78)	(150.75)	1,727.24
Dividend paid	-	-	-	(1,614.00)	-	-	-	-	(1,614.00)
<b>As on 31st March, 2023 (Restated)</b>	<b>140.00</b>	<b>258.11</b>	<b>2,577.10</b>	<b>39,956.48</b>	<b>40,888.49</b>	<b>6,163.18</b>	<b>(1,147.72)</b>	<b>(340.44)</b>	<b>88,495.20</b>
Profit for the year	-	-	-	15,598.58	-	-	-	-	15,598.58
Other comprehensive income	-	-	-	-	-	7,331.04	(444.22)	(669.70)	6,217.12
Gain/ (Loss) on shares sold (Refer Note No 61(b))	-	-	-	9,984.58	-	(11,274.37)	-	1,289.79	-
Dividend paid	-	-	-	(1,614.00)	-	-	-	-	(1,614.00)
Transfer to capital redemption reserve (Refer Note no 20 (vii))	-	-	900.00	(900.00)	-	-	-	-	-
<b>As on 31st March, 2024</b>	<b>140.00</b>	<b>258.11</b>	<b>3,477.10</b>	<b>63,025.64</b>	<b>40,888.49</b>	<b>2,219.85</b>	<b>(1,591.94)</b>	<b>279.65</b>	<b>108,696.90</b>

As per our report of even date

For **LODHA & CO. LLP**

Chartered Accountants

Firm's Registration No. 301051E/E300284

N.K. LODHA

Partner

Membership No : 085155

J. SWAMINATHAN

Company Secretary

New Delhi, the 22<sup>nd</sup> May 2024

RAGHUPATI SINGHANIA

Chairman

VIKRAMPATI SINGHANIA

Managing Director

AMIT AGARWAL

Chief Financial Officer

HARSH PATI SINGHANIA

MAMTA SINGHANIA

SHAILENDRA CHOUKSEY

NAGARAJU SRIRAMA

Directors

New Delhi, the 22<sup>nd</sup> May 2024

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2024

### 1.1 The Company overview

J.K. Fenner (India) Limited (the "Company") is a Public Limited Company incorporated and domiciled in India. The Registered Office of the company is situated at 3, Madurai-Melakkal Road, Kochadai, Madurai - 625016, Tamilnadu, India. The Company is a subsidiary of Bengal & Assam Company Limited.

The Company develops, manufactures, trades, markets and distributes Belts, Oilseals, Engineering products and other auto component products. The Company markets its products for sale to industrial and vehicle manufacturers for fitment as original equipments and for sale in replacement markets worldwide. The Company has five manufacturing plants located in India at Madurai, Sriperumpudur, Nilakkottai, Patancheru and Pashamailaram.

These financial statements were approved and adopted by Board of Directors of the Company in the meeting held on 22nd May, 2024.

### 1.2 Basis of preparation of financial statements

#### (i) Basis of preparation and Statement of Compliance

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

#### (ii) Basis of Measurement

The financial statements have been prepared under historical cost convention on accrual basis, except for the items that have been measured at fair value as required by relevant Ind AS. The financial statements correspond to the classification provisions contained in Ind AS-1 (Presentation of Financial Statements).

The preparation of these financial statements requires management judgments, estimates and assumptions that affect the application of accounting policies, the accounting disclosures made and the reported amounts of assets, liabilities, income and expenses. Estimates and underlying assumptions are reviewed on a periodic basis. Revisions to accounting estimates are made in the period, in which, the estimates are revised and in any future periods, effected pursuant to such revision.

### 1.3 Material Accounting Policies

The accounting policies set out below have been applied consistently throughout the periods presented in these financial statements.

#### 1.3.1 Property, Plant and Equipment

##### Recognition and measurement :

Property, plant and equipment are measured at cost less accumulated depreciation and impairment losses, if any. Cost includes expenses directly attributable in bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Expenditure directly attributable in bringing the asset to the location during construction / erection period is included under 'Capital Work-in-Progress' and is allocated to the respective property, plant and equipment on completion of construction / erection.

The cost and related accumulated depreciation are eliminated from the financial statements, upon sale and disposition of the assets and the resultant gains or losses are recognised in the statement of profit and loss.

Assets subjected to operating leases are included in Property, Plant and Equipment.

## NOTES TO THE FINANCIAL STATEMENTS

### **Depreciation:**

Depreciation on property, plant and equipment has been provided using straight line method over their useful lives and in the manner prescribed under Schedule II of the Companies Act, 2013. However, in respect of certain assets including assets given on the operating lease, depreciation is provided as per the useful lives as assessed by the management supported by technical advice ranging from 9 to 24 years for plant and machinery and useful lives ranging from 3 to 5 years for certain vehicles and office equipments. Depreciation on assets costing upto Rs.5000/- is provided in full during the year of additions.

### **1.3.2 Investment property**

Investment property is property held either to earn rentals or for capital appreciation or both, but not for sale in the ordinary course of the business. Investment properties are measured at cost less accumulated depreciation and impairment losses, if any. Depreciation on Investment property has been provided using straight line method over their useful lives and in the manner prescribed under Schedule II of the Companies Act, 2013.

The cost and related accumulated depreciation are eliminated from the financial statements, upon sale, disposition and withdrawal from permanent use of the assets and when no future economic benefits are expected from its disposal. The resultant gains or losses are recognised in the statement of profit and loss.

Assets are transferred from/ to Investment property to/ from Property, plant & equipment when there is an evidence of change in use. Assets are transferred from/ to Investment property at carrying value.

### **1.3.3 Intangible Assets**

Intangible assets are recognised, if the future economic benefits attributable to the assets are expected to flow to the Company and cost of the asset can be measured reliably. The same are amortised over the expected duration of benefits. Such intangible assets are measured at cost less any accumulated amortisation and impairment losses, if any. Cost includes expenses directly attributable in bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

The cost and related accumulated amortisation are eliminated from the financial statements, upon sale, disposition and withdrawal from permanent use of the assets and when no future economic benefits are expected from its disposal. The resultant gains or losses are recognised in the statement of profit and loss.

Specialised software is amortised over the period of five years from the year of installation.

Expenditure incurred on intangible assets which are under development is included under intangible assets under development.

### **1.3.4 Research and Development Cost**

Revenue expenditure on research and development is charged to the Statement of Profit and Loss and capital expenditure on research and development is added to property, plant and equipment.

### **1.3.5 Lease**

The Company adopted Ind AS 116 using the modified retrospective method of adoption with the date of initial application of 1st April 2019.

Lessor accounting under Ind AS 116 is substantially unchanged in comparison with earlier under Ind AS 17. Lessors will continue to classify leases as either operating or finance lease using similar principles as in Ind AS 17. Therefore, Ind AS 116 did not have an impact for leases where the group is the lessor.

**Right of Use Assets:**

The Company recognises a right-of-use asset, on a lease-by-lease basis, to measure that right-of-use asset an amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments relating to that lease recognised in the balance sheet.

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, the recognised right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term. Right-of-use assets are subject to impairment test.

**Lease Liabilities :**

The Company recognises a lease liability at the present value of the remaining lease payments, discounted using the lessee's incremental borrowing rate.

The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on a lease by lease basis.

In calculating the present value of lease payments, the Company uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable.

**Short-term Leases and leases of low-value assets :**

The Company applies the short-term lease recognition exemption to its short-term leases (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 that are considered of 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.

**Significant judgement in determining the lease term of contracts with renewal options :**

The Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

**1.3.6 Foreign currency transactions and translation**

The functional currency of the company is Indian rupee (₹). Foreign currency transactions are recorded at exchange rates prevailing on the date of transaction. Monetary assets and liabilities in foreign currencies as at the balance sheet date are translated at exchange rate prevailing at the year end. Exchange differences arising on actual payments / realisations and year end translations including on forward contracts are recognised within Statement of Profit and Loss.

**1.3.7 Inventories**

Inventories are valued at lower of cost and net realisable value. However, materials and other supplies held for use in production of inventories are not written down below cost, if the finished goods are expected to be sold at or above cost. The cost is computed on weighted average basis. Finished Goods, Traded Goods and Process Stock include cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Slow-moving and obsolete items based upon technical evaluation are provided for.

**1.3.8 Borrowing cost**

Borrowing Cost is charged to statement of profit and loss statement except borrowing cost meant for acquisition of qualifying assets, which is capitalised, using the effective interest method till the date of commercial use.

## NOTES TO THE FINANCIAL STATEMENTS

### 1.3.9 Employee benefits

Employee benefits include wages & salaries, provident fund, superannuation fund, employee state insurance scheme, gratuity fund and compensated absences, etc.

#### (a) Defined contribution plans :

Contributions to the Employees' Regional Provident Fund, Superannuation Fund, Employees Pension Scheme and Employees' State Insurance are recognised as defined contribution plan and charged as expenses during the period in which the employees perform the services.

#### (b) Defined benefit plan :

Retirement benefits in the form of Gratuity and Leave Encashment are considered as defined benefit plan and determined on an actuarial valuation using the projected unit credit method at the Balance Sheet date. Actuarial gains or losses through remeasurement of the net obligation of a defined benefit liability or asset are recognised in Other Comprehensive Income. Such re-measurements are not reclassified to Statement of Profit and Loss in subsequent periods.

The Provident Fund Contribution other than contribution to Employees' Regional Provident Fund, is made to Trust administered by the trustees. The interest rate to the members of the Trust shall not be lower than the statutory rate declared by the Central Government under Employees' Provident Fund and Miscellaneous Provision Act, 1952. The Employer shall make good deficiency, if any.

#### (c) Short term employee benefits :

Short term employee benefits are charged off at the undiscounted amount in the year in which the related service is rendered.

### 1.3.10 Income tax

Income tax comprises of current and deferred tax. Income tax expense is recognised in the Statement of Profit and Loss, except to the extent it relates to items directly recognised in Equity or in Other Comprehensive Income.

**a) Current tax:** Current Tax is the amount of tax payable on the estimated taxable income for the current year as per the provisions of Income Tax Act, 1961.

**b) Deferred tax:** Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences, unabsorbed losses and unabsorbed depreciation to the extent, it is probable that taxable income will be available against which the same can be realised. Deferred tax assets are reviewed at the end of each subsequent reporting period.

### 1.3.11 Provisions and Contingencies

#### a) Provisions :

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event; it is probable that an outflow of economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the present value of best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

**b) Contingencies :**

A disclosure for contingent liability is made when there is possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Contingent liabilities are reviewed at each balance sheet date.

Contingent assets are neither recognised nor disclosed in the financial statements.

**1.3.12 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.

**(a) Financial assets :**

Financial assets include cash and cash equivalents, trade and other receivables, loans, investments in securities and other eligible current and non-current assets.

At initial recognition, all financial assets are measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial asset, which are not fair value through profit and loss, are added to the fair value on initial recognition. However, trade receivables that do not contain a significant financing component are measured at transaction price.

Such financial assets are subsequently classified under one of the following three categories according to the purpose for which they are held. The classification is reviewed at the end of each reporting period.

**Financial assets at amortised cost:**

At the date of initial recognition, these financial assets are held to collect contractual cash flows of principal and interest on principal amount outstanding on specified dates. These financial assets are intended to be held until maturity. Therefore, they are subsequently measured at amortised cost by applying the Effective Interest Rate ("EIR") method to the gross carrying amount of the financial asset. The EIR amortisation is included as interest income in the statement of profit or loss.

**Financial assets at fair value through other comprehensive income:**

At the date of initial recognition, these financial assets are held to collect contractual cash flows of principal and interest on principal amount outstanding on specified dates, as well as held for selling. Therefore, they are subsequently measured at each reporting date at fair value, with all fair value movements recognised in Other Comprehensive Income (OCI). Interest income calculated using the EIR method, impairment gain or loss and foreign exchange gain or loss are recognised in the Statement of Profit and Loss. On derecognition of the asset, cumulative gain or loss previously recognised in Other Comprehensive Income is reclassified from the OCI to Statement of Profit and Loss.

**Financial assets at fair value through profit or loss:**

At the date of initial recognition, financial assets that are held for trading, or which are measured neither at amortised cost nor at fair value through OCI. Therefore, they are subsequently measured at each reporting date at fair value, with all fair value movements recognised in the Statement of Profit and Loss.

Investment in equity shares of subsidiaries and associates are valued at cost.

## NOTES TO THE FINANCIAL STATEMENTS

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109 'Financial Instruments'.

The Company assesses impairment based on the Expected Credit Losses ("ECL") model to all its financial assets except equity instruments measured at Fair value and financial assets measured on Fair Value Through Profit and Loss ("FVTPL") basis.

### **(b) Financial liabilities**

Financial liabilities include long-term and short-term loans and borrowings, trade and other payables and other eligible current and non-current liabilities.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and other payables, net of directly attributable transaction costs. After initial recognition, financial liabilities are classified under one of the following two categories:

#### **Financial liabilities at amortised cost:**

After initial recognition, such financial liabilities are subsequently measured at amortised cost by applying the EIR method to the gross carrying amount of the financial liability. The EIR amortisation is included in finance expense in the Statement of Profit or Loss.

#### **Financial liabilities at fair value through profit or loss:**

Financial liabilities which are designated as such on initial recognition, or which are held for trading. Fair value gains / losses attributable to changes in own credit risk is recognised in OCI. These gains / losses are not subsequently transferred to Statement of Profit and Loss. All other changes in fair value of such liabilities are recognised in the Statement of Profit and Loss.

### **1.3.13 Derivative financial instruments**

Derivative instruments such as forward currency contracts are used to hedge foreign currency risks. Premium in respect of forward contracts is recognised over the life of contract. Gain or loss arising on remeasuring derivative instruments identified as effective fair value hedges and ineffective cash flow hedges is accounted for in the statement of profit and loss. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when fair value is negative.

