SKY GOLD LIMITED

15TH ANNUAL REPORT FOR THE FINANCIAL YEAR 2022-23

Contents

Corporate Overview

Statutory Section

Financial Statements

To view this report online or to know more about us, please visit http://www.skygold.co.in

"Our work in the past 3 decades is our testimony of hard work and dedication. While we are proud of what we have accomplished, it's the future that excites us. Tomorrow is a world of possibilities and we are committed to deliver more than expected, every single time."

Corporate Information

BOARD OF DIRECTORS

Mr. Mangesh Chauhan
Managing Director & CFO
DIN: 02138048

Mr. Mahendra Chauhan
Whole-time Director
DIN: 02138084

Mr. Darshan Chauhan
Whole-time Director
DIN: 02138075

Mr. Dilip Gosar
Independent Director
DIN: 07514842

Mr. Loukik Tipnis
Independent Director
DIN: 08188583

Mrs. Kejal Shah
Independent Director
DIN: 08608399

Ms. Nikita Jain
Company Secretary & Compliance Officer

We are happy to inform that

we migrated from the SME platform of BSE to the Main Board of BSE & NSE Limited on January 06, 2023.

BSE : SCRIP CODE - 541967

NSE: SYMBOL - SKYGOLD

BANKERS

Yes Bank Limited
The Federal Bank Limited
Axis Bank Limited
IndusInd Bank Limited

STATUTORY AUDITORS

V J Shah & Co.

SECRETARIAL AUDITOR

Shivang G Goyal & Associates

Internal Auditor

Ms. Aasna Shah

Registrar And Share Transfer Agent

Link Intime India Private Limited
C-101, 247 park, LBS Marg, Vikhroli (W)
Mumbai-400083
Telephone: +91 22 49186000
Fax: +91 22 49186060

REGISTERED OFFICE

Gala No. 101, 102, 103, 1st Floor, Raja Industrial Estate, Sarvoday Nagar, Jain Mandir Road, Mulund (West) Mumbai 400080

CORPORATE OFFICE

Office No - 12A,13,14, 1st Floor Kanak Chambers 267-71, Kalbadevi Road Mumbai - 400002

BOARD OF DIRECTORS

Executive Director | Independent Director

BOARD COMMITTEES

Audit Committees

Nomination and Remuneration

Stakeholder Relationship

BOARD AND BOARD COMMITTEES

The Board of Directors is responsible for overseeing the Company's strategic plans, monitoring and evaluating its economic, financial and non-financial performances, electing and evaluating the members of the Executive Board, and deliberating on corporate policies, among others.

The committees formed by the Board play an important role in enhancing standards of governance and effectiveness within the Organization.

C Chairman Member M

COMMITTEE	RESPONSIBILITIES	CHAIRPERSON & MEMBERS
AUDIT COMMITTEE	Regularly reviews financial statements, internal audit reports, audit plans, significant findings, adequacy of internal controls, compliance with accounting standards and more	Mr. Dilip Gosar Khushalchand (C) Mr. Loukik Deepak Tipnis (M) Mr. Mangesh Ramesh Chauhan (M)
NOMINATION AND REMUNERATION	Reviews the remuneration of Directors and persons who may be appointed to senior management and key managerial positions	Mr. Dilip Gosar Khushalchand (C) Mr. Loukik Deepak Tipnis (M) Mrs. Kejal Shah (M)
STAKEHOLDER RELATIONSHIP	Responsible for resolving shareholder grievances	Mr. Loukik Deepak Tipnis (C) Mr. Mahendra Champalal Chauhan (M) Mr. Darshan Ramesh Chauhan (M)

Leading With Experience & Foresight Our Board Of Directors

Mr. Mangesh Chauhan
Managing Director & CFO M

Mr. Mahendra Chauhan
Whole-time Director M

Mr. Darshan Chauhan
Whole-time Director M

Mr. Dilip Gosar
Independent Director C C

Mr. Loukik Tipnis
Independent Director M M C

Mrs. Kejal Shah
Independent Director M

Key Managerial Personnel

Ms. Nikita Jain
Company Secretary & Compliance Officer

Managing Director's Perspective

Charting a disciplined path for the future

Giving back to the society has never been more important and I'd like to thank each member of the Sky Gold family for their active support and unshakable trust in our abilities to deliver on our promise. You have motivated us to unleash our potential for the next phase of our growth.

"Migration for a company from BSE SME to BSE & NSE Mainboard is a milestone and we thank all our investors and stakeholders who supported us in making our BSE SME journey successful."

Dear Shareholders,

I am delighted to present the 15th Annual Report of Sky Gold Limited. We are optimistic about the future and confident in our ability to navigate challenges and achieve our goals. This year has been a remarkable year for all of us here at Sky Gold Limited. We emerged more resilient and reinvigorated, and our confidence in our capabilities is reflected not only in our numbers but also in the trust placed in us. I am grateful to our clients, team members, and other stakeholders for their relentless collaboration to make this happen.

We have been working towards creating an organisation that is more transparent, technologically evolved and one that has the best of corporate governance practices. During the financial year 2022-23, our revenue stood at Rs. 1,15,380.07 lakhs which is increased by 46.84% as compared to the previous Financial Year 2021-22 amounting to Rs. 78,570.20 lakhs. We expect to prosper exponentially more than what we have achieved in the past 15 years.

Our proactive efforts have positively impacted our balance sheet to reach our planned levels. Going forward, we shall continue to remain vigilant in ensuring that our balance sheet remains strong.

The Company migrated to the main board of BSE & NSE Limited w.e.f. January 06, 2023. With this, your Company's shares being available for trading on the main platform of BSE & NSE Limited, has improved liquidity and has brought in a new set of investors.

I believe that we have a capable team with the experience to effectively manage growth of the Company. Our approach to allocating capital considers the appropriate balance between investments, and growth, which allows the Company to retain a strong financial position that helps in taking advantage of many opportunities.

With Warm Regards

Mangesh Chauhan
Chairman & Managing Director

Sky Gold Limited's *story of transformation*

Crafting solutions for every market and industry. We offer a wide array of custom designed solutions that caters to every market and industry based on the customer requirements.

Sky Gold Limited was incorporated as private limited company with the name Sky Gold Private Limited on 7th May, 2008. The status of the Company was changed to a public limited company and the name of the Company was changed to Sky Gold Limited on 26th June, 2018. The Company after working as an Private Limited Company decided to listed on SME Platform of BSE and the Company was first listed on BSE SME Platform on 3rd October, 2018 as "Sky Gold Limited". The Company spent around more than 4 years in BSE's SME platform and then successfully migrated to the Main Board of BSE & listed its securities on NSE Limited on January 06, 2023. Now, the securities of the Company are available for trading on BSE and NSE Limited.

Sky Gold is engaged in the business of designing manufacturing and marketing of Gold jewelleries since its incorporation.

The Company mainly deals in 22 Karat gold jewellery offering a wide variety of designs to suit preferences of the end customer.

It has the ability to create localised product design mixes to suit various regional tastes. The Company caters to its customers' unique preferences through its understanding of the local and regional market. The Company provides an extensive range of designs and also use studded American diamonds and / or coloured stones in many of its jewellery products. Currently, the Company caters to a large number of wholesalers showrooms and retailers who buy its products in bulk quantities. Due to its diversity of clients and the varied regions each of its clients cater to the company has developed an ability to design its jewellery products as per latest trends fashion and demographic preference of the end customers. It offers a wide range of products from gold jewellery for special occasions such as weddings and festivals to daily wear jewellery for all ages genders and across various price points. The Company caters to a variety of customers across mid-market and value market segments and its products are designed by its in-house team of creative designers and also certain freelance designers allowing them to manage a large and diverse portfolio of designs. The Product range includes necklaces rings pendants bracelets earrings and bangles and customized jewellery based on customer demand. Besides various clients in Mumbai and nearby areas it also caters to various jewellery brands.

The Company has incorporated the latest technology for its manufacturing facility which reduces its turnover time from order receipt to delivery to just 72 hours.

The Company has a dedicated and talented design team focused on developing new products and designs that meet customers' requirements. It also customise jewellery for individual needs. Its in-house designers and freelance designers are skilled in 'Computer Aided Design' (CAD) who develop its designs for the purpose of manufacturing. The Company operates from a 2740 sq. ft. sole manufacturing facility which is located in the heart of Mumbai city in Mulund (West) where it makes casting based jewellery using rubber dye wax moulds and machines. Besides it has also set-up sales offices in Kerala and Telangana to offer better concentration and service in Southern regions of India. The Company has also recently begun export operations which are handled by its Mumbai sales office.

During the year, the Company has also incorporated a Wholly Owned Subsidiary Company in US in the name & style of Sky Gold Global Inc on 23rd September 2022.

Vision

To be the best and trusted Company for jewellery manufacturing in India in providing quality products that offer value for money and focus on customer satisfaction in the Jewellery, by continual improvement and growth.

Mission

Sky Gold is on a mission to take Indian jewellery designs global. With our diverse brands and extensive network, we are tapping into every niche to give customers a holistic jewellery experience.

Robust Financial Performance

Profit and Loss & Balance Sheet Metrics

Revenue from operations

(₹ in Lakhs)

FY22-23	1,15,380.07
FY21-22	78,570.20
FY20-21	79,554.06
FY19-20	72,188.64
FY18-19	80,683.58

Revenue from Operations

(In %)

FY22-23 / FY21-22 **46.84%**

Profit After Tax

(₹ in Lakhs)

FY22-23	1,860.88
FY21-22	1,695.12
FY20-21	481.00
FY19-20	581.00
FY18-19	304.00

Profit After Tax

(In %)

FY22-23 / FY21-22 **9.77%**

EBITDA

(₹ in Lakhs)

FY22-23	2,503.22
FY21-22	2171.16
FY20-21	605.74
FY19-20	754.24
FY18-19	447.68

EBITDA

(In %)

FY22-23 / FY21-22 **15.29%**

Networth

(₹ in Lakhs)

FY22-23	9,813.95
FY21-22	7,673.71
FY20-21	5,900.98
FY19-20	4,745.65
FY18-19	4,163.86

Networth

(In %)

FY22-23 / FY21-22 **27.89%**

Trademarks

RANGI

MARISA

Saathiya
Bands for special moments

TAZIM

kenver
Fiercely Stylish, Timelessly Classy

ZENNA

SHAI

sovana

Misha

SHAAN

KIMORA

Rosé

Vestria

SKY
GOLD & DIAMONDS
Global Expertise. Regional Designs.

SkyCarat
Gold & Diamonds

ONE Voice Vision Team

Limitless Sky
Endless Possibilities

NOTICE

NOTICE OF THE 15TH ANNUAL GENERAL MEETING

(PURSUANT TO SECTION 101 OF THE COMPANIES ACT, 2013)

NOTICE IS HEREBY GIVEN THAT THE 15TH ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF SKY GOLD LIMITED WILL BE HELD ON WEDNESDAY, SEPTEMBER 27, 2023 AT 11:00 A.M. THROUGH A VIDEO CONFERENCE FACILITY ORGANIZED BY THE COMPANY, TO TRANSACT THE FOLLOWING BUSINESSES THE VENUE OF THE MEETING SHALL BE DEEMED TO BE HELD AT THE REGISTERED OFFICE OF THE COMPANY

Ordinary Business:

1. To consider and adopt (a) the Audited Financial Statement of the Company for the financial year ended March 31, 2023, and the reports of the Board of Directors and Auditors thereon; and (b) the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2023, and the report of Auditors thereon, in this regard, to consider and if thought fit, to pass the following resolutions as **Ordinary Resolution**:

   a) **"RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2023, and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

   b) **"RESOLVED THAT** the audited consolidated financial statement of the Company for the financial year ended March 31, 2023, and the report of Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

2. To Confirm the payment of the Interim Dividend and to declare the Final Dividend on Equity Shares for the Financial Year 2022-23, in this regard, to consider and if thought fit, to pass the following resolutions as **Ordinary Resolution**:

   a) **"RESOLVED THAT** the interim dividend @ Rs. 1/- per share having face value of Rs. 10/- each paid to the shareholders for the financial year ended March 31, 2023, as per the resolution passed by the Board of Directors at their meeting held on February 10, 2023, be and is hereby noted and confirmed."

   b) **"RESOLVED THAT** in terms of the recommendation of the Board of Directors of the Company, the approval of the Members of the Company be and is hereby granted for payment of dividend @ Rs. 1/- per share having face value of Rs. 10/- each fully paid up for the year ended March 31, 2023, and the same be paid out of the profits of the Company."