### **1.3.14 Revenue**

Revenue is recognised upon transfer of control of promised goods or services to customers at transaction price (net of taxes and duties), arrived at by determining the fair value of the consideration received or receivable after adjusting returns, allowances, trade discounts, volume discounts etc. in exchange of goods or services.

For applying above principle, the Company adopts five step model, which are: a) Identify the contract(s) with customer(s); b) Identify the performance obligations under the contract(s); c) Determine the transaction price; d) Allocate the transaction price to the performance obligations in the contract(s); e) recognise revenue.

Contract Liabilities are recognised when there is an entity's obligation to transfer goods or services to a customer for which, the entity has received consideration from the customer. Revenue in excess of invoicing are classified as contract assets.



## NOTES TO THE FINANCIAL STATEMENTS

Inter-unit transfer of goods for captive consumption are included in respective heads of accounts to reflect the true working. Any unrealised profits on unsold stock is not considered for valuing the inventory. This has no impact on the profitability.

**Sale of Goods:** Revenue from the sale of goods is recognised at the point in time when control is transferred to the customer. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold is net of variable consideration on account of various discounts and schemes offered by the Company as part of the Contract.

Rental income from investment property is recognized as part of the other non operating income in the Statement of Profit and Loss on a straight line basis over the term of the lease except where the rentals are structured to increase in line with the expected general inflation.

Dividend income is recognized in the Statement of Profit and Loss on the date on which the Company's right to receive payment is established.

Interest income is recognized on time proportion basis using the effective interest rate method.

### 1.3.15 Government Grants

Grants and subsidies from the government are recognised when there is reasonable assurance that the grant / subsidy will be received and all attaching conditions will be complied with. Revenue grants are recognised in the Statement of Profit and Loss. Capital Grants relating to specific assets are recognised in the Balance Sheet as deferred income and credited in Statement of Profit and Loss on a systematic basis over the useful life of the related asset.

Export incentives are recognised in the Statement of Profit and Loss.

### 1.3.16 Impairment

The carrying amount of property, plant and equipments, intangible assets and investment property are reviewed at each Balance Sheet date to assess impairment if any, based on internal / external factors. An asset is treated as impaired, when the carrying cost of asset or cash generating unit exceeds its recoverable value, being higher of value in use and fair value less costs of disposal. An impairment loss is recognised as an expense in the Statement of Profit and Loss in the year in which an asset is identified as impaired. The impairment loss recognised in prior accounting period is reversed, if there has been an improvement in recoverable amount.

### 1.3.17 Earnings Per Share (EPS)

Basic earnings per share is calculated by dividing the profit or loss for the period attributable to the equity holders of the company by the weighted average number of ordinary shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

### 1.3.18 Cash and cash equivalents

Cash and cash equivalents include cash on hand and at bank, cheques on hand and remittances in transit for the purpose of meeting short-term cash commitments.

## NOTES TO THE FINANCIAL STATEMENTS

### NON CURRENT ASSETS

#### 2. Property, Plant and Equipment

₹ in Lacs

Particulars	Gross Value				Depreciation				Net Value	
	As at 01-04-2023 (Restated)	Additions	Sales / Adjustments	As at 31-03-2024	As at 01-04-2023 (Restated)	For the year	Sales / Adjustments	As at 31-03-2024	As at 31-03-2024	As at 31-03-2023 (Restated)
Land - Freehold	2,680.74 (2,680.74)	- -	- -	2,680.74 (2,680.74)	- -	- -	- -	- -	2,680.74 (2,680.74)	2,680.74 (2,680.74)
Land - Leasehold	331.37 (331.37)	115.78 -	- -	447.15 (331.37)	39.58 (36.07)	3.99 (3.51)	- -	43.57 (39.58)	403.58 (291.79)	291.79 (295.30)
Buildings	11,212.57 (9,691.67)	147.07 (1,529.12)	- (8.22)	11,359.64 (11,212.57)	4,646.34 (4,116.08)	679.26 (538.07)	- (7.81)	5,325.60 (4,646.34)	6,034.04 (6,566.23)	6,566.23 (5,575.59)
Plant and Equipment	63,647.59 (56,486.27)	2,415.34 (7,620.36)	558.23 (459.04)	65,504.70 (63,647.59)	40,905.10 (37,315.68)	4,446.07 (4,025.95)	433.89 (436.53)	44,917.28 (40,905.10)	20,587.42 (22,742.49)	22,742.49 (19,170.59)
Furniture and Fixtures	1,347.08 (1,200.79)	183.73 (150.49)	13.14 (4.20)	1,517.67 (1,347.08)	1,046.70 (993.07)	61.08 (57.64)	12.91 (4.01)	1,094.87 (1,046.70)	422.80 (300.38)	300.38 (207.72)
Vehicles	665.16 (760.03)	232.75 (38.86)	156.70 (133.73)	741.21 (665.16)	404.32 (405.46)	104.52 (102.92)	133.64 (104.06)	375.20 (404.32)	366.01 (260.84)	260.84 (354.57)
Office Equipments	2,683.86 (2,408.37)	300.89 (289.33)	19.23 (13.84)	2,965.52 (2,683.86)	1,875.60 (1,682.63)	261.14 (203.59)	16.56 (10.62)	2,120.18 (1,875.60)	845.34 (808.26)	808.26 (725.74)
<b>Total</b>	<b>82,568.37</b> (73,559.24)	<b>3,395.56</b> (9,628.16)	<b>747.30</b> (619.03)	<b>85,216.63</b> (82,568.37)	<b>48,917.64</b> (44,548.99)	<b>5,556.06</b> (4,931.68)	<b>597.00</b> (563.03)	<b>53,876.70</b> (48,917.64)	<b>31,339.93</b> (33,650.73)	<b>33,650.73</b> (29,010.25)

Figures in brackets represent amounts pertaining to previous year.

(a) Land, buildings and plant & equipment transferred under the Scheme of Amalgamation during the year 2006-07 were revalued as at 31st August 1985 and as at 31st March 1995. The revaluation in respect of factory, service buildings and plant and equipment was further updated as at 31st March 1998 based on current replacement cost by a valuer and as a result, book value of the said assets had been increased by ₹ 2990.53 lacs.

(b) Gross block of Plant and equipment includes certain equipment ₹ 10,200 lacs (Previous year ₹ 10,200 lacs) given on lease (Refer Note No. 41).

#### 3. Right of use assets

₹ in Lacs

Particulars	Gross Value				Depreciation				Net Value	
	As at 01-04-2023 (Restated)	Additions	Sales / Adjustments	As at 31-03-2024	As at 01-04-2023 (Restated)	For the year	Sales / Adjustments	As at 31-03-2024	As at 31-03-2024	As at 31-03-2023 (Restated)
Right of use assets	1,756.15 (1,639.77)	322.75 (151.65)	271.55 (116.09)	1,807.35 (1,675.33)	648.83 (399.02)	253.58 (249.81)	271.55 (80.81)	630.86 (568.02)	1,176.49 (1,107.32)	1,107.32 (1,240.75)
<b>Total</b>	<b>1,756.15</b> (1,639.77)	<b>322.75</b> (151.65)	<b>271.55</b> (116.09)	<b>1,807.35</b> (1,675.33)	<b>648.83</b> (399.02)	<b>253.58</b> (249.81)	<b>271.55</b> (80.81)	<b>630.86</b> (568.02)	<b>1,176.49</b> (1,107.32)	<b>1,107.32</b> (1,240.75)

Figures in brackets represent amounts pertaining to previous year.

(a) Refer Note No. 50 for disclosure relating to Leases.

## NOTES TO THE FINANCIAL STATEMENTS

₹ in Lacs

	As at 31.03.2024	As at 31.03.2023 (Restated)
<b>4. Capital Work-In-Progress</b>		
Capital Work-In-Progress	487.37	2,432.75
	<b>487.37</b>	<b>2,432.75</b>

### Capital Work-In-Progress ageing schedule

As at March 31, 2024

Particulars	Amount in CWIP for a period of				Total
	Less than 1 Year	1 - 2 years	2 - 3 years	More than 3 years	
Projects in Progress	401.47	83.84	2.06	-	487.37
Projects temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>401.47</b>	<b>83.84</b>	<b>2.06</b>	<b>-</b>	<b>487.37</b>

As at March 31, 2023 (Restated)

Particulars	Amount in CWIP for a period of				Total
	Less than 1 Year	1 - 2 years	2 - 3 years	More than 3 years	
Projects in Progress	955.30	48.74	1.32	-	1,005.36
Projects temporarily suspended*	-	260.45	1,066.99	99.95	1,427.39
<b>Total</b>	<b>955.30</b>	<b>309.19</b>	<b>1,068.31</b>	<b>99.95</b>	<b>2,432.75</b>

There are no capital work in progress where completion is overdue or has exceeded cost compared to its original / revised plan.

**4 (b) Capital work-in-progress (CWIP) includes machinery under installation/in transit, pre-operative expenses and other assets under erection. Details are as under :**

CWIP movements	Opening balance	Additions during the year	Capitalisation / adjustments during the year	Closing balance
<b>As at 31st March 2024</b>				
Projects in Progress	1,005.36	2,656.79	3,174.78	487.37
Projects temporarily suspended **	1,427.39	-	1,427.39	-
<b>Total</b>	<b>2,432.75</b>	<b>2,656.79</b>	<b>4,602.17</b>	<b>487.37</b>
<b>As at 31st March 2023 (Restated)</b>				
Projects in Progress	1,462.25	9,717.69	10,174.58	1005.36
Projects temporarily suspended *	1,427.39	-	-	1,427.39
<b>Total</b>	<b>2,889.64</b>	<b>9,717.69</b>	<b>10,174.58</b>	<b>2,432.75</b>

\* Amount disclosed includes amount/ project under dispute with one of the supplier of machine to whom the Company has paid an advance of 558.40 lacs against bank guarantee.

\*\*During FY 2022-23, the Company had approached bank for encashment of bank guarantee provided by the said supplier as machinery supplied in earlier years were not giving the desired results. The supplier had approached Hon'ble High Court of Chennai ("Hon'ble High Court") for stay against the encashment of aforesaid bank guarantee. Hon'ble High Court granted stay against the encashment and directed for start of arbitration process for resolving dispute and directed the supplier to extend the period of bank guarantee for a period of three months (till 30th June 2023) to secure above advance paid by the Company. During FY 2023-24, the supplier and the Company has entered into a settlement agreement dated 22nd January, 2024. As per the settlement agreement, the supplier has refunded back ` 158.40 lacs against advance received in earlier year and no additional amount is payable to the supplier by the Company against invoices received. CWIP amount pertaining to disputed project of 1427.39 lacs and the payable amount of 1111.24 lacs has been netted off during the current year. Balance CWIP amount being pertaining to disputed project of 316.15 lacs and GST input availed on such invoices of 364.17 lacs (including interest) has been paid to government authorities and charged off under head miscellaneous expenses during FY 2023-24.

## NOTES TO THE FINANCIAL STATEMENTS

### NON CURRENT ASSETS

#### 5. Investment Property

₹ in Lacs

Particulars	Gross Value				Depreciation				Net Value	
	As at 01-04-2023 (Restated)	Additions	Sales / Adjustments	As at 31-03-2024	As at 01-04-2023 (Restated)	For the year	Sales / Adjustments	As at 31-03-2024	As at 31-03-2024	As at 31-03-2023 (Restated)
Buildings	48.71 (48.71)	- -	- -	48.71 (48.71)	20.59 (20.03)	0.56 (0.56)	- -	21.15 (20.59)	27.56 (28.12)	28.12 (28.68)
<b>Total</b>	<b>48.71</b> (48.71)	<b>-</b> -	<b>-</b> -	<b>48.71</b> (48.71)	<b>20.59</b> (20.03)	<b>0.56</b> (0.56)	<b>-</b> -	<b>21.15</b> (20.59)	<b>27.56</b> (28.12)	<b>28.12</b> (28.68)

Figures in brackets represent amounts pertaining to previous year.

Refer Note No. 55

#### 6. Intangible Assets

Particulars	Gross Value				Amortisation				Net Value	
	As at 01-04-2023 (Restated)	Additions	Sales / Adjustments	As at 31-03-2024	As at 01-04-2023 (Restated)	For the year	Sales / Adjustments	As at 31-03-2024	As at 31-03-2024	As at 31-03-2023 (Restated)
Software	903.66 (876.21)	221.33 (27.45)	0.32 -	1,124.67 (903.66)	790.34 (748.83)	49.14 (41.51)	0.32 -	839.16 (790.34)	285.51 (113.32)	113.32 (127.38)
Technical Know How	- -	76.37 -	- -	76.37 -	- -	24.37 -	- -	24.37 -	52.00 -	- -
Trademark License	501.35 (501.35)	- -	- -	501.35 (501.35)	500.89 (500.89)	- -	- -	500.89 (500.89)	0.46 (0.46)	0.46 (0.46)
<b>Total</b>	<b>1,405.01</b> (1,377.56)	<b>297.70</b> (27.45)	<b>0.32</b> -	<b>1,702.39</b> (1,405.01)	<b>1,291.23</b> (1,249.72)	<b>73.51</b> (41.51)	<b>0.32</b> -	<b>1,364.42</b> (1,291.23)	<b>337.97</b> (113.78)	<b>113.78</b> (127.84)

Figures in brackets represent amounts pertaining to previous year.

#### 6A. Intangible assets under development

Intangible assets under development

50.24	254.51
<b>50.24</b>	<b>254.51</b>

Intangible assets under development ageing schedule

As at March 31, 2024

Particulars	Amount in intangible asset under development for a period of				Total
	Less than 1 Year	1 - 2 years	2 - 3 years	More than 3 years	
Projects in Progress	31.97	18.27	-	-	50.24
Projects temporarily suspended	-	-	-	-	-

As at March 31, 2023 (Restated)

Particulars	Amount in intangible asset under development for a period of				Total
	Less than 1 Year	1 - 2 years	2 - 3 years	More than 3 years	
Projects in Progress	254.51	-	-	-	254.51
Projects temporarily suspended	-	-	-	-	-

#### 6B. Intangible assets under development (IAUD) movement is as under:

IAUD movements	Opening balance	Additions during the year	Capitalisation / adjustments during the year	Closing balance
<b>As at 31st March 2024</b>				
Projects in Progress	254.51	74.98	279.25	50.24
Projects temporarily suspended	-	-	-	-
<b>Total</b>	<b>254.51</b>	<b>74.98</b>	<b>279.25</b>	<b>50.24</b>
<b>As at 31st March 2023 (Restated)</b>				
Projects in Progress	-	254.51	-	254.51
Projects temporarily suspended	-	-	-	-
<b>Total</b>	<b>-</b>	<b>254.51</b>	<b>-</b>	<b>254.51</b>

## NOTES TO THE FINANCIAL STATEMENTS

### 7. Financial Assets - Investments [Non - Current (Other than trade)]

₹ in Lacs

Particulars	As at 31.03.2024		As at 31.03.2023 (Restated)	
	Numbers	Amount	Numbers	Amount
<b>Investment in Equity shares</b>				
<b>Subsidiary companies (At cost)</b>				
Southern Spinners and Processors Ltd. (₹ 10 each)	50,50,000	2,055.00	50,50,000	2,055.00
Modern Cotton Yarn Spinners Ltd. (₹ 10 each)	30,50,000	1,555.00	30,50,000	1,555.00
Divyashree Company Private Ltd. (₹ 10 each)	7,123	8,016.70	7,123	8,016.70
JKF Americas, Inc.(US \$ 1 each)	1,000	0.73	1,000	0.73
JKF Evolve Limited (₹ 10 each)	10,00,000	100.00	10,00,000	100.00
<b>Associate Company (At cost)</b>				
Dwarkesh Energy Ltd. (₹ 10 each)	2,74,940	27.49	2,74,940	27.49
PSV Energy Pvt. Ltd. (₹ 10 each)	52,000	5.20	52,000	5.20
<b>Others (At fair value through OCI)</b>				
CliniRx Research Pvt. Ltd. ( ₹ 10 each)	10,00,000	110.97	10,00,000	110.97
<b>Others (At cost)*</b>				
Madura Coats Workers' Co-operative Stores Ltd. (₹ 10 each)	15,790	0.16	15,790	0.16
Hari Shankar Singhania Elastomer and Tyre Research Institute (₹ 100 each)	10	0.01	10	0.01
The Madurai District Pandian Consumers' Co-operative Wholesale Stores Ltd. 'A' Class Share (₹ 50 each)	1	-	1	-
<b>Investment in preference shares (At fair value through P &amp; L)</b>				
Dwarkesh Energy Ltd.(7% Optionally Convertible Cumulative Redeemable Preference Shares, fully paid up (₹ 100 each)	11,00,000	1,100.00	1,100,000	1,208.66
<b>Investment in preference shares (At Cost)</b>				
HSS Holdings Private Ltd (1% Cumulative Redeemable Preference Shares) (₹ 100 each)	2,700,000	2,700.00	3,600,000	3,600.00
CliniRx Research Pvt. Ltd (8% Optionally Convertible Cumulative Redeemable Preference Shares) (₹ 10 each)	1,000,000	100.00	15,00,000	150.00
<b>Investment in Other funds (At fair value through P &amp; L)</b>				
Class A1-Regular units of UTI Structured Debt Opportunities Fund II	295,717	309.82	281,335	286.80
Class A1-T units of UTI Structured Debt Opportunities Fund II	-	-	1,436,447	14.89
ICICI Prudential Corporate Credit Opportunities Fund AIF - I	284,689	318.48	216,182	229.56
		<b>16,399.56</b>		<b>17,361.17</b>

Aggregate book value of quoted investments	-	-
Aggregate cost of quoted investments	-	-
Aggregate book value of unquoted investments	16,399.56	17,361.17
Aggregate cost of unquoted investments	16,371.23	17,354.46
Aggregate provision for impairment in value of investments	-	-

Pursuant to the Scheme of Amalgamation, 22772 (Previous year 180589) Shares of Bengal & Assam Company Ltd (BACL) are held in the name of a Trustee on behalf of the Company, being Subsidiary of BACL against their holding in Netflir Finco Ltd. Accordingly, the amount against the said shares is shown under Other Financial Asset (Non Current) 1946.27 lacs. (Previous year 6601.16 lacs)

\* Refer Note No. 61(a).

## NOTES TO THE FINANCIAL STATEMENTS

₹ in Lacs

	As at 31.03.2024	As at 31.03.2023 (Restated)
<b>8. Loans (Non-Current) (Unsecured, considered good)</b>		
Loans to related parties (Refer Note No. 63)	2,597.02	6,550.00
	<b>2,597.02</b>	<b>6,550.00</b>
<b>9. Other Financial Assets (Non- Current)</b>		
Security deposits	458.23	376.36
Margin money deposit against bank guarantee	331.25	337.28
Other receivables	2,254.05	6,643.88
	<b>3,043.53</b>	<b>7,357.52</b>
<b>10. Other Non - Current Assets</b>		
Capital advances	106.19	371.76
Balances with Government Authorities	11.62	11.62
Others	19.31	195.77
	<b>137.12</b>	<b>579.15</b>
<b>11. Inventories (Valued at lower of cost or net realisable value)</b>		
Raw materials*	5,492.98	5,947.47
Work-in-progress	1,166.18	1,052.79
Finished goods	4,017.82	4,628.64
Stock - in - trade	2,325.21	2,052.58
Stores and spares	816.53	896.39
	<b>13,818.72</b>	<b>14,577.87</b>
*Includes raw materials in transit ₹ 403.34 lacs (Previous year: ₹ 382.73 lacs)		
<b>12. Current Investments</b>		
<b>Investment in preference shares (Unquoted) (At Cost)</b>		
HSS Holdings Private Ltd (9,00,000 (PY 9,00,000) (1% Cumulative Redeemable Preference Shares)	900.00	900.00
<b>Investments in Mutual Funds (Quoted) (At fair value through Profit and Loss)</b>		
Investments in Mutual Funds	47,624.50	17,988.72
<b>Investments in Mutual Funds (Unquoted) (At fair value through Profit and Loss)</b>		
Investments in Mutual Funds	547.90	-
<b>Investment in Bonds (At fair value through P &amp; L)</b>		
7.99% HDFC Bank Ltd (50 (PY Nil) (Face value Rs.10,00,000 each)	499.50	-
6% Bajaj Finance Ltd (50 (PY Nil) (Face value Rs.10,00,000 each)	494.90	-
6.3% HDB Financial Services Ltd (100 (PY Nil) (Face value Rs.10,00,000 each)	983.04	-
8.5% Bank of Boroda (50 (PY Nil) (Face value Rs.10,00,000 each)	523.59	-
8.5% State Bank of India Series (150 (PY Nil) (Face value Rs.10,00,000 each)	1,486.51	-
7.75% LIC Housing Finance Ltd (50 (PY Nil) (Face value Rs.10,00,000 each)	499.37	-
	<b>53,559.31</b>	<b>18,888.72</b>
Aggregate book value of quoted investments	52,111.41	17,988.72
Aggregate cost of quoted investments	50,730.39	17,770.92
Aggregate book value of unquoted investments	1,447.90	900.00
Aggregate cost of unquoted investments	1,424.05	900.00

## NOTES TO THE FINANCIAL STATEMENTS

₹ in Lacs

	As at 31.03.2024	As at 31.03.2023 (Restated)
<b>13. Trade Receivables</b>		
<b>Considered good - Undisputed</b>		
Secured	2,397.24	2,011.34
Unsecured	31,411.03	27,610.14
Unsecured which have significant increase in credit risk	-	-
Credit impaired	-	-
<b>Total</b>	<b>33,808.27</b>	<b>29,621.48</b>
Less : Allowance for expected credit loss	-	-
	<b>33,808.27</b>	<b>29,621.48</b>

### Trade receivables ageing schedule

#### As at March 31, 2024

Particulars	Not due	Outstanding for the following period from due date of payment					Total
		Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	
<b>Considered good - Undisputed</b>							
Secured	1,960.34	391.19	33.06	8.76	3.89	-	2,397.24
Unsecured	25,264.05	5,429.55	527.57	120.83	69.03	-	31,411.03
Unsecured which have significant increase in credit risk	-	-	-	-	-	-	-
Credit impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>27,224.39</b>	<b>5,820.74</b>	<b>560.63</b>	<b>129.59</b>	<b>72.92</b>	<b>-</b>	<b>33,808.27</b>

#### As at March 31, 2023 (Restated)

Particulars	Not due	Outstanding for the following period from due date of payment					Total
		Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	
<b>Considered good - Undisputed</b>							
Secured	1,673.85	302.68	19.88	12.79	2.14	-	2,011.34
Unsecured	24,329.05	3,029.78	153.02	69.03	29.26	-	27,610.14
Unsecured which have significant increase in credit risk	-	-	-	-	-	-	-
Credit impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>26,002.90</b>	<b>3,332.46</b>	<b>172.90</b>	<b>81.82</b>	<b>31.40</b>	<b>-</b>	<b>29,621.48</b>

₹ in Lacs

	As at 31.03.2024	As at 31.03.2023 (Restated)
<b>14. Cash and cash equivalents</b>		
<b>Balances with banks</b>		
Current accounts	178.63	295.88
Fixed Deposits with original maturity of 3 months or less	875.00	-
Cash on hand	2.40	1.58
	<b>1,056.03</b>	<b>297.46</b>

## NOTES TO THE FINANCIAL STATEMENTS

₹ in Lacs

	As at 31.03.2024	As at 31.03.2023 (Restated)
<b>15. Other bank balances</b>		
Fixed Deposits (Deposit repayment reserve)	160.00	280.00
Fixed Deposits with original maturity of more than 3 months but maturing within 12 months	-	806.52
Earmarked balance for unpaid dividend	0.62	0.63
	<b>160.62</b>	<b>1,087.15</b>
<b>16. Other financial assets</b>		
Security Deposits	13.68	51.52
Advance to Employees	214.38	286.61
Other receivables	851.08	747.71
	<b>1,079.14</b>	<b>1,085.84</b>
<b>17. Current tax assets (Net)</b>		
Advance income-tax (Net of Provision ₹ 10,754.55 lacs (Previous year: ₹ 4239.55 lacs)	3,866.45	3,849.38
	<b>3,866.45</b>	<b>3,849.38</b>
<b>18. Other Current Assets</b>		
Balances with Government Authorities	2,570.26	3,880.60
Export benefit receivable	198.31	364.49
Other advances	1,253.52	1,401.27
	<b>4,022.09</b>	<b>5,646.36</b>
<b>19 A. Share capital</b>		
<b>a) Authorised*:</b>		
Equity Shares - 1,01,00,000 (Previous year 1,01,00,000) equity shares of (₹ 10 each)	1,010.00	1,010.00
Preference Shares - 80,05,000 (Previous year 80,05,000) preference shares of (₹100 each)	8,005.00	8,005.00
* Refer Note No. 65 ( c )	<b>9,015.00</b>	<b>9,015.00</b>
<b>b) Issued, Subscribed and fully paid up:</b>		
Equity Shares - 24,83,066 of (₹ 10 each)		
Balance at the beginning of the year	248.31	248.31
Changes in equity share capital during the year	-	-
<b>Balance at the end of the year</b>	<b>248.31</b>	<b>248.31</b>
Aggregate number of equity shares allotted to shareholders as fully paid up pursuant to Scheme of amalgamation on 7th November 2007 without payment being received in cash (Nos)	<b>23,13,000</b>	23,13,000
Above includes shares allotted to holding company (Nos)	<b>20,97,522</b>	20,97,522
<b>c) Reconciliation of the number of equity shares outstanding:</b>		
Shares outstanding as at the beginning of the year	<b>24,83,066</b>	24,83,066
Add : Issued during the year	-	-
Less : Redeemed during the year	-	-
<b>Shares outstanding as at the end of the year</b>	<b>24,83,066</b>	24,83,066



## NOTES TO THE FINANCIAL STATEMENTS

d) Details of each shareholder holding more than 5% equity shares	As at 31.03.2024		As at 31.03.2023 (Restated)		
	Name of the shareholder	No. of shares held	% holding in the class	No. of shares held	% holding in the class
Equity shares of Rs. 10 each fully paid					
Bengal & Assam Company Limited - Holding Company	21,89,580	88.18%	21,89,580	88.18%	
Henry F. Cockill & Sons Ltd, U.K.	1,54,200	6.21%	1,54,200	6.21%	

### e) Shareholding of promoters

Promoter Name	No of Shares	% of Total Shares held	% change during the period
Bengal & Assam Company Limited - March 31, 2024	21,89,580	88.18%	-
- March 31, 2023	21,89,580	88.18%	-

### f) Rights and preferences attached to the equity shares

- The Company has only one class of Equity Shares having face value of Rs.10 each and each shareholder 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, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.
- The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend.