3. To appoint Mr. Darshan Chauhan (DIN: 02138075), who retires by rotation as a Director (Whole-time Director) and, in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Darshan Chauhan (DIN: 02138075), who retires by rotation at this meeting, be and is hereby appointed as a Whole-time Director of the Company."

Special Business:

4. **Shifting of Registered Office of the Company outside the local limits**

   To consider and if thought fit, to pass the following resolution as **SPECIAL RESOLUTION:**

   "RESOLVED THAT pursuant to the provisions of Section 12 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force), consent of the members be and is hereby accorded for shifting the Registered Office of the Company from Gala no 101,102,103, 1st Floor, Raja Indl Estate Sarvoday Nagar, Jain Mandir Road, Mulund (West) Mumbai City Maharashtra 400080 India to Plot No. D-222/2 TTC, MIDC Shirawane, Thane – 400705.

   RESOLVED FURTHER THAT all directors be and is hereby authorized, to do all acts, deeds, matters and things as deemed necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary e-form with the Registrar of Companies."

5. **To increase the Borrowing Powers of the Company under section 180(1)(c) of the Companies Act, 2013.**

   To consider and if thought fit, to pass the following resolution as **SPECIAL RESOLUTION:**

   "RESOLVED THAT pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 including any statutory modifications or any amendments or any substitution or re-enactment thereof, if any, for the time being in force and all other applicable Acts, laws, rules, regulations and guidelines for the time being in force; and pursuant to the recommendation of Board of Directors of the Company, the consent of the Members be and is hereby accorded to the Company for borrowing from time to time as they may think fit, any sum or sums of money not exceeding Rs. 500 crores (Rupees Five Hundred Crores only) [including the money already borrowed by the Company] on such terms and conditions as the Board may deem fit, whether the same may be secured or unsecured and if secured, whether by way of mortgage, charge or hypothecation, pledge, or otherwise dispose in any way whatsoever, on, over or in any respect of all, or any of the Company's assets and effects or properties whether moveable or immoveable, including stock-in-trade, notwithstanding that the money to be borrowed together with the money already borrowed by the Company (apart from the temporary loans obtained from the Company's Bankers in the ordinary course of business) and remaining un-discharged at any given time, exceed the aggregate, for the time being, of the paid-up capital of the Company and its free reserves.

   RESOLVED FURTHER THAT Board of Directors are hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual, or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matter and things as may be necessary, proper, expedient or incidental for giving effect to this Resolution."

6. **To Create charge on the movable and immovable properties of the Company, both present and future under section 180(1)(a) of the Companies Act, 2013**

   To consider and if thought fit, to pass with or without modification(s), as a **SPECIAL RESOLUTION:**

   "RESOLVED THAT pursuant to the provisions of Section 180(1)(a) Companies Act, 2013, ("the Act") and other applicable provisions, if any, of the Act read with Rules framed thereunder, (including any statutory modification(s) or any re-enactment(s) thereof for the time being in force), the members of the Company hereby accord their consent to the Board of Directors, including any committee thereof for the time being exercising the powers conferred on them by this resolution, to create mortgage and/or charge on all or any of the moveable and/or immovable assets of the Company, both present and future and/or whole or any part of the Company in favour of the lenders, agents, trustees for securing the borrowings of the Company availed/to be availed by way of loans and securities (comprising of fully/partly convertible shares and debentures issued/to be issued by the Company from time to time, in one or more tranches, upto an aggregate limit of Rs. 500 crores (Rupees Five Hundred Crores only)outstanding at any time notwithstanding that such security provided are in excess of the limits prescribed under Section 180(1)(a) of the Companies Act, 2013.

   RESOLVED FURTHER THAT Board of Directors are hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual, or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matter and things as may be necessary, proper, expedient or incidental for giving effect to this Resolution."

7. **Increase in limits for giving loans or guarantees or providing securities in connection with the loan made to any other body corporate or person or making investments under section 186 of the Companies Act, 2013.**

   To consider and if thought fit, to pass with or without modification(s), as a **SPECIAL RESOLUTION:**

   "RESOLVED THAT pursuant to the provisions of Section 186 of the Companies Act, 2013 ("the Act") and other applicable provisions, if any, of the Act read with Rules framed thereunder, (including any statutory modification(s) or any re-enactment(s) thereof for the time being in force), the consent of the members be and is hereby accorded to the Board of the Directors of the Company ("the Board") which expression includes any Committee constituted by the Board to exercise its powers, to give any loan to any person or other body corporate or to give any guarantee or provide any security in connection with a loan to any other body corporate or person and to acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, as it may in its absolute discretion deem beneficial and in the interest of the Company, subject to however that the aggregate of the loans and investments so far made in and the amount for which guarantees or securities have so far been provided to all persons or bodies corporate along with the additional investments, loans, guarantees or securities proposed to be made or given or provided by the Company, from time to time, in future, shall not exceed a sum of 150,00,00,000/- (Rupees One Hundred Fifty Crores Only) outstanding at any time notwithstanding that such investments, outstanding loans given or to be given and guarantees and security provided are in excess of the limits prescribed under Section 186 of the Companies Act, 2013.

   RESOLVED FURTHER THAT for the purpose of giving effect to this resolution the Board of Directors be and are hereby authorized to arrange to fix the terms and conditions from time to time as it may deem fit and to sign and execute all such deeds, contracts, instruments, agreements and any other documents as may be required and to do all such acts, deeds, matters, things as may be deemed necessary, expedient and incidental thereto and to delegate all or any of its powers herein conferred by this resolution to any committee of Directors and/or Directors and/or Officers of the Company to give effect to this resolution."

For and on behalf of
Sky Gold Limited,

Sd/-
Mangesh Ramesh Chauhan
Managing Director and CFO
DIN: 02138048

Address: Flat No.2301/2302, 23rd Floor,
A Wing Sarvoday Heights, Jain Mandir Road,
Sarvoday Nagar Mulund West 400080
Registered Office:
Gala No. 101, 102, 103, 1st Floor,
Raja Industrial Estate, Sarvoday Nagar,
Jain Mandir Road, Mulund (West) Mumbai 400080
Website: www.skygold.co.in
E-mail: skygoldltdmumbai@gmail.com, investors@skygold.co.in

Place: Mulund, Mumbai
Date: 31/08/2023

NOTES:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the General Circular Nos. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, 20/2020, 19/2021, and 2/2022, the latest being 10/2022 dated 28th December 2022, 10/2022 dated December 28, 2022, and Circular SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, issued by SEBI read with other relevant circulars issued by the Ministry of Corporate Affairs (MCA) (hereinafter collectively referred to as "the Circulars"), followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 companies are allowed to hold AGM through VC, without the physical presence of members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC VC/OAVM on Wednesday, September 27, 2023, at 11:00 A.M. IST. The deemed venue for the AGM will be the Registered Office of the Company- Gala no 101,102,103, 1st Floor, Raja Indl Estate Sarvoday Nagar, Jain Mandir Road, Mulund (West) Mumbai City Maharashtra 400080 India.
2. PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, and Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for this AGM and hence the Proxy Form, Attendance Slip, and Route Map for the AGM are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC and participate there at and cast their votes through e-voting.
3. Participation of members through VC will be reckoned for the purpose of the quorum for the AGM as per Section 103 of the Act.
4. Institutional/corporate Members are encouraged to attend and vote at this AGM through VC/OAVM. Institutional/corporate Members (i.e. other than individuals, HUF, NRI, etc.) intending to send their authorised representative(s) to attend the Meeting are requested to send a scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter to attend and vote on their behalf at the meeting.
5. The attendance of the Members attending the AGM through VC will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act"), in respect of business to be transacted at the 15th Annual General Meeting ("AGM"), as set out under Item No. 4 to 7 above and the relevant details of the Directors as mentioned under Item No. 3, above as required by Regulation 36(3) of the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 pursuant to Section 102 of the Companies Act, 2013 ("the Act") with respect to the Special Business set out in the Notice is annexed.
7. The helpline number regarding any query/assistance for participation in the AGM through VC/OAVM is 022 - 48867000 / 022 - 24997000.
8. The Members can join the AGM in the VC mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
9. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
10. Members can raise questions during the meeting or in advance at skygoldltdmumbai@gmail.com .However, it is requested to raise the queries precisely and in short at the time of meeting to enable to answer the same.
11. **Book Closure and Dividend:**
    i. The Register of Members and Share Transfer Books of the Company will be remain closed from September 21, 2023 to September 27, 2023 (Both Days Inclusive).
    ii. Members may note that the Board, at its meeting held on June 1, 2023, has recommended a final dividend of ₹1/- per share. The record date for the purpose of final dividend for fiscal 2023 is September 20, 2023. The final dividend, once approved by the members in the ensuing AGM, will be paid within 30 days from the date of AGM, electronically through various online transfer modes to those members who have updated their bank account details. For members who have not updated their bank account details, dividend warrants / demand drafts / cheques will be sent to their registered addresses. To avoid delay in receiving dividend, members are requested to update their KYC with their depositories (where shares are held in dematerialized mode) and with the Company's Registrar and Transfer Agent (RTA) (where shares are held in physical mode) to receive the dividend directly into their bank account on the payout date.
12. Members may note that the Income-tax Act, 1961, ("the IT Act") as amended by the Finance Act, 2020, mandates that dividend paid or distributed by a company on or after April 1, 2020 shall be taxable in the hands of members. The Company shall therefore be required to deduct tax at source (TDS) at the time of making the payment of final dividend. To enable us to determine the appropriate TDS rate as applicable, members are requested to submit relevant documents.

13. Members who have not claimed/received their dividend paid by the Company in respect of earlier dividends, are requested to check with the Company's Registrar. Members are requested to note that in terms of Section 125 of the Act, any dividend unpaid/unclaimed for a period of 7 years from the date these first became due for payment, is to be transferred to the Central Government to the credit of the Investor Education & Protection Fund (IEPF). The details of the unclaimed dividends and the underlying shares that are liable to be transferred to IEPF. In view of this, Members/ claimants are requested to claim their dividends from the Company, within the stipulated timeline.

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

15. Members (Physical / Demat) who have not registered their email addresses with the company can get the same registered with the company by requesting in member updation form by sending an email to the RTA and skygoldltdmumbai@gmail.com .Please submit duly filled and signed member updation form to the abovementioned email. Upon verification of the Form the email will be registered with the Company. Members seeking any information with regard to any matter to be placed at the AGM, are requested to write to the Company through an email on skygoldltdmumbai@gmail.com

16. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode. Members can inspect the same by sending an email to skygoldltdmumbai@gmail.com

17. The Annual Report of your Company for the Financial Year 2022-23 is displayed on the website of the Company i.e., www.skygold.co.in

18. Members whose shareholding is in electronic mode are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, registering of nomination, power of attorney registration, bank mandate details, etc., to Registrar/their DPs. Members whose shareholding is in physical mode are requested to opt for the Electronic Clearing System (ECS) mode to receive dividend on time in line with the Circulars. We urge members to utilize the ECS for receiving dividends. Further, Members may note that SEBI has mandated the submission of PAN by every participant in the securities market.

19. Registration of e-mail addresses permanently with Company/DP: Members are requested to register the same with their concerned DPs. Further, those Members who have already registered their e-mail addresses are requested to keep their e-mail addresses validated/updated with their DPs/TSR to enable servicing of notices/documents/Annual Reports and other communications electronically to their e-mail address in future.