### g) Reconciliation of the number of preference shares outstanding:

	As at 31.03.2024	As at 31.03.2023 (Restated)
Shares outstanding as at the beginning of the year	45,00,000	4,500,000
Add : Issued during the year	-	-
Less : Redeemed during the year	900,000	-
Shares outstanding as at the end of the year	3,600,000	4,500,000

### h) Details of each shareholder holding more than 5% preference shares

Name of the shareholder	As at 31.03.2024		As at 31.03.2023 (Restated)	
	No. of shares held	% holding in the class	No. of shares held	% holding in the class
Preference shares of Rs. 100 each fully paid JK Tyre and Industries Ltd.	3,600,000	100%	45,00,000	100%

- Preference share holders have priority over equity shares in payment of Dividend and in repayment of capital.
- Preference share shall be redeemed at premium of 4%.
- Each holder of preference share is entitled to one vote per share, in proportion to the amount paid on preference share held, only on resolutions placed before the company which directly affects the rights attached to preference shares.
- Aggregate number of share issued for consideration other than cash, bonus shares issued and share bought back during the period of five years immediately preceding the reporting date. - NIL.

## 19 B. Other Equity

₹ in Lacs

Particulars	Reserves and Surplus								Total
	Securities Premium	Capital Reserve	Capital Redemption Reserve	Retained Earnings				Income Tax relating to items that will not be Reclassified to Statement of Profit and loss	
				Retained Earnings	General Reserve	Fair value (loss)/ Gain of Equity instruments	Remeasurement (loss) / gain of the net defined benefit plan		
<b>As on 1st April, 2022</b>	140.00	258.11	2,577.10	30,430.41	40,888.49	3,818.41	(680.94)	(189.69)	77,241.89
Profit for the year	-	-	-	11,135.94	-	-	-	-	11,135.94
Reserves transferred pursuant to the scheme of arrangement (Refer Note No 65)	-	-	-	4.13	-	-	-	-	4.13
Other comprehensive income	-	-	-	-	-	2,344.77	(466.78)	(150.75)	1,727.24
Dividend paid	-	-	-	(1,614.00)	-	-	-	-	(1,614.00)
<b>As on 31st March, 2023 (Restated)</b>	140.00	258.11	2,577.10	39,956.48	40,888.49	6,163.18	(1,147.72)	(340.44)	88,495.20
Profit for the year	-	-	-	15,598.58	-	-	-	-	15,598.58
Other comprehensive income	-	-	-	-	-	7,331.04	(444.22)	(669.70)	6,217.12
Gain/ (Loss) on shares sold (Refer Note No 61(b))	-	-	-	9,984.58	-	(11,274.37)	-	1,289.79	-
Dividend paid	-	-	-	(1,614.00)	-	-	-	-	(1,614.00)
Transfer to capital redemption reserve (Refer Note no 20 (vii))	-	-	900.00	(900.00)	-	-	-	-	-
<b>As on 31st March, 2024</b>	140.00	258.11	3,477.10	63,025.64	40,888.49	2,219.85	(1,591.94)	279.65	108,696.90

## NOTES TO THE FINANCIAL STATEMENTS

### NON-CURRENT LIABILITIES

₹ in Lacs

#### 20. Financial Liabilities - Borrowings

Particulars	Non - Current		Current *	
	As at 31.03.2024	As at 31.03.2023 (Restated)	As at 31.03.2024	As at 31.03.2023 (Restated)
<b>Secured Loans</b>				
Term loans				
Banks	10,856.53	10,778.45	1,443.71	2,079.38
<b>Unsecured</b>				
Fixed Deposits	626.30	592.00	97.72	555.00
1% Cumulative Redeemable Preference Shares	2,700.00	3,600.00	900.00	900.00
	<b>14,182.83</b>	<b>14,970.45</b>	<b>2,441.43</b>	<b>3,534.38</b>

\* Payable during next 12 months

- (I) Term loan of Nil (Previous year 4595.32 lacs) from a bank is secured by way of first charge on certain specified movable and immovable fixed assets of the company.
- (II) Term loan of 547.64 lacs (Previous year 905.16 lacs) from a bank is secured by way of 50% of first charge on certain specified movable fixed assets of the company, balance amount repayable in 6 equal quarterly instalments.
- (III) Term loan of Nil (Previous year 834.38 lacs) from a bank is secured by way of first charge on certain specified movable fixed assets of the company.
- (IV) Term loan of 5614.71 lacs (Previous year 5461.19 lacs) from a bank is secured by way of first charge on certain specified movable fixed assets of the company, balance amount repayable (after moratorium period of 12 months) in 13 half yearly unequal instalments.
- (V) Term loan of 6137.89 lacs (Previous year 1061.78 lacs) from a bank is secured by way of first charge on certain specified movable fixed assets of the company, balance amount repayable (after moratorium period of 6 months) in 10 half yearly unequal instalments.
- (VI) Fixed Deposit of 97.72 lacs, 483.80 lacs and 142.50 lacs aggregating 724.02 lacs are due for repayment in 2024-25, 2025-26 and 2026-27 respectively.
- (VII) During the year 2017-18, cumulative redeemable preference shares were issued at par value of Rs.100 per share redeemable in five equal installments alongwith 4% premium on redemption including coupon rate (1%) at the end of each of 6/7/8/9/10th year, i.e., from the date of allotment 26th April 2017. During the year 2023-24, the Company has redeemed 9,00,000 cumulative redeemable preference shares of 100 each at 4% premium i.e. 1148.67 lacs (including premium of 248.67 lacs). Amount transferred to capital redemption reserve is 900 lacs.

## NOTES TO THE FINANCIAL STATEMENTS

₹ in Lacs

	As at 31.03.2024	As at 31.03.2023 (Restated)
<b>21. Other financial liabilities</b>		
Trade deposits	3,125.33	2,850.82
Deferred payment liabilities (Refer Note No 44)	-	1,046.90
Others	1.45	1.45
	<b>3,126.78</b>	<b>3,899.17</b>
<b>22. Non-Current Provisions</b>		
Provision for employee benefits		
Leave Encashment	783.89	690.54
	<b>783.89</b>	<b>690.54</b>
<b>23. Deferred tax liabilities (Net)</b>		
Deferred tax liabilities:		
Property, Plant and Equipment and Others	2,197.83	2,664.20
Deferred tax assets:		
Expenses / Provision Allowable	(645.02)	(600.72)
	<b>1,552.81</b>	<b>2,063.48</b>
<b>24. Other Non - Current liabilities</b>		
Other liabilities	667.40	676.05
	<b>667.40</b>	<b>676.05</b>
<b>25. Financial Liabilities - Borrowings</b>		
<b>i) Short term borrowings</b>		
Secured		
Working capital borrowings from banks	9,884.32	6,126.43
Unsecured		
Fixed deposits	25.00	234.50
<b>ii) Current maturities of long term debt</b>		
<b>Secured</b>		
Term loans - Banks*	1,443.71	2,079.38
<b>Unsecured</b>		
Fixed deposits	97.72	555.00
1% Cumulative Redeemable Preference Shares	900.00	900.00
	<b>12,350.75</b>	<b>9,895.31</b>

- a) Working Capital borrowings from banks is secured by hypothecation and by first charge on stocks and book debts, etc., both present & future on pari passu basis with other banks.
- b) The periodical returns/ statement filed by the Company with respect to working capital taken from banks on the basis of security of current assets, are in agreement with books of accounts.

\*Refer Note No. 20

## NOTES TO THE FINANCIAL STATEMENTS

₹ in Lacs

		As at 31.03.2024	As at 31.03.2023 (Restated)
<b>26. Financial Liabilities - Trade payables</b>	(Refer Note No. 42)		
Micro and small enterprises		2,954.71	2,977.07
Others		4,888.36	4,467.51
		<b>7,843.07</b>	<b>7,444.58</b>

### Trade payables ageing schedule

As at March 31, 2024

Particulars	Outstanding for the following period from due date of payment					Total
	Not due	Less than 1 Year	1-2 years	2-3 years	More than 3 years	
MSME	3,447.88	-	-	-	-	3,447.88
Others	3,531.26	616.41	64.59	103.38	79.55	4,395.19
Disputed dues - MSME	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-
<b>Total</b>	<b>6,979.14</b>	<b>616.41</b>	<b>64.59</b>	<b>103.38</b>	<b>79.55</b>	<b>7,843.07</b>

As at March 31, 2023 (Restated)

Particulars	Outstanding for the following period from due date of payment					Total
	Not due	Less than 1 Year	1-2 years	2-3 years	More than 3 years	
MSME	3,401.43	-	-	-	-	3,401.43
Others	2,870.20	931.71	125.09	21.03	95.12	4,043.15
Disputed dues - MSME	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-
<b>Total</b>	<b>6,271.63</b>	<b>931.71</b>	<b>125.09</b>	<b>21.03</b>	<b>95.12</b>	<b>7,444.58</b>

₹ in Lacs

	As at 31.03.2024	As at 31.03.2023 (Restated)
<b>27. Financial Liabilities - Others</b>		
<b>Others</b>		
Deferred payment liabilities (Refer Note No 44)	1,046.90	743.53
Employee payables	4,168.04	3,424.29
Capital payables	101.53	1,198.07
Unclaimed dividend*	0.62	0.63
Unclaimed fixed deposits and interest accrued thereon*	0.10	1.01
Interest accrued and due on deposits	21.35	21.35
Interest accrued but not due on borrowings	99.76	199.45
Other payables	475.45	314.00
	<b>5,913.75</b>	<b>5,902.33</b>

\*Investor education & protection fund will be credited as and when due

## NOTES TO THE FINANCIAL STATEMENTS

₹ in Lacs

	As at 31.03.2024	As at 31.03.2023 (Restated)
<b>28. Other Current liabilities</b>		
Government and other statutory dues	2,807.17	2,571.20
Advance from customers	606.60	311.31
Other payables	6,412.79	5,714.56
	<b>9,826.56</b>	<b>8,597.07</b>
<b>29. Current Provisions</b>		
Provision for employee benefits		
Gratuity	342.66	251.87
Leave encashment	93.03	98.68
	<b>435.69</b>	<b>350.55</b>
<b>30. Revenue from Operations</b>	<b>2023-2024</b>	<b>2022-2023 (Restated)</b>
Sale of products	130,037.23	121,986.13
Less : Inter division transfer	(1,019.05)	(892.06)
	129,018.18	121,094.07
Other operating revenues	1,075.79	867.29
	<b>130,093.97</b>	<b>121,961.36</b>
<b>31. Other Income</b>		
Interest income from short-term deposits and loans	554.70	930.03
Income from Bonds and Funds	198.33	-
Income from Preference shares	84.90	45.00
Dividend income from long term investments	45.15	27.09
Profit on sale of short term investments	802.70	141.65
Fair Value gain on mutual fund and other investments (Net)	1,208.69	220.02
Profit on sale of Property Plant & Equipment (Net)	37.50	55.48
Exchange difference (Net)	418.81	472.81
Other non operating income		
Lease rent	1,610.16	1,644.56
Others	565.51	667.55
	<b>5,526.45</b>	<b>4,204.19</b>
<b>32. Changes in inventory of finished goods and work-in-progress</b>		
<b>Opening stock</b>		
Finished goods	4,628.64	5,651.67
Work in progress	1,052.79	1,192.79
Stock-in-trade (Engineering and other Miscellaneous products)	2,052.58	2,147.45
	<b>7,734.01</b>	<b>8,991.91</b>
<b>Closing stock</b>		
Finished goods	4,017.82	4,628.64
Work in progress	1,166.18	1,052.79
Stock-in-trade (Engineering and other miscellaneous products)	2,325.21	2,052.58
	<b>7,509.21</b>	<b>7,734.01</b>
<b>Net (Increase)/Decrease in Stocks</b>	<b>224.80</b>	<b>1,257.90</b>
<b>33. Employee benefit expenses</b>		
Salaries and Wages	16,544.87	14,499.06
Employees' Welfare & Other Benefits	892.41	792.92
Contribution to Provident and other Funds	813.99	758.47
	<b>18,251.27</b>	<b>16,050.45</b>

## NOTES TO THE FINANCIAL STATEMENTS

₹ in Lacs

	2023-2024	2022-2023 (Restated)
<b>34. Finance costs</b>		
Interest Expenses		
Borrowings	2,057.44	1,539.53
Lease Liabilities	103.64	117.25
Premium paid on redemption of preference share capital	248.67	-
Less: Premium received on redemption of Investment in Preference Shares	(245.61)	-
Other Borrowing Costs	65.23	35.27
Net (Gain) / Loss on Foreign Currency transactions	(111.36)	27.25
	<b>2,118.01</b>	<b>1,719.30</b>
<b>35. Depreciation and amortization expenses</b>		
Depreciation on Tangible Assets	5,556.62	4,932.25
Depreciation on Right of use asset	253.58	249.81
Amortization of Intangible assets	73.51	41.51
	<b>5,883.71</b>	<b>5,223.57</b>
<b>36. Other expenses</b>		
Power & Fuel	4,703.59	4,748.28
Less : Inter division transfer	(1,019.05)	(892.06)
	<b>3,684.54</b>	<b>3,856.22</b>
Consumption of stores and Spares	4,754.17	4,513.26
Repairs to Machinery	1,563.01	1,441.63
Repairs to Buildings	160.47	308.94
Rent	134.25	129.64
Rates & taxes	284.48	121.52
Freight & Transportation	2,444.24	3,521.06
Insurance	312.38	328.02
Legal & Professional Expenses	3,120.99	2,267.59
Corporate Social Responsibility Expenses	299.02	242.44
Warehouse Expenses	1,011.96	1,097.01
Advertisement & Sales Promotion Expenses	1,573.01	1,408.22
Travelling expenses	2,479.02	2,106.17
Bad Debts written off	168.12	11.18
Miscellaneous Expenses	3,999.05	2,905.79
	<b>25,988.71</b>	<b>24,258.69</b>

**37.** Capital commitments (Net of advances) 391.30 lacs (Previous year 1124.24 lacs) and other commitments Nil (Previous year Nil).