20. **SEBI has mandated furnishing of PAN, KYC details (i.e., Postal Address with Pin Code, e-mail address, mobile number, bank account details), and nomination details by holders of securities. Effective from 1st January 2022, any service requests or complaints received from the Member, will not be processed by RTA till the aforesaid details/documents are provided to RTA. On or after 1st October 2023, in case any of the above-cited documents/details are not available in the Folio(s), RTA shall be constrained to freeze such Folio(s) the said folios shall be frozen by RTA and the said folios shall be restored to normal status only after furnishing by the holders of Physical securities all the completed documents/details as stated. Further, those folios that were frozen on or after 1st October 2023 and continues to remain frozen till 31st December 2023 post that such securities will be referred by RTA/Company to the administering authority under Benami Transactions (Prohibitions) Act, 1988 and or Prevention of Money Laundering Act, 2002.**

21. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their Demat account(s) dormant for long. Periodic statements of holdings should be obtained from the concerned DPs and holdings should be verified from time to time.

22. The business set out in the notice will be transacted through a remote e-voting system and the instructions and other information relating to remote e-voting provided by National Securities Depository Limited are given herein below in this Notice. In case of any queries or grievances in connection with remote e-voting, the shareholders may write to the registered office address of the Company.

23. As per Section 72 of the Act, the facility for submitting nomination is available for members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form SH-13. Members are requested to submit these details to their DP in case the shares are held by them in electronic form, and to the RTA, in case the shares are held in physical form.

24. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.

25. The Members can opt for only one mode of remote e-voting i.e. either prior to the AGM or during the AGM. The Members present at the Meeting through VC/OAVM who have not already cast their vote by remote e-voting prior to the Meeting shall be able to exercise their right to cast their vote by remote e-voting during the Meeting. The Members who have cast their vote by remote e-voting prior to the AGM are eligible to attend the Meeting but shall not be entitled to cast their vote again.

26. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020, and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.

27. Members may note that, as mandated by SEBI, request for effecting transfer of securities held in physical mode shall not be processed by the Company, effective April 1, 2019, unless the securities are held in dematerialized form. In this regard, members are requested to dematerialize their shares held in physical form.

28. The Board of Directors of the Company has appointed Mr. Shivang Goyal, Proprietor of Shivang G Goyal & Associates; Practising Company Secretaries as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer shall within a period not exceeding 2 working days from the conclusion of the remote e-voting period unblock the votes in the presence of at least 2 witnesses, not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, and forward it to the Chairman of the Company.

29. The results will be declared on or after the AGM of the Company. The results declared along with the Scrutinizer's Report will be placed on the website of the Company www.skygold.co.in and on the website of NSDL within two days of passing of the resolutions at the AGM of the Company and communicated to the BSE Limited.

E-VOTING

In compliance with the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 read with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and the MCA Circulars, the Company is pleased to provide members a facility to exercise their right to vote on business proposed to be transacted at the 15th Annual general Meeting (AGM) and the business may be transacted through e-voting services. The facility of casting votes by the members using an electronic voting system from a place other than the venue of the AGM, ("remote e-voting) will be provided by National Securities Depository (NDSL).

Members of the Company holding shares either in physical form or in electronic form as on the cut-off date i.e., Wednesday, September 20, 2023, may cast their vote by remote e-Voting. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting before the AGM as well as remote e-Voting during the AGM. Any person who acquires shares of the Company and becomes a Member of the Company after the dispatch of the Notice and holding shares as on the cut-off date i.e., Wednesday, September 20, 2023, may obtain the User ID and Password by sending a request at evoting@nsdl.co.in

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

The remote e-voting period begins on September 24, 2023 at 9:00 A.M. and ends on September 26, 2023 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the cut-off date i.e., Wednesday, September 20, 2023, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Wednesday, September 20, 2023. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

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

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

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

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

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

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

How to Log-in to NSDL e-Voting website?

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

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

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 125591 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
   a) Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

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

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

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

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to shivanggoyal@sgga.in with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Mr. Anubhav Saxena at evoting@nsdl.co.in

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to skygoldltdmumbai@gmail.com.
2. In case shares are held in Demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to skygoldltdmumbai@gmail.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A**) i.e., **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

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

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

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

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

ITEM NO. 4

Presently, the Company's Registered Office is located at Gala no 101,102,103, 1st Floor, Raja Indl Estate Sarvoday Nagar, Jain Mandir Road, Mulund (West) Mumbai City Maharashtra 400080 India. The Board of Directors of your Company at their meeting held on 1st September, 2023 has decided to shift the Registered Office of the Company from Gala no 101,102,103, 1st Floor, Raja Indl Estate Sarvoday Nagar, Jain Mandir Road, Mulund(West) Mumbai City Maharashtra 400080 India to Plot No. D-222/2 TTC, MIDC Shirawane, Thane – 400705 to carry on the business of the Company more economically and efficiently and with better operational convenience. Majority of public shareholders of the Company including Financial Institutional Investors (FIIs), Mutual Funds and Financial Investors are based at Mumbai and therefore shifting of Registered Office to Mumbai shall facilitate better coordination and interaction with shareholders, FIIs, Mutual Funds, Financial Investors and leading to improve investors' relationship.

As per provisions of Section 12 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, shifting of Registered Office of the Company outside the local limits but within the same State requires approval of the Members by way of Special Resolution through Postal Ballot. Though Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management & Administration) Rules, 2014 requires the Company to pass the resolution through Postal Ballot for shifting of registered office outside the local limits of any city, town or village, but as per the Companies (Amendment) Act, 2017, any item of business required to be transacted at a general meeting by a Company which is required to provide the facility to members to vote by electronic means. Therefore, the Board recommends the Resolution as set out in Item No. 4 for approval of the Members as Special Resolution.

None of the persons specified in Section 102 of the Companies Act, 2013 namely the Promoters, Directors, Key Managerial Personnel, Relatives of Promoters, Directors and Key Managerial Personnel or the entities comprising the interest of Promoters, Directors or Key Managerial Personnel, are concerned or interested in the above resolution.

Item No. 5 & 6:

Keeping in view the Company's existing and future financial requirements to support its business operations, the Company needs additional funds. For this purpose, the Company is desirous of raising finance from various Banks and/or Financial Institutions and/or any other lending institutions and/or Bodies Corporate and/or such other persons/ individuals as may be considered fit, which, together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in ordinary course of business) may exceed the aggregate of the paid-up capital and the free reserves of the Company. Your consent is therefore sought, to authorize the Board to borrow up to Rs. 500 crores/- (Rupees Five Hundred crores only) (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) as outstanding, at any time as set out in the resolution. In order to facilitate securing the borrowing made by the Company, it would be necessary to create charge on the assets or whole or part of the undertaking of the Company. Section 180(1)(a) of the Companies Act, 2013 provides for the power to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company subject to the approval of members in the General Meeting.

In order to facilitate securing the borrowing made by the Company, it would be necessary to create charge on the assets or whole or part of the undertaking of the Company. Section 180(1)(a) of the Companies Act, 2013 provides for the power to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company subject to the approval of members in the General Meeting.

The members are requested to approve item No. 5 & 6 by way of passing a Special Resolution.

None of the persons specified in Section 102 of the Companies Act, 2013 namely the Promoters, Directors, Key Managerial Personnel, Relatives of Promoters, Directors and Key Managerial Personnel or the entities comprising the interest of Promoters, Directors or Key Managerial Personnel, are concerned or interested in the above resolution.

Item No. 7:

In order to make optimum use of funds available with the Company and also to achieve long term strategic and business objectives, the Board of Directors of the Company proposes to make use of the same by making investment in other bodies corporate or other persons, granting loans, giving guarantee or providing security to other persons or other body corporate as and when required. Pursuant to the provisions of section 186(3) of the Companies Act, 2013 and rules made there under, the Company needs to obtain prior approval of Members by way of the special resolution passed at the General Meeting in case the amount of investment, loan, guarantee or security proposed to be made is more than higher of sixty percent of the paid-up share capital, free reserves, and securities premium account or one hundred percent of free reserves and securities premium account.

Accordingly, the Board of Directors of the Company proposes to obtain approval of Members by way of special resolution as contained in the notice of the Annual General Meeting for an amount not exceeding Rs. 150,00,00,000/- (Rupees One Hundred Fifty Crores Only) outstanding at any time notwithstanding that such investments, outstanding loans given or to be given and guarantees and security provided are in excess of the limits prescribed under Section 186 of the Companies Act, 2013.

The members are requested to approve item No. 7 by way of passing a Special Resolution.

None of the persons specified in Section 102 of the Companies Act, 2013 namely the Promoters, Directors, Key Managerial Personnel, Relatives of Promoters, Directors and Key Managerial Personnel or the entities comprising the interest of Promoters, Directors or Key Managerial Personnel, are concerned or interested in the above resolution.

Particulars of Directors seeking Appointment / Reappointment at the ensuing Annual General Meeting pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015 read with the Secretarial Standards-2 prescribed for General Meetings:

Name of Director	Darshan Chauhan
DIN	02138075
Type	Whole Time Director
Date of Birth	17/08/1984
Age	39 years
A Brief Resume	With over 15 years of experience in the gem and jewellery sector, Mr. Darshan Chauhan primarily works on product improvisation, styling, pricing, & commercial growth, as well as envisioning & visualizing new designs. He is also in charge of marketing & sales for the brand, & has his ears to the ground for any & every upcoming trends **in marketing.**
Date of appointment as Director	07/05/2008
Date of appointment as Whole Time Director	July 19,2018
Experience in functional area	Nearly 15 years
Qualification	Bachelor of Commerce Degree from Mumbai University
Terms and condition of re-appointment	In terms of Section 152(6) of the Companies Act, 2013, Mr. Darshan Chauhan who was appointed as a Wholetime Director at the Annual General Meeting held on June 19, 2018, is liable to retire by rotation.
Remuneration (including sitting fees, if any) last drawn (FY 2022-23)	Rs. 27,00,000/-
Remuneration proposed to be paid	As per existing approved terms of appointment
Directorship in other Companies (Public Limited Companies)	NA
Membership of Committees of other Public Companies (Audit Committee/ Nomination Remuneration Committee/ Stakeholders Relationship Committee)	NA
No. of Shares held in the Company	23,08,000 equity shares of Rs. 10/- each
First Appointment by the Board	May 07,2008
Relationship with other Director, Manager and KMP	Brother of Mr. Mangesh Chauhan and Mr. Mahendra Chauhan, Directors of the Company
Board Meeting Attended (F.Y. 2022-23)	6 out of 6 meetings held
Names of listed entities from which Director has resigned in the past three years	NA

** For details of remuneration last drawn, please refer to the Corporate Governance Report which forms part of this Annual Report.*

Board's Report

To
The Members of,
Sky Gold Limited

Your Directors have the pleasure of presenting the 15th Annual Report of the Company together with the Audited Financial Statement of Accounts (Standalone and Consolidated) for the Financial Year ended March 31, 2023.

FINANCIAL STATEMENT & RESULTS:

Financial Results

The Company's financial performance during the year ended March 31, 2023, as compared to the previous financial year, is summarized below:

(Rs. in Lacs)

Particulars	Standalone		Consolidated
	2022-23	2021-22	2022-23
Revenue from operations	1,15,380.07	78,570.20	1,15,380.07
Other Income	95.56	1,056.09	95.56
Total Income	**1,15,475.63**	**79,626.29**	**1,15,475.63**
Less: Total Expenses	1,12,972.41	77,455.13	1,12,972.41
Profit/ (Loss) before tax	**2,503.22**	**2,171.16**	**2,503.22**
Less: Income Taxes			
Current	645.00	479.00	645.00
Deferred	(2.66)	(2.97)	(2.66)
Income Tax of earlier years w/off	-	-	-
Profit for the Year	**1860.88**	**1,695.12**	**1860.88**
Net Profit attributable to Non-Controlling Interest	-	-	-
Net Profit Attributable to Owners of the Company	**1860.88**	**1,695.12**	**1860.88**
Balance in Retained Earnings	**1860.88**	**1,695.12**	**1860.88**
Pursuant to Scheme of Arrangement	-	-	-
Fresh issue of equity by subsidiaries	-	-	-
Sub-Total	**1860.88**	**1,695.12**	**1860.88**
Appropriations			
Transferred to reserve and surplus	-	-	-
Interim Dividend on Equity Shares declared and paid	**107.44**	**-**	**107.44**
Closing Balance in Retained Earnings	**5,497.53**	**7,136.51**	**5,497.53**

The Wholly owned subsidiary of the Company is incorporated on 23rd September, 2022, Hence there are no figures for Consolidated Financial Statements for the Financial Year 2021-22.