**38.** Contingent liabilities in respect of claims not accepted and not provided for is ₹ 1682.57 lacs (Previous year ₹ 1591.03 lacs). Details thereof are, Excise duty matters in appeal ₹ 78.74 lacs, Service tax matters in appeal ₹ 31.13 lacs, Goods & Services tax ₹ 17.84 lacs, Income tax matters in appeal ₹ 1015.43 lacs and other matters ₹ 539.43 lacs (Previous year: ₹ 78.74 lacs, ₹ 31.13 lacs, ₹ 0.77 lacs, ₹ 943.34 lacs & ₹ 537.05 lacs respectively).

**39.** Expenditure on In-house Research and Development (R&D) activities during the year:

	2023-2024	2022-2023 (Restated)
Revenue expenditure (included in respective revenue accounts)	1,270.58	1,300.10
Capital expenditure (except land and building)	110.57	66.15
<b>Total</b>	<b>1,381.15</b>	<b>1,366.25</b>

## NOTES TO THE FINANCIAL STATEMENTS

**40.** Forward contracts for hedging receivables 1895.51 lacs - USD 22.50 lacs (Previous year Nil - USD Nil), 456.40 lacs - EUR 5.00 lacs (Previous year 550.12 lacs - EUR 6.00 lacs). Forward contracts for hedging payables 626.37 lacs - USD 7.50 lacs (Previous year 2352.56 lacs - USD 28.50 lacs). Options for hedging payables 1542.99 lacs - USD 18.50 lacs (Previous year Nil - USD Nil) and hedging receivables 417.03 lacs - USD 5.00 lacs (Previous year 205.42 lacs - USD 2.50 lacs). Unhedged Foreign currency exposure: - (USD) Net receivable 14149.99 lacs - USD 169.65 lacs, (Previous year Net receivable 14755.14 lacs - USD 179.57 lacs), - (EURO) Net receivable 1095.06 lacs - Euro 12.18 lacs (Previous Year Net receivable 549.35 lacs - Euro 6.14 lacs), - (GBP) Net receivable 43.37 lacs - GBP 0.41 lacs (Previous year Net payable 11.28 lacs - GBP 0.11 lacs), - (RUB) Net receivable 21.38 lacs - RUB 23.75 lacs (Previous year Nil - RUB Nil).

**41.** The Company has given certain specified Property, plant and equipment on operating lease basis which is cancelable at the option of lessee.

**42.** The details of amounts outstanding under the Micro, Small and Medium Enterprises Development Act, 2006 to the extent of information available with the Company are as under: (i) Principal & Interest amount due and remaining unpaid as at 31.03.2024: Nil (Previous year: Nil), (ii) Payment made beyond the appointed day during the year: Nil (Previous year: Nil) and (iii) Interest Accrued and unpaid as at 31.03.2024: Nil (Previous year: Nil).

**43.** Details of expenditure on Corporate Social Responsibility Activities as per Section 135 of Companies Act, 2013 read with Schedule III are as below

	2023-2024	2022-2023 (Restated)
<b>I) Gross amount required to be spent by the Company during the year</b>	<b>301.09</b>	241.92
<b>II) Set-off excess amount spent towards CSR in previous year</b>	<b>3.33</b>	2.81
<b>III) Net amount required to be spent by the Company during the year ((I) - (II))</b>	<b>297.76</b>	239.11
<b>IV) Amount spent/provision made during the year:</b>		
a) Promotion of Education	37.68	72.48
b) Health Care	31.41	36.09
c) Livelihood / Skill Development	150.13	124.27
d) Others	79.80	9.60
<b>Total amount spent by the Company during the year</b>	<b>299.02</b>	<b>242.44</b>
<b>V) Cumulative (excess)/ short amount spent ( (III) - (IV) )</b>	<b>-1.26</b>	<b>-3.33</b>

**44.** Deferred payment liabilities includes ₹ 1046.90 lacs (Previous year ₹ 1790.43 lacs) payable to related party against certain Property, plant and equipment.

**45.** The Company has not provided diminution in the value of certain long term strategic investments, since in the opinion of the Board, such diminution in their value is temporary in nature, considering the inherent value, nature of investment, the investees assets and expected future cash flow from such investments.

### 46. Payment to auditors (exclusive of applicable taxes)

	2023-2024	2022-2023 (Restated)
<b>i) Statutory Auditors</b>		
a) Audit fee	12.50	12.50
b) Taxation	2.25	2.25
c) Certificates and other services	8.00	6.60
<b>Total</b>	<b>22.75</b>	<b>21.35</b>

### 47. Earnings per share

	2023-2024	2022-2023 (Restated)
Profit for the year attributable to Equity Shareholders	15,598.58	11,135.94
Weighted average number of Equity Shares for Basic / Diluted EPS	2,483,066	2,483,066
Earnings per share of ₹ 10 each		
<b>- Basic / Diluted</b>	<b>628.20</b>	<b>448.48</b>

### 48. Operating Segments

(i) Information about Business Segment

Company operates in a Single Primary Segment ( Business Segment ) i.e. Polymer.

(ii) Secondary Segments ( Geographical Segment )

Revenue	2023-2024	2022-2023 (Restated)
Within India*	106,246.53	95,507.81
Outside India	23,847.44	26,453.55
<b>Total</b>	<b>130,093.97</b>	<b>121,961.36</b>

All non current assets of the Company are located in India .

No Customer have revenues exceeding 10% of total revenue in current year (Previous year - 13,545.95 lacs was derived from one customer (Subsidiary Company)

\* Including Export benefits.

## NOTES TO THE FINANCIAL STATEMENTS

### 49. Dividends

The following dividends were declared and paid by the company during the year:

₹ in Lacs

	2023-2024	2022-2023 (Restated)
For the year ended March 31, 2024: ₹ 65 per share - ₹ 40 per share for FY 2023-24 as Interim dividend and ₹ 25 per share for FY 2022-23 (March 31, 2023: ₹ 65 per share( ₹ 40 per share for FY 2022-23 as Interim dividend and ₹ 25 per share for FY 2021-22)	1,614.00	1,614.00
<b>Total</b>	<b>1,614.00</b>	<b>1,614.00</b>

The following dividends were proposed by the Board of Directors in their meeting subject to approval of shareholders at the Annual General Meeting and are not recognised as a Liability.

	2023-2024	2022-2023 (Restated)
For the year ended March 31, 2024: ₹40 per share (March 31, 2023: ₹ 25 per Share for FY 2022-23)	993.23	620.77
<b>Total</b>	<b>993.23</b>	<b>620.77</b>

50. The Company applies Ind AS 116 "Leases" to its long term operating lease and accordingly has recognised right-of-use assets and corresponding lease liabilities.

1. Refer Note 3 for changes in the carrying value of right of use assets for the year ended March 31, 2024.

2. The following is the break-up of current and non-current lease liabilities.

	31.03.2024	31.03.2023 (Restated)
Current Lease liabilities	239.59	229.39
Non-current lease liabilities	1,099.08	1,026.88
<b>Total</b>	<b>1,338.67</b>	<b>1,256.27</b>

3. The following is the movement in lease liabilities.

	31.03.2024	31.03.2023 (Restated)
Balance at the beginning	1,256.27	1,351.91
Additions during the year	322.75	151.65
Deletions during the year	-	(35.27)
Finance cost accrued during the period	103.64	117.25
Payment of lease liabilities	(343.99)	(329.27)
<b>Balance at the end</b>	<b>1,338.67</b>	<b>1,256.27</b>

4. The below table provides details regarding the contractual maturities of lease liabilities on an undiscounted basis:

	31.03.2024	31.03.2023 (Restated)
Not later than one year	345.68	329.46
Later than one year and not later than five years	1,013.72	854.72
Later than five years	366.21	506.52
<b>Total</b>	<b>1,725.61</b>	<b>1,690.70</b>

5. The amount recognised in the statement of profit and loss during the year:

	2023-2024	2022-2023 (Restated)
Depreciation on Right of use asset	253.58	249.81
Interest on Lease liabilities	103.64	117.25
Lease rent recognised as expenses for short term and low value leases	134.25	129.64
	<b>491.47</b>	<b>496.70</b>

### 51. Income Tax

(A) Amounts recognised in Statement of Profit and Loss account

	2023-2024	2022-2023 (Restated)
Current Tax	6,515.00	4,651.51
Income tax paid for earlier years	46.23	30.43
Deferred Tax		
Relating to origination and reversal of temporary differences	(1,180.37)	65.93
<b>Income tax expense reported in the Statement of Profit and Loss</b>	<b>5,380.86</b>	<b>4,747.87</b>



## NOTES TO THE FINANCIAL STATEMENTS

### (B) Income Tax recognised in Other Comprehensive Income

₹ in Lacs

	2023-2024	2022-2023 (Restated)
Income tax relating to Items that will not be Reclassified to Statement of Profit and loss	(669.70)	(150.75)
<b>Total</b>	<b>(669.70)</b>	<b>(150.75)</b>
<b>(C) Reconciliation of Effective Tax Rate</b>		
Particulars	2023-2024	2022-2023 (Restated)
Accounting Profit before Income Tax	20,979.44	15,883.81
At applicable Statutory Income tax rate @ 25.168%	5,280.11	3,997.64
Items taxed at differential tax rate @ 17.16% (25.168%-17.16%, i.e. 8.008%)	(64.28)	-
Items not part of accounting profit, taxed at differential tax rate @ 11.44%	893.66	-
Scientific research expenses u/s 35(1)(iv)	(27.83)	(16.65)
Deferred Tax related to Property, Plant & Equipment	422.72	327.41
Others	(1,169.75)	409.04
<b>Reported Income Tax Expense</b>	<b>5,334.63</b>	<b>4,717.44</b>
<b>Effective Tax Rate</b>	<b>25.43%</b>	<b>29.70%</b>

### 52. Employee Benefits

The disclosures required under Ind AS 19 "Employee Benefits" notified in the Companies (Indian Accounting Standards) Rules, 2015 are as given below:

#### Defined Benefit Plan

Particulars	Leave Encashment (Non Funded)		Gratuity (Funded)	
	2023-2024	2022-2023 (Restated)	2023-2024	2022-2023 (Restated)
<b>I. Change in the Present Value of Obligation</b>				
Present Value of Defined Benefit Obligation at the beginning of the year	789.22	599.36	1,441.09	1,273.41
Current Service Cost	69.51	62.56	141.08	162.04
Past Service Cost	-	-	-	-
Interest Expense or Cost	46.80	34.68	99.23	83.12
Actuarial (gains) / losses on obligation	251.72	312.90	244.31	124.63
Benefit Paid	(280.33)	(220.28)	(129.73)	(202.11)
<b>Present Value of Obligation as at the end</b>	<b>876.92</b>	<b>789.22</b>	<b>1,795.98</b>	<b>1,441.09</b>
<b>II. Change in the Fair Value of Plan Asset</b>				
Fair value of Plan Assets at the beginning of the year	-	-	1,189.22	1,331.23
Investment Income	-	-	90.15	89.35
Employer's Contribution	280.33	220.28	251.87	-
Benefits Paid	(280.33)	(220.28)	(129.73)	(202.11)
Return on Plan Asset, excluding amount recognised in net interest Expenses	-	-	51.80	(29.25)
<b>Fair value of Plan Assets as at the end</b>	<b>-</b>	<b>-</b>	<b>1,453.31</b>	<b>1,189.22</b>
<b>III. Expenses recognised in the Statement of Profit &amp; Loss Account *</b>				
Current Service Cost	69.51	62.56	141.08	162.04
Past Service Cost	-	-	-	-
Net Interest Income / (Cost) on the Net Defined Benefit Liability (Asset)	46.80	34.68	9.08	(6.23)
<b>Expenses recognised in the Income Statement</b>	<b>116.31</b>	<b>97.24</b>	<b>150.16</b>	<b>155.81</b>
<b>IV. Other Comprehensive income</b>				
Actuarial (gain) / loss on defined benefit obligation	251.72	312.90	244.31	124.63
Return on Plan Asset, excluding amount recognised in net interest Expenses	-	-	51.80	(29.25)
<b>Components of Defined Benefit Costs recognised in Other Comprehensive Income</b>	<b>251.72</b>	<b>312.90</b>	<b>192.51</b>	<b>153.88</b>
<b>V. Actuarial Assumptions</b>				
Discount Rate	6.97%	7.21%	6.97%	7.21%
Mortality	Indian Assured Lives Mortality (2012-14) Ultimate			
Salary Escalation	5.50%	5.50%	5.50%	5.50%

\*Included under the head Employee benefits expense-Refer Note No. 33.

## NOTES TO THE FINANCIAL STATEMENTS

### Leave Encashment (Non Funded)

₹ in Lacs

Particulars	2023-24	2022-23 (Restated)	2021-22	2020-21	2019-20
Present Value of Defined Benefit Obligation	876.92	789.22	599.36	613.28	467.55
Fair Value of Plan Assets	-	-	-	-	-
Surplus / (Deficit)	(876.92)	(789.22)	(599.36)	(613.28)	(467.55)
Experience adjustment on Plan Liabilities (Gain) / Loss	237.13	295.05	131.66	240.58	62.23
Experience adjustment on Plan Assets (Gain) / Loss	-	-	-	-	-

### Gratuity (Funded)

Particulars	2023-24	2022-23 (Restated)	2021-22	2020-21	2019-20
Present Value of Defined Benefit Obligation	1,795.98	1,441.09	1,273.41	1,429.27	1,133.42
Fair Value of Plan Assets	1,453.31	1,189.22	1,331.23	1,173.13	1,057.83
Surplus / (Deficit)	(342.67)	(251.87)	57.82	(256.14)	(75.59)
Experience adjustment on Plan Liabilities (Gain) / Loss	208.99	83.68	(208.38)	186.85	(121.04)
Experience adjustment on Plan Assets (Gain) / Loss	51.81	(29.24)	(36.63)	76.38	(16.32)

### Sensitivity Analysis

Particulars	Leave Encashment (Non Funded)			
	March 31, 2024		March 31, 2023 (Restated)	
	Decrease	Increase	Decrease	Increase
Discount Rate (- / + 1%)	942.87	818.92	844.14	741.08
Salary Growth Rate (- / + 1%)	821.54	938.74	743.44	840.56
Attrition Rate (- / + 1% of attrition rates)	872.28	881.24	786.00	792.17

Particulars	Gratuity			
	March 31, 2024		March 31, 2023 (Restated)	
	Decrease	Increase	Decrease	Increase
Discount Rate (- / + 1%)	1,953.14	1,651.51	1,577.02	1,323.35
Salary Growth Rate (- / + 1%)	1,655.32	1,955.23	1,330.59	1,565.51
Attrition Rate (- / + 1% of attrition rates)	1,787.09	1,804.34	1,428.80	1,452.64

Sensitivities due to mortality are not material & hence impact of change not calculated.