RESULTS OF OPERATIONS AND THE STATE OF COMPANY'S AFFAIRS

Highlights of the Company's financial performance for the year ended March 31, 2023 and March 31, 2022, are as under:

Standalone

- Value of sales and services for the Financial Year ended March, 2023 is Rs. 1,15,380.07 lakhs and for Financial Year ended March 31, 2022 was Rs. 78,570.20 lakhs
- EBITDA for the Financial Year ended March, 2023 is Rs. 2,503.22 lakhs and for Financial Year ended March 31, 2022 was Rs. 2,171.16 lakhs
- Net Profit for Financial Year ended March, 2023 is Rs. 1,860.88 lakhs and for Financial Year ended March 31, 2022 was Rs. 1,695.12 lakhs

OPERATIONS & MATERIAL CHANGES:

Sky Gold Limited continues to be engaged in the business of importers, exporters, manufacturers, buyers, sellers, dealers, distributors, wholesalers, assembles, designers, cutters, polishers, and labor jobs in all kinds of gold and silver Jewellery.

The Company achieved a turnover of Rs 1,15,380.07 Lakhs during the year as compared to Rs. 78,570.20 Lakhs in the previous year. The Company earned a Profit After Tax (PAT) of Rs. 1,860.88 Lakhs during the financial year as compared to Rs. 1,695.12 Lakhs in the previous Financial Year.

The following Material and important Changes Occurred During the Financial Year 2022-23:

- Increased the Authorised Share Capital from Rs. 6,00,00,000/- (Six Crores Only) to Rs. 11,00,00,000/- (Eleven Crores Only) via a Special Resolution passed through the postal ballot dated 25-08-2022.
- Issued Bonus Shares via a Special Resolution passed through the postal ballot dated 25-08-2022 in the ratio of 1:1 by issuing 53,71,940 equity shares of Rs. 10/- each as bonus shares and the current paid-up share capital of the Company post bonus issue is Rs. 10,74,38,800 compromising of 1,07,43,880 equity shares of Rs. 10/- each.
- Listed on the Main Board of the Bombay Stock Exchange Limited (BSE) and The National Stock Exchange of India Limited (NSE) on 06th January 2023.
- Declared First Interim Dividend for the Financial Year 2022-23 in the Board meeting Held on 10th February 2023 of Rs. 1 per share having a face value of Rs. 10/- each.
- There was no change in the nature of the business of the Company, during the year under review.
- Ms. Pooja Shah Resigned from the post of Company Secretary & compliance officer w.e.f 18th May 2023 and Company appointed Ms. Nikita Jain as Company Secretary & compliance officer w.e.f 19th May 2023.
- The website of your Company is changed to www.skygold.co.in

DIVIDEND

The Board of Directors has recommended a dividend of Rs. 1/- (Rupees one only) per equity share of Rs. 10/- (Ten rupees) each fully paid-up of the Company. The dividend is subject to the approval of members at the ensuing Annual General Meeting and shall be subject to deduction of income tax at source.

The Company has declared and paid its First Interim Dividend for the Financial Year 2022-23 in the Board meeting held on 10th February 2023 of Rs. 1/- (Rupees one only) per equity share of Rs. 10/- (Ten rupees) each fully paid-up of the Company. The said dividend is subject to the confirmation of members at the ensuing Annual General Meeting of the Company.

UNPAID DIVIDEND & INVESTOR EDUCATION & PROTECTION FUND (IEPF)

Your Company has declared a dividend in the Board meeting Held on 10th February 2023 and was paid to such shareholders by Wednesday, March 1, 2023. Rs. 1,10,802 was transferred to the unpaid dividend account as on 31st March, 2023.

No amount was required to be transferred to Investor Education & Protection Fund (IEPF)

TRANSFER TO RESERVES:

The Company has not transferred any amount to General Reserve.

DETAILS OF MATERIAL CHANGES FROM THE END OF THE FINANCIAL YEAR

No material changes and commitments are affecting the financial position of the Company that occurred between the end of the financial year to which these Financial Statements relate and the date of this Report.

CREDIT RATING

The Company's financial discipline and prudence is reflected in the strong credit ratings ascribed by rating agencies. The details of credit ratings are disclosed in the Management Discussion and Analysis Report, which forms part of the Annual Report.

REPORT ON THE PERFORMANCE OF SUBSIDIARIES, ASSOCIATES, AND JOINT VENTURE COMPANIES

During the year under review, the company Incorporated a Foreign Subsidiary. A statement providing details of performance and salient features of the financial statements of Subsidiary / Associate / Joint Venture companies, as per Section 129(3) of the Act, is provided as Annexure G (AOC-1) to the consolidated financial statement and therefore not repeated in this Report to avoid duplication.

Your Company did not have any Associate Company and Joint Venture and thus AOC-1 was not required to be annexed for that.

The audited financial statement including the consolidated financial statement of the Company and all other documents required to be attached thereto is available on the Company's website and can be accessed at www.skygold.co.in.

The Company has formulated a Policy for determining Material Subsidiaries. The Policy is available on the Company's website and can be accessed at https://skygold.co.in/policies-and-code-of-conduct/

SECRETARIAL STANDARDS

The Company has followed the applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively.

DIRECTORS' RESPONSIBILITY STATEMENT

In terms of Section 134(5) of the Companies Act, 2013, in relation to the audited financial statements of the Company for the year ended 31st March 2023, the Board of Directors hereby confirms that:

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

(b) such accounting policies have been selected and applied consistently and the Directors made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March 2023 and of the profit/loss of the Company for that year;

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

(d) the annual accounts of the Company have been prepared on a going concern basis;

(e) the Directors have laid down Internal Financial Controls to be followed by the Company and that such Internal Financial Controls are adequate and were operating effectively during the year.

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

CORPORATE GOVERNANCE

The Company is committed to maintain the highest standards of Corporate Governance and adheres to the Corporate Governance requirements set out by the Securities and Exchange Board of India ("SEBI"). The Company has also implemented several best governance practices. The report on Corporate Governance as stipulated under the Listing Regulations forms part of the Annual Report. Certificate from the Secretarial Auditor of the Company confirming compliance with the conditions of Corporate Governance is attached to the report on Corporate Governance.

DEPOSITS

The Company has not accepted or renewed any amount falling within the purview of provisions of Section 73 of the Companies Act 2013 (the Act) read with the Companies (Acceptance of Deposit) Rules, 2014 during the year under review. Hence, the requirement for furnishing of details relating to deposits covered under Chapter V of the Act or the details of deposits which are not in compliance with the Chapter V of the Act is not applicable.

SHARE CAPITAL

As on 31st March, 2023, the Issued, Subscribed, and Paid-up Share Capital of your Company stood at Rs. 10,74,38,800/- (Rupees Ten Crores Seventy-Four Lacs Thirty-Eight Thousand Eight Hundred Only), comprising 1,07,43,880 (One Crore Seven Lacs Forty-Three Thousand Eight Hundred and Eighty) Equity Shares of Rs. 10/- each.

The Company has issued bonus shares in the ratio of 1:1 i.e., holder of 1 (one) fully paid-up equity shares of Rs 10 (Rupees Ten) each for every 1 (one) equity shares of Rs 10 (Rupees Ten) each held by the members and consequently the issued subscribed and Paid-up Share Capital of the Company is 1,07,43,880 Equity Shares of Rs. 10/- each.

The Company has neither issued shares with differential voting rights nor granted any stock options or issued any sweat equity shares.

Further, the Company has not bought back any of its securities during the year under review, and hence no details/information invited in this respect.

LOANS FROM DIRECTORS OR DIRECTORS' RELATIVES

During the financial year under review, the Company has not borrowed any amount(s) from Directors.

CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All Related Party Transactions entered into by Company during the Financial Year 2022-23 were on an arm's length basis and in the ordinary course of business. There are no material significant Related Party Transactions entered into by the Company with Promoters, Directors, Key Managerial Personnel or other Designated Persons which may have a potential conflict with the interest of the Company.

Prior approval of the Audit Committee and the Board of Directors of the Company was obtained for all the Related Party Transactions. Accordingly, the disclosure of Related Party Transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC-2 is not applicable and thus not attached. The attention of Shareholders is also drawn to the disclosure of transactions with related parties as set out in Notes of Financial Statements, forming part of the Annual Report.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

The report on Corporate Social responsibility as required under Section 135 of the Companies Act, 2013 part of the Annual Report.

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

The particulars as required under the provisions of Section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 in respect of conservation of energy, technology absorption, foreign exchange earnings and outgo etc. are furnished in **Annexure A** which forms part of this Report.

ANNUAL RETURN AND MANAGEMENT DISCUSSION & ANALYSIS REPORT

Pursuant to the provisions of Section 134(3)(a) of the Companies Act, 2013, extract of the Annual Return for the financial year ended 31st March 2023 made under the provisions of Section 92(3) of the Act is available on the website of the company i.e, www.skygold.co.in

Further, pursuant to Regulation 34(3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 company has also attached its Management Discussion and Analysis report for the financial year ended March 31, 2023, as as Annexure B.

PARTICULARS OF LOAN, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013

Full particulars of loans, guarantees and Investments covered under Section 186 of the Companies Act 2013 provided during the financial year under review are disclosed under the respective Schedules/Notes in the Financial Statements.

DISCLOSURE OF INTERNAL FINANCIAL CONTROLS AND THEIR ADEQUACY

Your Company maintains an adequate internal control system and procedure commensurate with its size and nature of operations. The internal control system is designated to provide reasonable assurance over reliability in financial reporting, ensure appropriate authorization of the transaction, safeguard the assets of the Company and prevent misuse/losses and legal compliance.

The internal control system includes a well-defined delegation of authority and a comprehensive Management Information System coupled with quarterly reviews of operational and financial performance, a well-structured budgeting process and Internal Audit. The Internal Audit reports are periodically reviewed by the management and the Audit Committee and necessary improvements are undertaken if required.

MATTERS RELATED TO DIRECTORS AND KEY MANAGERIAL PERSONNEL

a) **Board of Directors & Key Managerial Personnel**

i. **Change in Directorship & Key Managerial Personnel**

There has been no change in the Directorship of the Company during the Financial Year under review.

ii. **Appointment of Company Secretary & Compliance officer**

Ms. Pooja Shah, the previous Company Secretary and Compliance Officer of the Company has resigned from her post w.e.f. 18th May, 2023 and thereafter Ms. Nikita Jain (Membership No.: 71411) has been appointed as Company Secretary and Compliance officer of the Company on 19th May 2023.

iii. **Retirement by Rotation**

As per the provisions of Section 152 of the Companies Act, 2013, Mr. Darshan Chauhan (DIN: 02138075) will retire by rotation at the ensuing Annual General Meeting and being eligible, offer himself for re-appointment. The board of directors recommended its re-appointment for the member's approval.

b. **Declarations by Independent Directors:**

During the Financial Year under review, the Company has received declarations form all the Independent Directors under Section 149(6) of the Companies Act, 2013 confirming criteria of Independence as defined under Regulation 16(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the provisions of Section 149(6) of the Companies Act, 2013, the Schedules and Rules framed there under.

PERFORMANCE EVALUATION

The Company has a policy for performance evaluation of the Board, Committees, and other individual Directors (including Independent Directors) which includes criteria for performance evaluation of Non-Executive Directors and Executive Directors.

The Board carried out annual performance evaluation of the Board, its Committees and Individual Directors. The Independent Directors carried out annual performance evaluation of the Chairman, the non-independent directors and the Board as a whole. The performance of each Committee was evaluated by the Board based on the report of evaluation received from the respective Committees.