### Maturity profile of Defined Benefit Obligation

Particulars	Leave Encashment		Gratuity	
	2023-24	2022-23 (Restated)	2023-24	2022-23 (Restated)
Within next 1 year	99.51	39.57	191.39	77.62
Between 2 - 5 years	299.61	475.92	564.14	510.06
More than 5 years	1,221.41	273.73	686.29	853.41

- The expected return on plan assets is determined considering several applicable factors mainly the composition of the plan assets held, assessed risks of assets management, historical results of return on plan assets and the policy for plan assets management.
- The estimates of future salary increase, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.
- Contributions to Pension Fund (trust) during the 12 months ended 31st March, 2024 of ₹ 24.73 lacs (Previous Year: ₹ 29.10 lakhs) has been included under the head Employee Benefits Expense.

### Defined Contribution Plans

Employer's Contributions to Provident and other Funds charged off during the 12 months ended 31st March, 2024 of ₹ 623.43 Lacs (Previous Year: ₹ 573.55 Lakhs) has been included under the head Employee Benefits Expense.

## NOTES TO THE FINANCIAL STATEMENTS

### 53. Related Parties (as certified by the management)

#### (A) Related parties

##### (i) Holding company

Bengal & Assam Co. Ltd.

##### (ii) Subsidiary companies :

Southern Spinners and Processors Ltd. (SSPL)  
 Modern Cotton Yarn Spinners Ltd. (MCYSL)  
 Acorn Engineering Ltd. (AEL) (Refer Note No.65)  
 Divyashree Company Private Ltd (DCPL)  
 JKF Americas, Inc. (JKFA)  
 JKF Evolve Limited (JKFEL)  
 (w.e.f 3rd October 2022)

##### (iii) Associates :

PSV Energy Pvt. Ltd. (PSVEPL)  
 Dwarkesh Energy Ltd (DEL)  
 Gram Power Infrastructure Pvt Ltd (GPI)  
 (Till 27th December 2022)

##### (iv) Fellow subsidiary companies

(With whom Company have transactions during the year)

JK Tyre & Industries Limited (JKTIL)  
 (Till 22nd December 2023)  
 JK Agri Genetics Limited (JKAGL)  
 \$Cavendish Industries Limited (CIL)  
 \$(step down fellow subsidiary)  
 (Till 22nd December 2023)

##### (v) Key Management Personnel (KMP)

**Dr. Raghupati Singhania** - Chairman  
**Shri. Vikrampati Singhania** - Managing Director  
**Shri. Nagaraju Srirama** - President & Director  
**Shri. Harsh Pati Singhania** - Non-Executive Non-Independent Director  
**Smt. Mamta Singhania** - Non-Executive Non-Independent Director  
**Shri. Surendra Malhotra** - Independent Director  
**Shri. H.V.Lodha** - Non-Executive Non-Independent Director  
**Shri. Bakul Jain** - Independent Director  
**Shri. Rahul Chandrakant Kirloskar** - Independent Director  
**Shri. Amit Agarwal** - Chief Financial Officer  
**Shri. R. Vijayaraghavan** - Company Secretary (Till 31st, May, 2023)  
**Shri. J Swaminathan** (w.e.f. 1st June 2023) - Company Secretary

##### (vi) Post Employment Benefit Plan entities (Trust)

J.K. Fenner Executive Staff Provident Fund  
 J.K. Fenner (India) Ltd Gratuity Fund  
 J.K. Fenner Executive Staff Pension Fund

##### (vii) Other related parties (with whom Company have transactions during the year)

Hari Shankar Singhania Elastomer and Tyre  
 Research Institute (HASETRI)  
 JK Lakshmi Cement Limited (JKLC)  
 CliniRx Research Private Limited (Clinirx)  
 JK Paper Limited (JKPL)  
 JK Tyre & Industries Limited (JKTIL) (w.e.f. 23rd December 2023)  
 Cavendish Industries Limited (CIL) (w.e.f. 23rd December 2023)

#### (B) Transactions conducted with related parties in the ordinary course of business :

₹ in Lacs

S. No	Nature of Transaction	Holding Company		Subsidiaries		Associates		Fellow Subsidiary		Other related Parties	
		2023-24	2022-23 (Restated)	2023-24	2022-23 (Restated)	2023-24	2022-23 (Restated)	2023-24	2022-23 (Restated)	2023-24	2022-23 (Restated)
1	<b>Sale of products</b>										
	Southern Spinners and Processors Ltd.	-	-	56.59	1.75	-	-	-	-	-	-
	Modern Cotton Yarn Spinners Ltd	-	-	-	122.09	-	-	-	-	-	-
	JKF Americas Inc.	-	-	10,929.03	13,545.95	-	-	-	-	-	-
	JK Tyre & Industries Limited	-	-	-	-	-	-	1.34	9.27	0.87	-
	Cavendish Industries Limited	-	-	-	-	-	-	0.64	3.18	1.70	-
	JKF Evolve Limited (Capital Goods)	-	-	75.81	-	-	-	-	-	-	-
2	<b>Interest Income</b>										
	Bengal & assam Co. Ltd	456.41	728.15	-	-	-	-	-	-	-	-
	JKF Evolve Limited	-	-	13.31	0.34	-	-	-	-	-	-
3	<b>Dividend income from long term investments</b>										
	Bengal & assam Co. Ltd	45.15	27.09	-	-	-	-	-	-	-	-
	CliniRx Research Private Limited (Clinirx)	-	-	-	-	-	-	-	-	48.03	-

## NOTES TO THE FINANCIAL STATEMENTS

₹ in Lacs

S. No	Nature of Transaction	Holding Company		Subsidiaries		Associates		Fellow Subsidiary		Other related Parties	
		2023-24	2022-23 (Restated)	2023-24	2022-23 (Restated)	2023-24	2022-23 (Restated)	2023-24	2022-23 (Restated)	2023-24	2022-23 (Restated)
<b>4</b>	<b>Lease rent received</b>										
	JK Tyre & Industries Limited	-	-	-	-	-	-	1,093.80	1,564.00	411.20	-
	JK Agri Genetics Limited	-	-	-	-	-	-	17.61	17.61	-	-
	CliniRx Research Private Limited (Clinirx)	-	-	-	-	-	-	-	-	0.60	0.60
	JKF Evolve Limited	-	-	0.25	-	-	-	-	-	-	-
<b>5</b>	<b>Miscellaneous Income</b>										
	JK Tyre & Industries Limited	-	-	-	-	-	-	-	6.00	-	-
	JK Agri Genetics Limited	-	-	-	-	-	-	4.90	-	-	-
	Cavendish Industries Limited	-	-	-	-	-	-	-	13.47	13.72	-
	CliniRx Research Private Limited (Clinirx)	-	-	-	-	-	-	-	-	30.00	35.00
<b>6</b>	<b>Reimbursement of Expenses received</b>										
	Divyashree Company Private Ltd	-	-	1.40	-	-	-	-	-	-	-
	JKF Americas Inc.	-	-	2,478.49	844.06	-	-	-	-	-	-
	CliniRx Research Private Limited (Clinirx)	-	-	-	-	-	-	-	-	-	4.14
	PSV Energy Pvt. Ltd.	-	-	-	-	-	1.57	-	-	-	-
	JKF Evolve Limited	-	-	6.88	10.10	-	-	-	-	-	-
<b>7</b>	<b>Purchase of Goods</b>										
	Southern Spinners and Processors Ltd.	-	-	1,304.48	660.92	-	-	-	-	-	-
	Modern Cotton Yarn Spinners Ltd	-	-	2,367.05	2,613.42	-	-	-	-	-	-
	PSV Energy Pvt. Ltd.	-	-	-	-	76.67	61.56	-	-	-	-
	JKF Evolve Limited (Capital Goods)	-	-	49.95	-	-	-	-	-	-	-
<b>8</b>	<b>Interest Expenses</b>										
	JK Tyre & Industries Limited	-	-	-	-	-	-	101.53	263.86	75.07	-
<b>9</b>	<b>Dividend Paid</b>										
	Bengal & assam Co. Ltd	1,423.23	1,423.23	-	-	-	-	-	-	-	-
<b>10</b>	<b>Rent paid</b>										
	Modern Cotton Yarn Spinners Ltd	-	-	25.46	27.25	-	-	-	-	-	-
	Divyashree Company Private Ltd	-	-	47.92	43.92	-	-	-	-	-	-
	JK Tyre & Industries Limited	-	-	-	-	-	-	12.93	19.22	6.84	-
	JK Lakshmi Cement Limited	-	-	-	-	-	-	-	-	19.33	17.19
<b>11</b>	<b>Travelling expenses</b>										
	JK Tyre & Industries Limited	-	-	-	-	-	-	2.40	3.60	1.20	-
<b>12</b>	<b>Miscellaneous Expenses</b>										
	Southern Spinners and Processors Ltd.	-	-	5.91	31.18	-	-	-	-	-	-
	JK Paper Limited (JKPL)	-	-	-	-	-	-	-	-	4.42	15.14
	JK Tyre & Industries Limited	-	-	-	-	-	-	11.58	23.54	17.90	-
	Hari Shankar Singhania Elastomer and Tyre Research Institute (HASETRI)	-	-	-	-	-	-	-	-	3.33	11.35
	JK Lakshmi Cement Limited	-	-	-	-	-	-	-	-	15.37	10.61
	CliniRx Research Private Limited (Clinirx)	-	-	-	-	-	-	-	-	0.03	-
	PSV Energy Pvt. Ltd.	-	-	-	-	20.18	14.72	-	-	-	-
<b>13</b>	<b>Reimbursement of Expenses paid</b>										
	JK Tyre & Industries Limited	-	-	-	-	-	-	29.47	48.78	44.09	-

## NOTES TO THE FINANCIAL STATEMENTS

₹ in Lacs

S. No	Nature of Transaction	Holding Company		Subsidiaries		Associates		Fellow Subsidiary		Other related Parties	
		2023-24	2022-23 (Restated)	2023-24	2022-23 (Restated)	2023-24	2022-23 (Restated)	2023-24	2022-23 (Restated)	2023-24	2022-23 (Restated)
14	<b>Investment in Equity Shares</b> JKF Evolve Limited	-	-	-	100.00	-	-	-	-	-	-
15	<b>Sale of Investment in Equity Shares</b> Gram Power Infrastructure Pvt Ltd (GPI)	-	-	-	-	-	-0.14	-	-	-	-
16	<b>Inter corporate deposit given/ (received back)</b> Bengal & assam Co. Ltd	(4,500.00)	(5,000.00)	-	-	-	-	-	-	-	-
	JKF Evolve Limited	-	-	547.02	50.00	-	-	-	-	-	-
17	<b>Premium paid on redemption of preference share capital</b> JK Tyre & Industries Limited	-	-	-	-	-	-	248.67	-	-	-
18	<b>Repayment of Deferred payment liabilities</b> JK Tyre & Industries Limited	-	-	-	-	-	-	-	-	743.53	-
	JK Tyre & Industries Limited	-	-	-	-	-	-	-	820.00	-	-
19	<b>Redemption of preference share capital</b> JK Tyre & Industries Limited	-	-	-	-	-	-	900.00	-	-	-
	CliniRx Research Private Limited (Clinirx)	-	-	-	-	-	-	-	-	50.00	-

₹ in Lacs

Nature of Transaction	2023-24	2022-23 (Restated)
<b>Contribution to Trusts</b>		
J.K. Fenner Executive Staff Provident Fund	232.36	169.23
J.K. Fenner (India) Ltd Gratuity Fund	251.87	-
J.K. Fenner Executive Staff Pension Fund	24.73	29.70
<b>Remuneration paid to Key Managerial Personnel</b>		
Short-term Employee Benefits	3,658.51	2,812.84
Post-employment Benefits*	-	-
Other Payments	79.33	64.17
Loan Given	30.00	-

\* As the liabilities for gratuity and leave encashment are provided on actuarial basis for the Company as a whole, the amounts pertaining to Key Management Personnel are not included above.

## NOTES TO THE FINANCIAL STATEMENTS

₹ in Lacs

Outstanding balances		Holding Company		Subsidiaries		Associates		Fellow Subsidiary		Other related Parties	
		2023-24	2022-23 (Restated)	2023-24	2022-23 (Restated)	2023-24	2022-23 (Restated)	2023-24	2022-23 (Restated)	2023-24	2022-23 (Restated)
	Amount Receivable/ (Payable)										
	Bengal & assam Co. Ltd	2,000.00	6,500.00	-	-	-	-	-	-	-	-
	Southern Spinners and Processors Ltd.	-	-	(76.56)	(136.50)	-	-	-	-	-	-
	Modern Cotton Yarn Spinners Ltd	-	-	(132.67)	(41.71)	-	-	-	-	-	-
	Divyashree Company Private Ltd	-	-	36.00	36.00	-	-	-	-	-	-
	JKF Americas Inc.	-	-	10,760.96	10,942.20	-	-	-	-	-	-
	JKF Evolve Limited	-	-	635.87	60.44	-	-	-	-	-	-
	PSV Energy Pvt. Ltd.	-	-	-	-	1.56	2.10	-	-	-	-
	JK Tyre & Industries Limited	-	-	-	-	-	-	-	(1,790.42)	(1,045.99)	-
	JK Agri Genetics Limited	-	-	-	-	-	-	5.29	-	-	-
	Cavendish Industries Limited	-	-	-	-	-	-	-	0.71	2.00	-
	JK Paper Limited (JKPL)	-	-	-	-	-	-	-	-	(0.01)	-
	Hari Shankar Singhania Elastomer and Tyre Research Institute (HASETRI)	-	-	-	-	-	-	-	-	(1.99)	(11.70)
	JK Lakshmi Cement Limited	-	-	-	-	-	-	-	-	(2.90)	-
	CliniRx Research Private Limited (Clinirx)	-	-	-	-	-	-	-	-	0.32	-
	<b>Outstanding Balances</b>	<b>2023-24</b>		<b>2022-23 (Restated)</b>							
	<b>Remuneration paid to Key Managerial Personnel</b>										
	From KMP										
	Loan		27.50		-						

### 54. Financial instruments - Fair values and risk management

Set out below, is a comparison by class of the carrying amounts and fair value of the financial instruments of the company: ₹ in Lacs

Particulars	As at 31.03.2024		As at 31.03.2023 (Restated)	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
<b>(i) Financial Assets</b>				
<b>At Amortised cost</b>				
- Trade Receivables	33,808.27	33,808.27	29,621.48	29,621.48
- Loans	2,597.02	2,597.02	6,550.00	6,550.00
- Other financial assets	2,176.40	2,176.40	1,842.20	1,842.20
- Cash & Cash Equivalents	1,056.03	1,056.03	297.46	297.46
- Other Bank Balances	160.62	160.62	1,087.15	1,087.15
- Investments	15,460.12	15,460.12	16,410.12	16,410.12
<b>At Fair value through Other Comprehensive Income</b>				
- Other financial assets	1,946.27	1,946.27	6,601.16	6,601.16
- Investments *	111.14	111.14	111.14	111.14
<b>At Fair value through Profit and Loss</b>				
- Investments *	54,387.61	54,387.61	19,728.63	19,728.63
<b>Total</b>	<b>111,703.48</b>	<b>111,703.48</b>	<b>82,249.34</b>	<b>82,249.34</b>
<b>(ii) Financial Liabilities</b>				
<b>At Amortised cost</b>				
- Borrowings	26,533.58	26,533.58	24,865.76	24,865.76
- Trade Payables	7,843.07	7,843.07	7,444.58	7,444.58
- Others	10,379.20	10,379.20	11,057.77	11,057.77
<b>Total</b>	<b>44,755.85</b>	<b>44,755.85</b>	<b>43,368.11</b>	<b>43,368.11</b>

\* Refer Note No. 61 (a)

#### The following methods and assumptions were used to estimate the fair values:

1. Cash and short-term deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

2. Other non-current receivables are evaluated by the company, based on parameters such as interest rates, individual creditworthiness of the counterparty etc. Based on this evaluation, allowances are considered to account for the expected losses of these receivables. As at end of each reporting year, the carrying amounts of such receivables, net of allowances (if any), are not materially different from their calculated fair values.

## NOTES TO THE FINANCIAL STATEMENTS

3. Fair value of investments in quoted equity shares are based on quoted market price at the reporting date. The fair value of unquoted Investments in preference shares are estimated by discounting future cash flows using rates currently available for debt on similar terms and remaining maturities. The fair value of unquoted investments in equity shares are estimated on net assets basis. (Refer Note 61).

4. Fair value of borrowings from banks and other non-current financial liabilities, are estimated by discounting future cash flows using rates currently available for debt on similar terms and remaining maturities.

5. Fair value of derivatives are calculated using the appropriate variable parameters.

### Fair Value Hierarchy

All financial assets and liabilities for which fair value is measured in the financial statements are categorised within the fair value hierarchy, described as follows:

Level 1 - quoted prices in active markets.

Level 2 - inputs other than quoted prices included within Level 1 that are observable, either directly or indirectly.

Level 3 - inputs that are not based on observable market data.

₹ in Lacs

Particulars	Level 1	Level 2	Level 3
<b>March 31, 2024</b>			
<b>Financial Assets:</b>			
- Quoted Equity Shares	1,946.27	-	-
- Unquoted Equity Shares	-	-	111.14
- Unquoted Preference Shares	-	1,100.00	-
- Other funds	-	5,115.21	-
- Mutual funds	47,624.50	547.90	-
<b>March 31, 2023 (Restated)</b>			
<b>Financial Assets:</b>			
- Quoted Equity Shares	6,601.16	-	-
- Unquoted Equity Shares	-	-	111.14
- Unquoted Preference Shares	-	-	1,208.66
- Other funds	-	531.25	-
- Mutual funds	17,988.72	-	-

There has been no transfer among levels 1 and 2 during the year ended March 31, 2024 and March 31, 2023. There has been transfer of unquoted preference shares from level 3 to level 2 during year ended March 31, 2024.

**55.** The fair value of Investment property as at 31st March, 2024 is ₹ 554.21 lacs (Previous year ₹ 500.23 lacs). The fair value is after considering the rental income from current leases and other assumptions that market participants would use while pricing investment property under current market conditions.

### 56. Financial Risk Management Objectives and Policies

The Company's activities are exposed to a variety of financial risks from its operations. The key financial risks include market risk (including foreign currency risk, interest rate risk and commodity price risk), credit risk and liquidity risk.

**Market Risk:** Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises mainly three types of risk: interest rate risk, currency risk and other price risk such as commodity price risk.

**Foreign Currency Risk:** Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The company has obtained foreign currency borrowings and has foreign currency trade payables and receivables and is therefore, exposed to foreign exchange risk. After taking cognisance of the natural hedge, the company takes appropriate hedges to mitigate its risk resulting from fluctuations in foreign currency exchange rate(s).

**Foreign Currency Sensitivity:** The following table demonstrates the sensitivity to a reasonably possible change in the foreign currency exchange rate with all other variables held constant. The impact on company's profit before tax due to changes in the currency exchange rate is as follows:

₹ in Lacs

Particulars	Change in currency exchange ratio (bps)	Effect on Profit before tax for the year ended 31.03.2024	Effect on Profit before tax for the year ended 31.03.2023 (Restated)
USD	+25	42.41	44.89
	-25	(42.41)	(44.89)
EURO	+25	3.05	1.54
	-25	(3.05)	(1.54)
GBP	+25	0.10	(0.03)
	-25	(0.10)	0.03
RUB	+25	5.94	-
	-25	(5.94)	-

## NOTES TO THE FINANCIAL STATEMENTS

**Interest Rate Risk:** Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Any changes in the interest rates environment may impact future rates of borrowing. The Company mitigates this risk by regularly assessing the market scenario, finding appropriate financial instruments, interest rate negotiations with the lenders for ensuring the cost effective method of financing.

**Interest Rate Sensitivity:** The following table demonstrates the sensitivity to a reasonably possible change in interest rates on financial assets affected. With all other variables held constant, the company's profit before tax is affected through the impact on finance cost with respect to our borrowing, as follows:

Particulars	₹ in Lacs	
	As at 31.03.2024	As at 31.03.2023 (Restated)
Change in Basis Points	+25	+25
Effect on Profit before Tax	(51.47)	(43.64)
Change in Basis Points	-25	-25
Effect on Profit before Tax	51.47	43.64

The assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market environment.

**Commodity Price Risk:** The Company is affected by the price volatility of certain commodities. Its operating activities require the purchase of raw material and manufacturing of belts, oil seals and trading of engineering products including couplings and therefore, requires a continuous supply of certain raw materials such as natural rubber, synthetic rubber, carbon black, fabric, etc. To mitigate the commodity price risk, the Company has an approved supplier base to get best competitive prices for the commodities and to assess the market to manage the cost without any compromise on quality.

**Credit Risk:** Credit risk is the risk that counterparty might not honor its obligations under a financial instrument or customer contract, leading to a financial loss. The company is exposed to credit risk from its operating activities (primarily trade receivables).

**Trade Receivables:** Customer credit risk is managed based on company's established policy, procedures and controls. The company assesses the credit quality of the counterparties, taking into account their financial position, past experience and other factors. Credit risk is reduced by receiving pre-payments and export letter of credit to the extent possible. The Company has a well defined sales policy to minimize its risk of credit defaults. Outstanding customer receivables are regularly monitored and assessed. Impairment analysis is performed based on historical data at each reporting date on an individual basis. However a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively.

**Deposits with Bank:** The deposits with banks constitute mostly the liquid investment of the company and are generally not exposed to credit risk.

**Security Deposits:** The security deposits constitute mostly rental deposits paid by the company and are generally not exposed to credit risk.

**Liquidity Risk:** Liquidity risk is the risk, where the company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The company's approach is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The table below summarises the maturity profile of company's financial liabilities based on contractual undiscounted payments:

Particulars	₹ in Lacs	
	Upto 3 years	> 3 years
<b>As at 31st March 2024</b>		
Borrowings	18,875.10	7,658.48
Trade Payables	7,843.07	-
Other Financial Liabilities	5,915.20	3,125.33
<b>Total</b>	<b>32,633.37</b>	<b>10,783.81</b>
<b>As at 31st March 2023 (Restated)</b>		
Borrowings	17,344.18	7,521.58
Trade Payables	7,444.58	-
Other Financial Liabilities	6,950.68	2,850.82
<b>Total</b>	<b>31,739.44</b>	<b>10,372.40</b>

### 57. Capital Management

The company's policy is to maintain an adequate capital base so as to maintain creditor and market confidence and to sustain future development. Capital includes issued capital, share premium and all other equity reserves attributable to equity holders. In order to strengthen the capital base, the company may use appropriate means to enhance or reduce capital, as the case may be.



## NOTES TO THE FINANCIAL STATEMENTS

The company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. Net Debt is calculated as borrowings less cash and cash equivalents.

₹ in Lacs

Particulars	As at 31.03.2024	As at 31.03.2023 (Restated)
Borrowings	26,533.58	24,865.76
Less: Cash and cash Equivalents	(1,056.03)	(297.46)
FDR with original maturity of > 3 months but less than 12 months	-	(806.52)
Investments in Mutual Fund	(47,624.50)	(17,988.72)
Investments in Bonds	(4,486.91)	-
Deposit repayment reserve	(160.00)	(280.00)
<b>Net Debt</b>	<b>(26,793.86)</b>	5,493.06
Equity Share capital	248.31	248.31
Other Equity	108,696.90	88,495.20
<b>Total Capital</b>	<b>108,945.21</b>	88,743.51
<b>Capital and Net Debt</b>	<b>82,151.35</b>	94,236.57
<b>Gearing Ratio</b>	<b>-32.62%</b>	5.83%

### 58. Disclosure as per Ind AS 27 "Separate Financial Statements".

The Company has not prepared the Consolidated Financial Statements by availing the exemption by virtue of Notification 742 (E) dated 27th July 2016 issued by Ministry of Corporate Affairs and paragraph 4 (a) of Ind AS 110 "Consolidated Financial Statements" read with General instruction issued in Companies (Indian Accounting Standards) Rules, 2015. Further, Bengal and Assam Company Limited which has been incorporated in India (Holding company) will file Consolidated Financial Statements with the Registrar which are in compliance with the applicable Indian accounting standards.

A list of significant investments in Subsidiaries, Associates and Joint venture are as follows:

Sl. No	Name	Country of Incorporation	Principal Activities	As at 31.03.2024	As at 31.03.2023 (Restated)
1	Southern Spinners and Processors Ltd.	India	Fabric Manufacturing	100.00%	100.00%
2	Modern Cotton Yarn Spinners Ltd.	India	Fabric Manufacturing	100.00%	100.00%
3	Divyashree Company Private Ltd.	India	Investment company	61.00%	61.00%
4	JKF Americas Inc.	USA	Trading	100.00%	100.00%
5	JKF Evolve Ltd	India	Manufacturing of automotive components	100.00%	100.00%
6	Dwarkesh Energy Ltd.	India	Power generation	27.49%	27.49%
7	PSV Energy Pvt. Ltd.	India	Wind Power generation	26.00%	26.00%

## NOTES TO THE FINANCIAL STATEMENTS

### 59. (a) Disclosure w.r.t analytical ratios

Sl. No.	Ratio	Numerator	Denominator		31.03.2024	31.3.2023 (Restated)	% variance	Reason for variance
1	Current Ratio	Current Assets	Current Liabilities	Times	3.04	2.32	31%	Due to increase in investments in mutual funds and bonds.
2	Debt-Equity Ratio	Total Debt	Shareholder's Equity	Times	0.24	0.28	-13%	
3	Debt Service Coverage Ratio	PAT+Depreciation / Amortisation +Interest+Profit / (Loss) on sale of PPE+/- IndAS adjustments	Interest + Principal repayments of Current Maturity of Long term borrowings+ Lease payments (due over next one year)	Times	5.65	3.19	77%	Majorly due to improvement in Profitability over previous year
4	Return on Equity	Net Profit after tax	Average Shareholder's Equity	% age	15.8%	13.4%	18%	
5	Inventory Turnover	Net Sales	Average Inventory	Times	9.16	7.60	21%	
6	Trade receivables Turnover	Net Sales	Average trade receivables	Times	4.10	4.70	-13%	
7	Trade payables Turnover	Net purchases	Average Trade payables	Times	8.69	7.93	10%	
8	Net Capital Turnover	Net Sales	Working Capital	Times	1.74	2.86	-39%	Due to increase in investments in mutual funds and bonds. Majorly due to improvement in Profitability over previous year
9	Net Profit ratio	Net Profit after tax	Net Sales	% age	12.0%	9.1%	31%	
10	Return on Capital Employed	EBIT	Capital employed (Tangible Networth+Total Debt+Deferred tax liability)	% age	16.9%	15.3%	11%	

### (b) Other regulatory information

- The Company does not have any benami property, and no proceeding has been initiated or pending against the Company for holding any benami property.
- The Company does not have any transactions with companies struck off.
- The Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.
- The Company have not traded or invested in crypto currency or virtual currency during the financial year.
- The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
  - Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (ultimate beneficiaries) or
  - Provide any Guarantee, Security, or the like to or on behalf of the Ultimate Beneficiaries.
- The Company have not received any fund from any Person(s) or Entity(ies), including Foreign Entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
  - Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or
  - Provide any Guarantee, Security, or the like on behalf of the ultimate beneficiaries.
- The Company has been sanctioned working capital limit in excess of Rs. 5 crore, in aggregate, at points of time during the year, from bank on the basis of security of current assets. The quarterly return/statements filed by the company with the bank are generally in agreement with the books of account and difference, if any are not material.
- 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).
- The Company have not been declared willful defaulter by any Banks or any other Financial Institution at any time during the financial year.
- The Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software.