DISCLOSURE REGARDING INTERNAL COMPLAINTS COMMITTEE:

The Company has not yet constituted the Internal Complaints Committee as mentioned under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

DISCLOSURE UNDER SECTION 43(A)(II) OF THE COMPANIES ACT, 2013:

The Company has not issued any shares with differential rights as to dividend, voting or otherwise, and hence no information as per provisions of Section 43(a)(ii) of the Act read with Rule 4(4) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

DISCLOSURE UNDER SECTION 54(1)(D) OF THE COMPANIES ACT, 2013:

The Company has not issued any sweat equity shares during the year under review and hence no information as per provisions of Section 54(1)(d) of the Act read with Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

DISCLOSURE UNDER SECTION 62(1)(B) OF THE COMPANIES ACT, 2013:

The Company has not issued any equity shares under Employees Stock Option Scheme during the year under review and hence no information as per provisions of Section 62(1)(b) of the Act read with Rule 12(9) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

DISCLOSURE UNDER SECTION 67(3) OF THE COMPANIES ACT, 2013:

During the year under review, there were no instances of non-exercising of voting rights in respect of shares purchased directly by employees under a scheme pursuant to Section 67(3) of the Act read with Rule 16(4) of Companies (Share Capital and Debentures) Rules, 2014 is furnished.

CORPORATE INSOLVENCY RESOLUTION PROCESS INITIATED UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (IBC):

During the year under review, there were no instances.

DIFFERENCE OF VALUATION AT THE TIME OF AVAILING LOAN VS. AT THE TIME OF O.T.S:

During the year under review, there were no instances of one-time settlement with any Bank or Financial Institution.

CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING

The Board of Directors has adopted the Insider Trading Policy in accordance with the requirements of SEBI (Prohibition of Insider Trading) Regulation, 2015. The Insider Trading Policy of the Company lays down the guidelines and procedures to be followed and disclosures to be made while dealing with the shares of the Company. The policy has been formulated to regulate, monitor, and ensure reporting of dealings by employees. The Insider Trading Policy of the Company covering code of practices and procedures for fair disclosures of unpublished price-sensitive information and code of conduct for prevention of insider trading is available on the website of the Company.

LISTING FEES

The Equity Shares of the Company is listed on BSE Limited and the Company has paid the applicable listing fees to the Stock Exchange till date.

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

The disclosures as per Rule 5 of Companies (Appointment & Remuneration) Rules, 2014 have been marked as – **Annexure E**. However, as per the provisions of Section 136 of the Act, the annual report is being sent to all the members of the Company excluding the aforesaid information. The said information is available for inspection by the members at the registered office of the Company up to the date of the ensuing Annual General Meeting. Any member interested in obtaining such particulars may write to the Company Secretary at the registered office of the Company.

ACKNOWLEDGEMENTS AND APPRECIATION

The board take this opportunity to thank the customers, shareholders, suppliers, bankers, business partners/associates, financial institutions and Central and State Governments for their consistent support and encouragement to the Company.

For and on behalf of the Board of
Sky Gold Limited

Mangesh Ramesh Chauhan **Managing Director & CFO** **DIN:02138048**	**Mahendra Champalal Chauhan** **Whole-time Director** **DIN: 02138084**
Date: 31/08/2023 **Place: Mulund, Mumbai**	**Date: 31/08/2023** **Place: Mulund, Mumbai**

ANNEXURE A

DISCLOSURE PURSUANT TO SECTION 134(3)(M) OF THE COMPANIES ACT 2013 READ WITH RULE 8 OF THE COMPANIES (ACCOUNTS), RULES 2014

(A) Conservation of energy:

Steps taken or impact on the conservation of energy	Considering the nature of the business of the Company, the Company has conserved the energy to the extent possible.
Steps taken by the company for utilizing alternate sources of energy	
Capital investment on energy conservation equipment	

(B) Technology absorption:

Efforts made toward technology absorption	Considering the nature of the activities of the Company, there is no requirement with regard to technology absorption.
Benefits derived like product improvement, cost education, product development, or import substitution	
In case of imported technology (imported during the last three years reckoned from the beginning of the financial year):	
Details of technology imported	Nil
Year of import	Not Applicable
Whether the technology has been fully absorbed	Not Applicable
If not fully absorbed, areas where absorption has not taken place, and the reasons thereof	Not Applicable
Expenditure incurred on research and development	Nil

(C) Foreign Exchange Earnings and Outgo:

	1st April, 2022 to 31st March, 2023 *[Current F.Y.]*	1st April, 2021 to 31st March, 2022
	Amount in Rs.	Amount in Rs.
Actual Foreign Exchange earnings	35,33,26,100	9,43,26,257
Actual Foreign Exchange outgo	-	-

ANNEXURE B

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

INDUSTRY STRUCTURE AND DEVELOPMENT

Indian Jewelry Market

Gold jewellery demand has experienced a steady and consistent upward trend for several reasons. Firstly, most of the demand can be attributed to weddings, where gold holds great cultural and sentimental value. As weddings remain an integral part of many societies, the demand for gold jewellery continues to rise. Secondly, gold is considered a reliable store of value, especially in times of economic uncertainty, making it an attractive investment option for individuals. The growth in disposable income across various regions has also played a crucial role in boosting demand, as people have more financial capacity to invest in gold jewellery. Thirdly, gold jewellery holds strong linkages to traditions and customs, further driving its popularity. Lastly, evolving fashion trends and styles have increased the demand for gold jewellery as consumers seek innovative and contemporary designs.

The jewellery market in India is a sizeable and attractive industry, propelled by several favourable factors. These include shifting customer behaviours, superior organisational capabilities, and supportive regulatory and legislative changes. These combined elements create significant tailwinds for the growth and prosperity of the jewellery sector in India.

This India jewelry market report extensively covers market segmentation by type (gold, diamond, and others), and distribution channel (specialist retailers and online). It also includes an in-depth analysis of drivers, trends, and challenges. Furthermore, the report includes historic market data from 2017 to 2021.

Global Jewelry Market

The global jewelry market size was valued at USD 340.69 billion in 2022 and is expected to expand at a compound annual growth rate (CAGR) of 4.6% from 2023 to 2030. Increasing disposable income and innovative jewelry designs offered by manufacturers are expected to drive product demand. Changing lifestyles and perceptions of jewelry as a status symbol are expected to boost growth. COVID-19 has had a positive effect on jewelry sales, with 30% of consumers in a recent poll reporting they purchased more jewelry during the pandemic, according to a study from the supplier group the Plumb Club. The survey entitled "The Plumb Club Industry & Market Insights 2021," also noticed that 49% of consumers bought as much jewelry as they always did, while 21% purchased less.

The increasing acceptance of jewelry among men is also propelling the market. Products such as cufflinks, plain gold chains, tie bars, cartography necklaces, and signet rings are some of the products commonly in demand among men.

A vast client base makes it possible for manufacturers to cater to a large market and earn profits. The introduction of new designs and emerging fashion trends are attracting customers and manufacturers are leveraging this frequent change in fashion to design unique products to attract customers.

Bridal jewelry also plays a significant role in driving the market. In countries like India, high expenditure on wedding ceremonies and celebrations are expected to positively impact market growth. Women are focusing on the latest trends when it comes to jewelry and accessories. The availability of customization for such products is an important factor among consumers and is likely to bode well for the market.

Additionally, rising awareness about the authenticity of the metals and gems used in the jewelry pieces is driving the market. Manufacturers are not only adhering to authenticity and quality standards but also educating consumers through advertising campaigns.

Diamonds are becoming increasingly popular due to an increase in consumer disposable income and spending capacity. Diamonds are considered to be one of the earth's most impressive natural materials due to their stunning attributes and are perceived as a reflection of one's financial status.

The jewelry market is also expected to witness significant growth via the online channel as major players are focusing on using their websites to announce product launches, sales, and other relevant information. However, rising e-commerce frauds and a lack of knowledge about the hallmarks on jewelry are expected to hinder market growth.

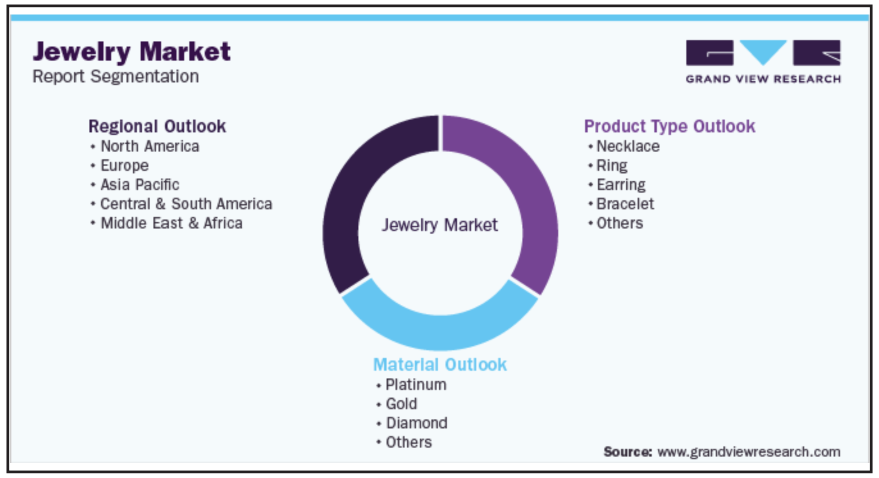
Material Insights

The market for gold jewelry held the largest market share as the material is the most popular metal used in the making of all sorts of jewelry across the world. The segment was valued at USD 185.83 billion in 2022 and is expected to exhibit a CAGR of 4.9% during the forecast period to maintain its leading position during the forecast period.

Depending on the product type of alloy used, jewelry made with yellow, white, rose, and green gold is available in various designs and shapes. For instance, yellow gold is alloyed with silver, copper, and zinc. White gold is an alloy of gold and at least one white metal, usually nickel, silver, or palladium. Rose gold is a mixture of gold, copper, and silver, and green gold is a mixture of gold and silver, with traces of copper and other metals.

Global Jewelry Market Segmentation

This report forecasts revenue growth at the global, regional, and country levels and provides an analysis of the latest industry trends and opportunities in each of the sub-segments from 2017 to 2030. For this study, Grand View Research has segmented the global diamond jewelry market report based on product, material, and region:



Source: Grandview Research

The Company's growth considering the past few years performance has increased. The Company is taking necessary steps for increasing profits from year to year. The Company delivered a stupendous all-round performance in the financial year 2022-23 with the economy opening up and no lockdowns during the year. The total revenue from the operations for the year ended March 31, 2023, amounted to Rs. 1,15,380.07 (In Lacs) as against Rs. 78,570.20 /- (In Lacs) in the previous Financial Year 2021-22.

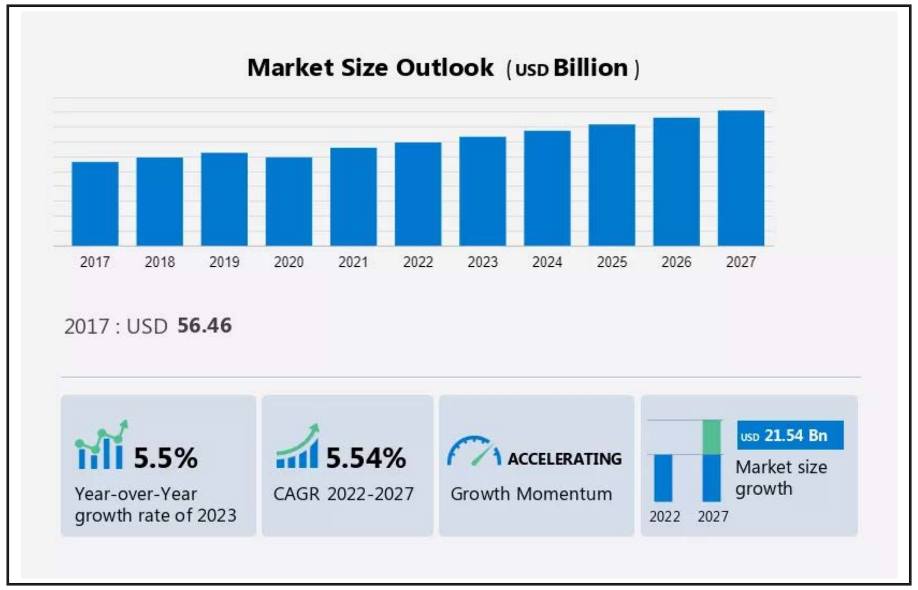
OUTLOOK

Despite central banks raising interest rates and declining food and energy prices, underlying price pressures remain stubborn, particularly due to tight labour markets in several economies. The rapid increase in policy rates have led to visible side effects, including highlighted vulnerabilities in the banking sector and growing concerns of contagion across the broader financial industry, including non-banking financial institutions. Despite declining headline inflation, core inflation has yet to reach its peak. Owing to ongoing inflationary pressures, interest rates are expected to remain elevated.

India's economy has displayed remarkable resilience amidst global challenges, positioning itself as the frontrunner in growth among major economies. The latest economic survey anticipates a substantial GDP growth rate of 6.5% in FY24, further consolidating India's impressive growth trajectory.

Source: Economic Survey of India, 2022-2023

The Indian jewellery retail sector is currently valued at approximately $76.3 billion in FY23 and is expected to grow substantially. This market is expected to grow at a CAGR of 5.54% by 2027. This projection signifies the sector's potential for significant expansion and economic impact in the coming years.



Source: Technavio Report

India traditionally boasts a deep-rooted affinity for gold jewellery, capturing a substantial share of the market, an intriguing trend is emerging. With its sparkling allure, studded jewellery is gaining momentum and attracting growing participation in the jewellery retail landscape. The prominence of gold jewellery stems from its profound cultural and religious significance, intertwined with a legacy of trust and reliability that gold embodies.

Gold jewellery demand in India is primarily driven by weddings' significant role in the culture. Weddings in India holds immense importance and is marked by grand celebrations and traditions. Gold jewellery is essential to Indian weddings, representing prosperity, blessings, and the eternal bond between couples. The demand for gold jewellery remains resilient in India due to the enduring wedding demand. Families consider gold jewellery as a valuable asset, both financially and emotionally, and often pass it down through generations. This cultural significance and belief in the auspiciousness of gold ensure its continued demand in the Indian market.

RISKS AND CONCERNS

The cost of borrowing for the industry has gone up in the last few months which is nothing but direct risk-and- reward relationship at which banks do the pricing. The more important aspect is the perception of risk which has a bearing of past experience.

Improvement in the profile of the sector —financial, conduct and practices - will have to be seen on ground, and only then will the banks get the confidence to provide further support to the sector.

It is essential to correctly assess the risk in each segment so that the risk is mitigated before it becomes a possible threat. General risk segments are statutory compliances, economy, Financials, Government policies, market related, operational, products and technology etc.

OPPORTUNITIES & THREATS

➢ **Opportunities**

1. Growing preference for online platform
2. Rural development
3. Customer 's preference in choosing hallmarked products over products made by un-organized manufacturers.
4. Concentrating in one sector makes the company mature in the industry and gain efficiency in operations.
5. Scaling of economy resultant out of Brand/ Advertisement & Publicity/ Procurement of Gold, Product Mix, designs, etc.
6. Increasing disposable income in Tier II and III locations as well as growing consciousness of branded jewellery in these locations which is shifting demand toward organized players.

➢ **Threats**

1. Presence of Small and un-organized industry players affect a sustained growth in the industry.
2. Depending on bank finance and customer advances.
3. Existing competitors.
4. Penetration of large corporates Jewellery traders cutting down margins.
5. Macro-economic factors such as Rupee fluctuations, enactment of new laws such as GST, KYC norms and global demand.
6. Recession affects the industry growth in general.
7. Acute shortage of skilled labour increases the production cost significantly.
8. Highly fluctuating gold price movement acts as a hamper.
9. Increasing duties and cess following GST implementation

SEGMENT WISE OPERATIONAL PERFORMANCE

It is single segment and the product is gold jewellery performance depends upon the competition, gold price movement, customer satisfaction and the general demand and supply position and also government regulations.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

During the year, the Company has reviewed its Internal Financial Control (IFC) systems and has continually contributed to the establishment of a more robust and effective IFC framework, prescribed under the ambit of Section 134(5) of Companies Act, 2013.

The control criteria ensures the orderly and efficient conduct of the Company's business, including adherence to its policies, the safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records and the timely preparation of reliable financial information.

Based on the assessment carried out by the Management and the evaluation of the results of the assessment, the Board of Directors are of the opinion that the Company has an adequate Internal Financial Controls system, operating effectively as at 31st March 2023.

As part of the efforts to evaluate the effectiveness of internal control systems, the internal audit department reviews control measures on a periodic basis and recommends improvements, wherever appropriate. The Internal Audit department is staffed by qualified and experienced personnel and reports directly to the Audit Committee of the Board.

HUMAN RESOURCES & INDUSTRIAL RELATIONS

With the changing and turbulent business scenario, the Company's basic focus is to upgrade the skill and knowledge level of the existing human assets to the required level by providing appropriate leadership at all levels motivating them to face the hard facts of business, inculcating the attitude for speed of action and taking responsibilities. In order to keep the employees skill, knowledge and business facilities updated, ongoing in house and external training is provided to the employees at all levels. The effort to rationalize and streamline the work force is a continuous process. The industrial relations scenario remained harmonious throughout the year.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE RESULTS OF OPERATIONS:

1. Net Revenue from Operations:

(In Lacs)

Particulars	FY 2022-23	FY 2021-22	Change	% of Change
Sale of Products	1,15,380.07	78,570.20	36,809.87	46.84

2. Other Income

(In Lacs)

Particulars	FY 2022-23	FY 2021-22	Change	% of Change
Other Income	95.56	1,056.09	(960.53)	90.95

3. Gross Profit

(In Lacs)

Particulars	FY 2022-23	FY 2021-22	Change	% of Change
Revenue from Operations	1,15,380.07	78,570.20	36,809.87	46.84
Less: Cost of Consumption	1,11,488.78	77,402.98	34,085.8	44.03
Gross Profit	3,891.29	1167.22	2,724.07	233.38
Changes in Inventory	(1,085.02)	(1,690.03)	(605.01)	35.79

4. Profit before Tax

(In Lacs)

Particulars	FY 2022-23	FY 2021-22	Change	% of Change
Profit Before Tax	2,503.22	2,171.16	332.06	15.29

5. Total Comprehensive Income (After Taxation)

(In Lacs)

Particulars	FY 2022-23	FY 2021-22	Change	% of Change
Total Comprehensive Income (After Taxation)	2,247.18	1,772.73	474.45	26.76

KEY FINANCIAL RATIOS

Sr. No	Particulars of Ratio	31.03.2023	31.03.2022
1.	Debtors Turnover Ratio	20.88 Times	23.49 Times
2.	Inventory Turnover Ratio	13.94 Times	10.69 Times
3.	Interest Coverage Ratio	3.68 Times	4.16 Times
4.	Current Ratio	1.29 Times	1.57 Times
5.	Debt Equity Ratio	1.49 Times	1.20 Times
6.	Operating Profit Margin (%)	3.15%	3.83%
7.	Net Profit Margin (%)	1.61%	2.16%

DETAILS PERTAINING TO NET-WORTH OF THE COMPANY

(Rs. In lacs)

Particulars	31.03.2023	31.03.2022
Net-worth	9,813.45	7,673.71

DETAILS OF SIGNIFICANT CHANGES (I.E., CHANGE OF 25% OR MORE AS COMPARED TO THE IMMEDIATELY PREVIOUS FINANCIAL YEAR) IN KEY FINANCIAL RATIOS, ALONG WITH DETAILED EXPLANATIONS THEREFOR, INCLUDING:

Inventory Turnover Ratio is increased by 30.39% as company was able to achieve high turnover by maintaining inventory at low level. This implies efficient use of inventory in growing business.

Net Profit Ratio is decreased by 25.24% as compared to previous year this is because in previous year company has earned major profit from non-recurring income in form of capital gain on sale of Investments. Net profit from operational activities increased during the year.

CAUTIONARY STATEMENT

Statements in the Management Discussion & Analysis Report describing the Company's expectations, opinion, and predictions may please be considered as forward-looking statements only. Actual results could differ from those expressed or implied. Company's operations should be viewed in light of changes in market conditions.

ANNEXURE C
CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members,
SKY GOLD LIMITED

We have examined the relevant disclosures provided by the Directors (as enlisted in Table A) **SKY GOLD LIMITED** having **CIN L36911MH2008PLC181989** and having a registered office at **Gala no 101,102,103, 1st Floor, Raja Indl Estate Sarvoday Nagar, Jain Mandir Road, Mulund (West) 400080, Mumbai, Maharashtra, India** (hereinafter referred to as 'the Company') for the purpose of issuing this Certificate, in accordance with regulation 34 (3) read with Schedule V Para C clause 10 (i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and based on the disclosures of the Directors, we hereby certify that none of the Directors on the Board of the Company (as enlisted in Table A) have been debarred or disqualified from being appointed or continuing as Directors of the companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority for the period ended as on March 31, 2023.

TABLE A

Sr. No.	Name of Directors	DIN	Designation
1	Mangesh Chauhan	02138048	Managing Director & CFO
2	Darshan Chauhan	02138075	Whole-time Director
3	Mahendra Chauhan	02138084	Whole-time Director
4	Dilip Gosar	07514842	Independent Director
5	Loukik Tipnis	08188583	Independent Director
6	Kejal Shah	08608399	Independent Director

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

For Shivang G Goyal & Associates

Shivang Goyal
Proprietor
FCS - 11801 / C.P. No.- 24679
ICSI Unique Code: S2021MH811600
Peer Review: 2074/2022
UDIN: F011801E000278848

Date: 09/05/2023
Place: Mumbai

ANNEXURE D

Annual Report on Corporate Social Responsibility (CSR) Activities
[Pursuant to the Companies (Corporate Social Responsibility) Rules, 2014]

1. **BRIEF OUTLINE ON CSR POLICY OF THE COMPANY**

   The CSR activities carried out by the Company are in accordance with the CSR Policy, as formulated by the Company and approved by the Board & the policy outlines the Company's strategy to bring a positive impact on society through programs relating to healthcare, poverty, the environment, and lowering its resource footprint.

2. **COMPOSITION OF CSR COMMITTEE**

   According to section 135(9) of the Companies Act, 2013. "Where the amount to be spent by a Company under sub-section (5) does not exceed fifty lakh rupees, the requirement under sub-section(1) for constitution of the Corporate Social Responsibility Committee shall not be applicable and the functions of such Committee provided under this section shall, in such cases, be discharged by the Board of Directors of such Company."

   According to this section the Company's CSR expenditure does not exceed Rs. Fifty lakhs and therefore the company with the consent of its Board of Directors dissolved the CSR Committee in the board meeting held on 28-02-2022.

3. Provide the web link where the Composition of the CSR committee, CSR Policy, and CSR projects approved by the board are disclosed on the website of the Company: https://skygold.co.in/wp-content/uploads/2023/06/06.-Corporate-Social-Policy.pdf

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

5. (a) Average net profits of the Company for the last three financial years: **Rs. 7,62,23,065/-**

   (b) Two percent of the average net profit of the company as per section 135(5): **Rs. 15,24,461/-**

   (c) Surplus arising out of the CSR projects or programs or activities of the previous financial years: **Not Applicable**

   (d) Amount required to be set off for the financial year, if any: **Rs. 657/-**

   (e) Total CSR obligation for the financial year: **Rs. 15,23,804/-**

6. (i) Amount spent on CSR Projects (including actual spent (**Rs. 15,50,000/-**) and amount transferred to unspent account for ongoing projects (both Ongoing Project and other than Ongoing Project): **Rs. 15,50,000/-**

   (ii) Amount spent in Administrative Overheads: **Nil**

   (iii) Amount spent on Impact Assessment, if applicable: **Nil**

   (iv) Total amount spent for the Financial Year (i+ii+iii): **Rs. 15,50,000/-**

7. (a) CSR amount spent or unspent for the financial year 2022-23:

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		The amount transferred to any fund specified under Schedule VII as per the second proviso to section 135(5).		
	Amount.	Date of Transfer	Name of the Fund	Amount.	Date of transfer.
15,50,000	NA	NA	NA	NA	NA

8. (b) Excess amount for set off, if any:

Sl. No.	Particular	Amount (in Rs.)
(i)	Two percent of the average net profit of the company as per section 135(5)	15,24,461
(ii)	Total amount spent for the Financial Year	15,50,000
(iii)	Excess amount spent for the financial year [(ii)-(i)]	25,539
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	657
(v)	The amount available for set off in succeeding financial years [(iii)-(iv)]	24,882

9. Details of Unspent CSR amount for the preceding three financial years: **Not Applicable**

10. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: **Not Applicable**

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

For and on behalf of the Board of
Sky Gold Limited

Mangesh Ramesh Chauhan
Managing Director & CFO
DIN:02138048

Date: 31/08/2023
Place: Mulund, Mumbai

Mahendra Champalal Chauhan
Whole-time Director
DIN: 02138084

Date: 31/08/2023
Place: Mulund, Mumbai

ANNEXURE E

CERTIFICATE ON CORPORATE GOVERNANCE

[As per Regulation 34(3) read with Schedule V(E) of The SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015]

To the Members,
Sky Gold Limited

We have examined compliance by **Sky Gold Limited** (the Company) with the requirements under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) relating to corporate governance requirements for the year ended on 31 March 2023.