## NOTES TO THE FINANCIAL STATEMENTS

### 60. Revenue recognised under contracts

a) The disaggregation of revenue earned under contracts as per Ind AS-115 is as follows :		₹ in Lacs
	2023-24	2022-23 (Restated)
Category-wise		
Revenue recognised at the point of time		
Polymer Products	129,018.18	121,094.07
b) Revenue-related receivables at the year end:		
	As at 31.03.2024	As at 31.03.2023 (Restated)
Trade receivables(Refer Note no.13)	33,808.27	29,621.48
c) Revenue-related payables at the year end:		
Trade deposits(Refer Note no.21)	3,125.33	2,850.82
Contract Liabilities (Refer Note No. 28)	606.60	311.31
d) Reconciling the amount of revenue recognised during the year in the statement of profit and loss at the contracted price :		
	2023-24	2022-23 (Restated)
Revenue as per contracted price	149,534.58	135,225.24
Less: Reductions towards variable consideration components*	(20,516.40)	(14,131.17)
Revenue from operations as per statement of profit and loss	129,018.18	121,094.07
* The reduction towards variable consideration comprises of discounts, claims against obligations, etc.		
e) Impairment in Trade receivables are disclosed as 'Allowance for expected credit loss' amounting ₹ Nil (Previous year ₹ Nil)		

**61. a** Fair value of investment in certain equity and preference shares are taken at cost since cost represents the best estimate of fair value.

**61. b** During the year, Company has sold 157,817 equity shares of holding company held in trust out of 180,589 equity shares. Company has transferred total gain (net of tax) on such sale of equity shares of ₹ 9984.58 Lacs from Other Comprehensive Income to Retained Earnings in compliance of Indian Accounting Standard.

**62.** The provision for current tax represents income tax payable computed under substantive provisions of the Income Tax Act, 1961.

**63. a** The Company had given an unsecured loan to BMF Investment Limited, a erstwhile wholly owned subsidiary company, amalgamated with the Bengal & Assam Co Ltd.,(Holding company) for the purpose of carrying its business at interest of 9% (7% till 31st December 2022) p.a. payable on quarterly basis. Loan outstanding as on 31st March 2024 is Rs. 2000 lacs (Previous Year Rs. 6500 lacs).

**63. b** The Company has given an unsecured loan to JKF Evolve Limited, a wholly owned subsidiary company, for the purpose of carrying its business at ballooning interest of 8.04% p.a. payable on yearly basis. Loan outstanding as on 31st March 2024 is 597.02 lacs (Previous Year 50 lacs).

**64.** Details of Loans given and investment made for general business purposes, covered u/s 186 (4) of the Companies Act, 2013, have been given under respective heads.

**65. a** During FY 2021-22, the Company's Board of Directors had approved Scheme of Amalgamation ('the Scheme') of Acorn Engineering Limited (Acorn) with the Company w.e.f. April 1, 2022 (appointed date), subject to regulatory and statutory approvals. National Company Law Tribunal ('NCLT') vide its order dated May 30, 2023 has sanctioned the scheme, pursuant to Sections 230 & 232 and other applicable sections and provisions of the Companies Act 2013 with effect from appointed date i.e. April 1, 2022 and effective from filing the order with ROC, Chennai on June 27, 2023. Impact of the Scheme in the financial statements has been given from the appointed date. Acorn was wholly owned subsidiary of the Company and thus, share capital of ₹ 5.05 lacs has been cancelled. As per the said order and in terms of scheme filed, the Assets and Liabilities of Acorn have been transferred to and vested in and recorded in the books of Company at their respective book values as appearing in the books of Acorn on the appointed date i.e. April 1, 2022 under the "Pooling of Interest" method of accounting as per IND AS 103. Accordingly, the Company has restated the Comparative numbers and earning per share for all periods presented in the financial results.

## NOTES TO THE FINANCIAL STATEMENTS

- 65. b** Key financial figures as published (considered for consolidation by Bengal & Assam Company Limited, i.e. without giving impact of scheme) for all previous period presented in the financial results is as under:

₹ in Lacs

Particulars	31.03.2023
Revenue from Operations	121,961.36
Profit Before Tax	15,883.76
Profit After Tax	11,135.90

- 65. c** In terms of the Scheme, the Company has increased its authorised share capital to ₹ 90,15,00,000 (₹ Ninety Crores and Fifteen Lacs) consisting of 101,00,000 ( One Crore and One Lac) Equity Shares having face value of ₹ 10/- each and 80,05,000 (Eighty Lacs and Five Thousand) Preference Shares having face value of ₹ 100/ each.
- 66.** During the FY 2019-20, raw material amounting to ₹ 825.63 lacs was damaged in fire incident at the custom bonded warehouse. The insurance claim for the said raw material was duly filed with the insurance Companies and amount of ₹ 262.49 lacs has been received from insurance companies during FY 2020-21. The management is confident for recovery of the balance claim amount and same has been shown as good and recoverable.
- 67.** Certain balances of trade receivable, loan & advance, trade payable and other liabilities are subject to confirmation and/or reconciliation. In the opinion of the management, on confirmation / reconciliation, there will not be any material impact.
- 68.** Previous year figures have been reclassified/regrouped/recast, wherever necessary.

As per our report of even date

For **LODHA & CO. LLP**  
Chartered Accountants  
Firm's Registration No. 301051E/E300284

N.K. LODHA  
Partner  
Membership No : 085155

J. SWAMINATHAN  
Company Secretary  
New Delhi, the 22<sup>nd</sup> May 2024

RAGHUPATI SINGHANIA  
Chairman

VIKRAMPATI SINGHANIA  
Managing Director

AMIT AGARWAL  
Chief Financial Officer

HARSH PATI SINGHANIA  
MAMTA SINGHANIA  
SHAILENDRA CHOUKSEY  
NAGARAJU SRIRAMA

Directors

New Delhi, the 22<sup>nd</sup> May 2024

## CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2024

₹ in Lacs

Particulars	2023-24	2022-23 (Restated)
<b>A Cash flow from operating activities</b>		
Net profit before tax	20,979.44	15,883.81
Adjustments for :		
Depreciation and amortization expenses	5,883.71	5,223.57
Finance cost	2,118.01	1,719.30
Interest income	(753.03)	(930.03)
Income from Preference shares	(84.90)	(45.00)
Fair value changes in non-current Investment	(21.62)	(7.06)
Unrealised Foreign Exchange Fluctuation	(75.79)	1.03
Provision no longer required written back	(405.46)	(492.50)
Bad debts written off	168.12	11.18
Profit on sale of short term investments	(802.70)	(141.65)
Fair Value (gain)/loss on mutual fund investments	(1,187.07)	(212.96)
(Profit) / Loss on sale of Property Plant & Equipment (Net)	(37.50)	(55.48)
Dividend received	(45.15)	(27.09)
<b>Operating profit before working capital changes</b>	<b>25,736.06</b>	<b>20,927.12</b>
(Increase)/decrease in inventories	759.15	2,951.32
(Increase)/decrease in trade and other receivables	(2,678.48)	(8,434.93)
Increase/(decrease) in trade and other payables	2,196.34	341.72
<b>Cash generated from operations</b>	<b>26,013.07</b>	<b>15,785.23</b>
Direct taxes (paid)	(6,578.30)	(4,262.90)
<b>Net Cash flow from operating activities</b>	<b>19,434.77</b>	<b>11,522.33</b>
<b>B Cash flow from Investing Activities</b>		
Purchase of Property, Plant and Equipment	(2,374.58)	(8,875.48)
Sale of Property, Plant and Equipment	187.80	111.48
Purchase of investment	(33,450.29)	(17,735.34)
Sale of shares of Holding company held by trustee (Refer Note no 61 (b))	11,985.93	-
Redemption of Cumulative redeemable pref. shares	950.00	-
Loan (given) / refund (Net)	3,952.98	4,950.00
Interest received (Net)	701.81	1,133.61
Deposit accounts with Banks	926.53	3,846.27
Profit on sale of short term investments	802.70	141.65
Dividend income	45.15	27.09
<b>Net Cash flow from investing activities</b>	<b>(16,271.97)</b>	<b>(16,400.72)</b>
<b>C Cash flow from financing activities</b>		
Redemption of Cumulative redeemable pref. shares	(900.00)	-
Proceeds of Long term borrowings	5,704.36	7,300.42
Repayment of Long term borrowings	(6,227.73)	(6,409.88)
Interest paid (Net)	(2,148.28)	(1,463.57)
Proceeds / (utilisation) from Short term borrowings (Net)	3,548.39	2,314.04
Receipts / (payments) of Fixed deposits	(422.98)	(814.80)
Payment of Lease liabilities	(343.99)	(329.28)
Dividend paid	(1,614.00)	(1,614.00)
<b>Net cash flow in financing activities</b>	<b>(2,404.23)</b>	<b>(1,017.07)</b>

## CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2024

₹ in Lacs

Particulars	2023-24	2022-23 (Restated)
<b>Net increase / (decrease) in cash and cash equivalents</b>	<b>758.57</b>	<b>(5,895.46)</b>
Cash and cash equivalents taken over on amalgamation	-	9.31
Cash and cash equivalents as at the beginning of the year	297.46	6,183.61
<b>Cash and cash equivalents as at the end of the year</b>	<b>1,056.03</b>	<b>297.46</b>

### Note :

1) Figures in brackets are outflows.		
2) Cash and cash equivalents comprise of :		
(a) Cash on hand	2.40	1.58
(b) Balances with banks		
i) Current accounts	178.63	295.88
ii) Deposits	875.00	-
<b>Total cash and cash equivalents</b>	<b>1,056.03</b>	<b>297.46</b>

### 3) Non Cash changes in liabilities arising from financing activities :

Particulars	Non- Cash Changes				
	As at 01.04.2023 (Restated)	Cash Flows	Foreign exchange movement	Others	As at 31.03.2024
Short-term Borrowings - Current year	6,360.93	3,548.39	-	-	9,909.32
- Previous year	4,046.89	2,314.04	-	-	6,360.93
Long-term Borrowings - Current year	18,504.83	(1,846.35)	-	(34.22)	16,624.26
- Previous year	18,340.18	75.74	60.12	28.79	18,504.83
<b>Total liabilities from financing activities</b>	<b>24,865.76</b>	<b>1,702.04</b>	<b>-</b>	<b>(34.22)</b>	<b>26,533.58</b>
Previous Year	22,387.07	2,389.78	60.12	28.79	24,865.76

As per our report of even date

For **LODHA & CO. LLP**

Chartered Accountants

Firm's Registration No. 301051E/E300284

N.K. LODHA

Partner

Membership No : 085155

J. SWAMINATHAN

Company Secretary

New Delhi, the 22<sup>nd</sup> May 2024

RAGHUPATI SINGHANIA  
Chairman

VIKRAMPATI SINGHANIA  
Managing Director

AMIT AGARWAL  
Chief Financial Officer

HARSH PATI SINGHANIA  
MAMTA SINGHANIA  
SHAILENDRA CHOUKSEY  
NAGARAJU SRIRAMA

Directors

New Delhi, the 22<sup>nd</sup> May 2024

# AROUND THE YEAR



Automechanika 2024 - Delhi



Bauma Conexpo 2023 - Bengaluru



Aapex 2023 - USA



MIMS 2023 - RUSSIA



I Auto connect 2023 Yashbhoomi - Delhi

# FOR THE SOCIETY



JK Fenner Swasthaya - General Health Camp



JK Fenner Swasthaya - General Health Camp



JK Fenner JEEVIKA - Automobile Technician Course



JK Fenner Swasthaya - Eye Screening Camp



JK Fenner Swasthaya - Menstrual Health Awareness



JK Fenner Swasthaya - RO Plants



JK Fenner GYAN - Career Guidance



JK Fenner GYAN - Educational Infrastructure











## J.K. Fenner (India) Limited

Khivraj Complex II, V Floor, 480 Anna Salai, Nandanam, Chennai-600 035

Tel: +91 44 43994666 | E-mail : [contact@jkfenner.com](mailto:contact@jkfenner.com) | Web : [www.jkfenner.com](http://www.jkfenner.com)

Follow us on:  [/jkfenner](https://www.facebook.com/jkfenner)  [/jkfenner](https://twitter.com/jkfenner)  [/jkfenner.official](https://www.instagram.com/jkfenner.official)  [/jkfennerindia](https://www.linkedin.com/company/jkfennerindia)