In our opinion and to the best of our information and according to the explanations given to me and the representation by the Directors and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations.

The compliance of conditions of Corporate Governance is the responsibility of the management of the Company. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance under the Listing Regulations. The examination is neither an audit nor an expression of opinion on the financial statements of the Company or the Corporate Governance Report of the Company.

We state that no complaint relating to the investor's grievance received by the Company is pending unresolved as on 31 March 2023.

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

For Shivang G Goyal & Associates

Shivang Goyal
Proprietor
FCS - 11801 / C.P. No.- 24679
ICSI Unique Code: S2021MH811600
Peer Review: 2074/2022
UDIN: F011801E000667821

Date: 24/07/2023
Place: Mumbai

ANNEXURE F

DISCLOSURE UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF COMPANIES (APPOINTMENT & REMUNERATION) RULES, 2014

The percentage increase in remuneration of the Executive Directors, Chief Financial Officer and Company Secretary during the financial year 2022-23, the ratio of remuneration of each director to the median remuneration of the employees of the Company for the financial year, and the comparison of remuneration of each Key Managerial personnel (KMP) against the performance of the Company is as under:

Sr. No	Name	Designation	Remuneration for FY 2022-23	Percentage increase /decrease in the remuneration for the FY 2022-23	Ratio of remuneration of the Director to the median remuneration of employee
1.	Mangesh Chauhan	CFO & Managing Director	27,00,000	32.92	19:1
2.	Mahendra Chauhan	Wholetime Director	27,00,000	32.92	19:1
3.	Darshan Chauhan	Wholetime Director	27,00,000	32.92	19:1
4.	Pooja Shah	Company Secretary and Compliance Officer	2,40,000	-	1.66:1

a. The median remuneration of employees during the financial year was Rs. 1,44,070/-

b. There are 243 permanent employees on the rolls of the Company as on March 31, 2023.

c. In the financial year there was (23.16%) decrease in the median remuneration.

d. It is hereby affirmed that the remuneration paid during the year ended March 31, 2023, was as per the Nomination & Remuneration policy of the Company.

e. List of top 10 Employees in terms of remuneration drawn.

Name of the Employee	Designation	Remuneration	Bonus	Nature of Employment	Date of commencement of employment	Age of employee	Last employ ment held by such employee	Qualification	If the employee is a relative of Director or Manager
Mangesh Chauhan	Managing Director	27,00,000	2,24,910	Permanent	07/05/2008	44	NA	Undergraduate	Yes
Mahendra Chauhan	Whole- Time Director	27,00,000	2,24,910	Permanent	07/05/2008	45	NA	Undergraduate	Yes
Darshan Chauhan	Whole- Time Director	27,00,000	2,24,910	Permanent	07/05/2008	39	NA	B.Com	Yes
Dilip Huduk	Design Head	10,83,942	63,829	Permanent	01/12/2017	53	Shanti Gold Manufacturing Company	Undergraduate	No
Jayesh Sanghavi	S.R. Accountant	6,93,528	39,984	Permanent	07/05/2008	54	NA	B.Com	No
Dina Ram	HR Head	7,60,587	40,629	Permanent	07/05/2008	33	NA	Undergraduate	No
Vimal Yadav	Wax Cleaner	4,38,108	21,794	Permanent	01/04/2010	38	NA	Undergraduate	No
Rajesh Kumar yadav	Wax Cleaner	4,84,221	23,780	Permanent	06/05/2010	40	NA	Undergraduate	No
Akash Rawal	Production Head	4,96,503	27,316	Permanent	01/07/2014	30	NA	Bachelor of Arts	No
Amit Manesh Mandavkar	Sales Person	4,60,330	25,247	Permanent	01/08/2012	35	NA	Undergraduate	No
Abhishek Karmakar	Cad	5,35,188	29,870	Permanent	01/10/2022	40	NA	Undergraduate	No

ANNEXURE G
Form AOC-1

(Pursuant to first proviso to sub-section (3) of Section 129 read with rule 5 of Companies (Accounts) Rules, 2014) The statement containing salient features of the financial statement of subsidiaries/ associate companies/ joint venture.

Part "A": Subsidiaries

Sr. No	Particulars	Details
1	Name of the Company	Sky Gold Global Inc
2	Date When the subsidiary was incorporated	23rd September 2022
3	Reporting period for the subsidiary concerned	Year ending 31/03/2023
4	Reporting currency	US$
5	Exchange rate	82.17
6	Share capital	0 (Since the capital has not been infused yet. Proposed capital Introduction US$ 5,000.)
7	Reserves & surplus	0
8	Total Asset	0
9	Total Liability	0
10	Investments	0
11	Turnover	0
12	PBT	0
13	Provision for taxation	0
14	PAT	0
15	Proposed Dividend	0
16	% of shareholding	100%

Notes:

1. % of shareholding includes direct and indirect holding through subsidiary.
2. The amounts given in the table above are from the annual accounts made for the financial year ended 31st March, 2023 for the subsidiary company.
3. Indian rupee equivalents of the figures given in foreign currencies in the accounts of the subsidiary companies, have been given based on the exchange rates as on 31st March 2023 as applicable.
4. Names of subsidiaries which are yet to commence operations: NA
5. Names of subsidiaries which have been liquidated or sold during the year: NA

Part "B": Associates and Joint Ventures- Not Applicable

For and on behalf of the Board of Sky Gold Limited

Mangesh Ramesh Chauhan
Managing Director & CFO
DIN: 02138048

Date: 31/08/2023
Place: Mulund, Mumbai

Mahendra Champalal Chauhan
Whole-time Director
DIN: 02138084

Date: 31/08/2023
Place: Mulund, Mumbai

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023

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

To
The Members
Sky Gold Limited
Gala no 101,102,103, 1st Floor, Raja Indl Estate
Sarvoday Nagar, Jain Mandir Road, Mulund (West) 400080,
Mumbai, Maharashtra, India

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s Sky Gold Limited (CIN: L36911MH2008PLC181989)** (hereinafter called the "Company"). Secretarial Audit was conducted in accordance with the guidance note issued by the Institute of Company Secretaries of India ("ICSI") and in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon in the Conduct of the Business of the Company during the year under review.

Our responsibility is to express an opinion on the secretarial records, standards, and procedures followed by the Company with respect to secretarial compliances.

We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.

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 the secretarial audit, the explanations and clarifications given to us and the representations made by the Management, we hereby report that in our opinion, the Company has, during the audit period covering 1st April 2022 to 31st March 2023 ("The Reporting Period") complied with the statutory provisions listed hereunder, as amended from time to time 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 audit period 1st April 2022 to 31st March 2023 according to the applicable provisions of:

i. The Companies Act 2013 and the Rules made thereunder;

ii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

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

iv. Foreign Exchange Management Act, 1999 and the applicable rules and regulations made thereunder;

v. The following Regulations and Guidelines are prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act');

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

   b. The SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015.

   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 **(Not Applicable)**.

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

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

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

   i. The Securities and Exchange Board of India (Buy-back of Securities) Regulations 2018 **(Not Applicable)**

vi. There are no sector-specific laws applicable to the Company.

vii. The Company has complied with The Listing Agreements entered into by the Company with the Bombay Stock Exchange Limited (BSE) and The National Stock Exchange of India Limited (NSE)

viii. The Company has complied with the applicable clauses of Secretarial Standards on Meetings of the Board of Directors (SS-1) and on General Meetings (SS-2) issued by the ICSI.

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

We further report that the Board of Directors of the Company is duly constituted with the proper balance of Executive Directors and Non-Executive Directors. There are no changes in the composition of the Board of Directors during the period under review and the said composition was in compliance with the provisions of the Act.

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

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

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

We further Report that During the period under review the following material changes occurred in the company:

- The Company has increased the Authorised Share Capital from Rs. 6,00,00,000/- (Six Crores Only) to Rs. 11,00,00,000/- (Eleven Crores Only) via a Special Resolution passed through the postal ballot dated 25-08-2022.
- The Company issued Bonus Shares via a Special Resolution passed through the postal ballot dated 25-08-2022 in the ratio of 1:1 by issuing 53,71,940 equity shares of Rs. 10/- each as bonus shares and the current paid-up share capital of the Company post bonus issue is Rs. 10,74,38,800 compromising of 1,07,43,880 equity shares of Rs. 10/- each.
- The securities of the Company got listed on the Main Board of the Bombay Stock Exchange Limited (BSE) and The National Stock Exchange of India Limited (NSE) on 06th January 2023.
- The Company has declared First Interim Dividend for the Financial Year 2022-23 in the Board Meeting held on 10th February 2023 of Re. 1/- per share having a face value of Rs. 10/- each.
- The Company has launched its own brand in the USA retail market in collaboration with M/s. Varanium Inc.,

For Shivang G Goyal & Associates

Shivang Goyal
Proprietor
FCS - 11801 / C.P. No.- 24679
ICSI Unique Code: S2021MH811600
Peer Review: 2074/2022
UDIN: F011801E000687344

Date: 27/07/2023
Place: Mumbai

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

"ANNEXURE A"

To,
The Members,
Sky Gold Limited
Gala no 101,102,103, 1st Floor, Raja Indl Estate
Sarvoday Nagar, Jain Mandir Road, Mulund (West) 400080,
Mumbai, Maharashtra, India

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

1. Maintenance of Secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on a test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the Compliance of laws, rules, regulations, events, etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, and standards is the responsibility of management. Our examination was limited to the verification of procedure on a 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 Shivang G Goyal & Associates

Shivang Goyal
Proprietor
FCS - 11801 / C.P. No.- 24679
ICSI Unique Code: S2021MH811600
Peer Review: 2074/2022
UDIN: F011801E000687344

Date: 27/07/2023
Place: Mumbai

CORPORATE GOVERNANCE REPORT

CORPORATE GOVERNANCE REPORT

The report on Corporate Governance is pursuant to Regulation 34 (3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the SEBI LODR). The Company has complied with the applicable requirements of the SEBI LODR and amendments thereto.

This report on Corporate Governance is divided into the following parts:

1. Philosophy on Code of Corporate Governance
2. Board of Directors
3. Audit Committee
4. Nomination & Remuneration Committee ("NRC")
5. Stakeholders' Relationship Committee
6. Risk Management Committee
7. Other Committees
8. General Body Meetings
9. Means of Communication
10. General Shareholder Information
11. Other Disclosures

1. PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

Your Company believes that Corporate Governance involves a set of rules and controls that promote transparency, integrity and accountability within which all stakeholders of the Company viz., its shareholders, directors and management, society and environment at large have aligned objectives. It provides the framework for all its stakeholders' interests and ensures that the Company's businesses are being conducted in an accountable and fair manner.

While the philosophy of your Company on governance has been set out since the early days, the framework is broad-based to allow the Company to cater to various needs of society in the current times. The Company believes that Corporate Governance is also about what the Board does and how it sets the values of the Company and drives the Company's business with these principles. The Board strongly agrees that good governance is not merely an objective, but only the means to achieve the objective of operating as a global citizen. It is distinguished from the day-to-day operational engagement of the Company by full-time executives.

The responsibilities of your Board thus include implementing the principles of Corporate Governance in the Company, setting the Company's strategic aims, guiding the management with their leadership, and reporting to shareholders on their stewardship. Together, the Management, the Board and the Committees thereof ensure that Sky Gold continues to remain a company of uncompromised integrity, and excellence and is driven towards responsible growth. Your Board has adopted a vision to make your Company a 'best in class organization' surpassing stakeholder expectations.

At Sky Gold Limited, we believe effective leadership, robust corporate governance practices and a rich legacy of values form the hallmark of our best corporate governance practices. These values are reflected in our culture, business practices, disclosure policies and relationship with our stakeholders. These ethics and values are practised by Sky Gold Limited which is at par with best international standards and good corporate conduct. Sky Gold Limited confirms compliance to the prescribed corporate governance requirements under law. In addition, it also believes that corporate governance is more than just a legal requirement. It strives to adopt and embrace the best practices and governance standards being followed across the world and continuously reviews them to benchmark with the highest industry practices. Your Company is cognizant of the fact that effective corporate governance is about creating long-term sustainable value for its stakeholders.While it strives to achieve the highest standards of governance, it continues to refine its ongoing practices to ensure fulfilment of this goal.

2. BOARD OF DIRECTORS

- **Composition and category of the Directors**

The present composition of the Board is in compliance with the requirements of Regulation 17 (1) of the Listing Regulations. The Board of Directors (the Board) of the Company comprises of an optimum mix of Executive and Non-Executive Directors, with fifty percent of the board as Independent Directors. The Board, as on March 31, 2023, comprises of six Directors, which includes three Independent Directors and three Executive Directors.

In terms of the provisions of the Act, and the Listing Regulations, the Directors of the Company submit necessary disclosures regarding the positions held by them on the Board and/or the Committees of other companies with changes therein, if any, on a periodical basis. On the basis of such disclosures, it is confirmed that as on March 31, 2023, none of the Directors on the Board holds Directorship position in more than 20 (twenty) companies [including 10 (ten) public limited companies and 7 (seven) listed companies]; holds Executive Director position and serves as an Independent Director in more than 3 (three) listed companies; and is a member of more than 10 (ten) Committees (Audit Committee and the Stakeholders Relationship Committee) and/or Chairperson of more than 5 (five) Committees (Audit Committee and the Stakeholders Relationship Committee) across all the Indian Public Limited Companies in which he/she is a Director pursuant to Regulation 26 of the Listing Regulations. The profile of the Directors can be accessed on the Company's website at www.skygold.co.in

The composition of the Board of Directors along with their shareholding in the Company as at 31st March 2023 was as follows:

Sr. No.	Name of Director	No. of shares held in the Company	Category
1	Mangesh Chauhan	23,24,000	Managing Director & CFO -Executive Director
2	Mahendra Chauhan	23,08,000	Whole time Director-Executive Director
3	Darshan Chauhan	23,08,000	Whole time Director-Executive Director
4	Dilip Gosar	0	Independent Director- Non-Executive
5	Loukik Tipnis	0	Independent Director- Non-Executive
6	Kejal Shah	0	Independent Director- Non-Executive

The Company has not had any pecuniary relationship and transaction with any of the Non-Executive Directors, other than payment of sitting fees and commission, as applicable. Mr. Managesh Chauhan, Managing Director & CFO, Mr. Darshan Chauhan & Mr. Mahendra Chauhan, Whole-time Directors of the Company are brothers. None of the other Directors are related to any Board Member.

The Board of Directors met six times during the financial year 2022-23. The Board meetings were held on 27th May 2022, 20th July 2022, 5th September 2022, 26th September 2022, 14th November 2022, and 10th February 2023 and the gap between two meetings did not exceed one hundred and twenty days.

The information as required in terms of SEBI LODR is being regularly placed before the Board. The Board also reviews the declaration made by the Managing Director of the Company, based on the confirmations provided internally by the respective businesses and functions, regarding compliance with all laws applicable to the Company on a quarterly basis.

The Company provides the facility to its Directors to attend the meetings through Video Conferencing (VC) or Other Audio-Visual Means (OAVM). All statutory and other matters of significant importance including information as mentioned in Part A of Schedule II to the Listing Regulations are tabled before the Board, to enable it to take appropriate decisions in both strategic and regulatory matters. The Board reviews compliances of all laws, rules, regulations on a quarterly basis. At the Board Meeting, members have full freedom to express their opinion and decisions are taken after detailed deliberations

Name of Director	No. of Board Meetings attended during the year 2022-23	Whether attended last Annual General Meeting	No. of Directorships in domestic public companies (including this Company)		No. of Committee positions in domestic public companies (including this Company)	
			As Chairman	As Director	As Chairman	As Member
Mangesh Chauhan	6	Yes	1	1	-	1
Mahendra Chauhan	6	Yes	-	1	-	1
Darshan Chauhan	6	Yes	-	1	-	1
Dilip Gosar	6	Yes	-	2	5	1
Loukik Tipnis	6	Yes	-	2	1	3
Kejal Shah	6	Yes	-	2	-	1

The names of other listed entities where the person is a director and category of directorship as on 31st March 2023 are as follows:

Sr. No.	Name of Director	Name of listed entities where the person is a director	Category of Directorship
1	Dilip Gosar	Mitsu Chem Plast Ltd	Non-Executive - Independent Director
2	Loukik Tipnis	Bajaj Healthcare Ltd	Non-Executive - Independent Director
3	Kejal Shah	Bajaj Healthcare Ltd	Non-Executive - Independent Director

The Board confirms that the Independent Directors fulfil the conditions specified in Section 149 of the Act and Regulation 16(1)(b) of the SEBI LODR and are independent of the Board and Management as of 31st March 2023.

- **Familiarisation Programme**

The Company has familiarization program for its Directors (including Independent Directors), which includes sessions on various business and functional matters and strategy sessions. The Company ensures that training programs are conducted for newly appointed Directors. The details of the familiarization programme of the Directors can be accessed at www.skygold.co.in

- **Matrix of skills/competence/expertise of the Board of Directors**

  The Board of Directors of the Company comprises of people with diverse knowledge, skills and expertise, and experience such as Finance Expertise, Business strategy, Sales and Marketing, Governance and Risk Management, People Management and Leadership, Manufacturing expertise, Design and Aesthetics, and Technological Expertise. The Managing Director and Executive Director are in charge of the overall affairs of the Company. The Independent Directors brings with them their respective domain expertise.

  Wherever needed, the proposals are placed before the respective committee for its consideration and if recommended by it, then placed before the Board. All business transacted at the Board/Committee are with the presence of only non-interested directors. All committee (except Management Committee) are chaired by the Independent Directors and the views of all members are taken into consideration before decisions are taken.

  The table below highlights the Core Areas of Expertise/Skills/Competencies of the Board members:

Sr. No.	Core Areas of Expertise/ Skills/ Competencies	Mangesh Chauhan	Darshan Chauhan	Mahendra Chauhan	Dilip Gosar	Loukik Tipnis	Kejal Shah
1	Corporate Strategy and Planning	√	√	√	√	√	√
2	Leadership	√	√	√	√	√	√
3	Entrepreneurship	√	√	√	√	√	√
4	Brand Building	√	√	√	√	√	√
5	Financial & Accounting	√	√	√	√	√	√
6	Human Capital Management	√	√	√	√	√	√
7	Legal	√	√	√	√	√	√
8	Consumer Understanding	√	√	√	√	√	√
9	Digital Skills	√	√	√	√	√	√
10	Overall Management Skills	√	√	√	√	√	√

- **Meeting of the Independent Directors**

  During the year under review, 1 (one) meeting of the Independent Directors of the Company as per the requirements of Schedule IV of the Companies Act, 2013 and Regulation 25 (3) of the SEBI (LODR), Regulations, 2015 was held on February 10, 2023. The Independent Directors inter alia, reviewed the performance of Non-Independent Directors, Board as a whole and Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors. During the year, no Independent Director has resigned before the expiry of his/her tenure.

3. AUDIT COMMITTEE

The constitution of Audit Committee is in conformity with the requirements of Section 177 of the Act and also as per the requirements of Regulation 18 of the SEBI LODR.

Powers of the Audit Committee:

The Audit Committee shall have powers, which include the following:

a) To investigate any activity within its terms of reference;

b) to seek information from any employee;

c) to obtain outside legal or other professional advice;

d) to secure attendance of outsiders with relevant expertise, if it considers necessary; and

e) to have full access to information contained in the books of accounts and the Company's facilities and personnel.

Terms of reference of the Audit Committee:

The terms of reference of the Audit Committee is in line with the regulatory requirements mandated by the Act and Part C of Schedule II of the SEBI LODR which inter alia includes overseeing the Company's financial reporting process and disclosure of its financial information to ensure correctness, sufficiency and credibility, reviewing the accounting policies, practices and standards, and the changes if any, and the reasons for such changes, reviewing with the Management the quarterly financial statements and Auditor's Report thereon before submission to the Board, review the effect of regulatory and accounting initiatives as well as off-balance-sheet structures on the financial statements, scrutinise inter-corporate loans and investments made by the Company, reviewing the utilisation of loans, advances and investment by the holding company in the subsidiaries, review and monitor the auditor's independence and performance, and effectiveness of audit process, oversight of compliance with PIT Regulations at least once in a financial year and shall verify that the systems for internal control are adequate and are operating effectively, as per the Code and PIT Regulations for Prohibition of Insider Trading, review Management Discussion and Analysis of financial condition and results of operations in the Annual Report, review with the Management the performance of statutory and internal auditors, review of the risk and control environment and framework operating in the unlisted subsidiaries, provide approval of payment to statutory auditors for any other services rendered by the statutory auditors, review and suitably reply to the report(s) forwarded by the auditors on the matters involving fraud, review the valuation of undertakings or assets of the Company. Further, the Independent Directors of the Committee to approve/ review the Related Party Transactions (RPT) including examination of nature, basis and terms of the contracts/ transactions to be entered into by the Company.

Mr. Dilip Gosar, Chairman of the Audit Committee was present at the last Annual General Meeting of the Company held on 30th September 2022.

As at the year-end, the Audit Committee of the Board comprised of three members, two of them being Independent Directors. All members are financially literate and have relevant finance and/or audit exposure. Mr. Dilip Gosar has accounting and financial management expertise.

The Audit Committee met four times during the financial year 2022-23. The Audit Committee meetings were held on 27th May 2022, 5th September 2022, 14th November, 2022 and 10th February 2023.

The quorum as required under Regulation 18(2) of the SEBI LODR was maintained at all the meetings.

The composition and attendance of Audit Committee meetings are given below:

Sr. No	Name of the Members	Category	No. of Audit Committee Meetings held	No. of Audit Committee Meetings attended
1	Mr. Dilip Gosar Non-Executive Independent Director	Chairman	4	4
2	Mr. Loukik Tipnis Non-Executive Independent Director	Member	4	4
3	Mr. Mangesh Chauhan Managing Director & CFO	Member	4	4

There has been no instance, where the Board has not accepted any recommendation of the Audit Committee.

4. NOMINATION & REMUNERATION COMMITTEE

The Nomination and Remuneration Committee of Directors as constituted by the Board of Directors of the Company in accordance with the requirements of Section 178 of the Act. The Committee ("NRC") comprises of Three Members all of whom are Independent Directors.

The Board has in accordance with the provisions of sub-section (3) of Section 178 of the Companies Act, 2013, formulated the policy setting out the criteria for determining qualifications, positive attributes, independence of a Director and policy relating to remuneration for Directors, Key Managerial Personnel and other employees.

Terms of reference of Nomination & Remuneration Committee

The constitution of the Board Nomination and Remuneration Committee (NRC) is in conformity with the requirements of Section 178 of the Act and also as per the requirements of Regulation 19 of the SEBI LODR. The broad terms of reference of the NRC inter-alia includes recommending to the Board of Directors the selection and appointment or re-appointment of Independent Directors in the Board and its Committees which shall include "Formulation of the criteria for determining qualifications, positive attributes and independence of a director". The Committee is also responsible for devising a policy on Board diversity and recommend to the Board appointment of Key Managerial Personnel (KMP) and executive team members of the Company as defined by the Committee. The Committee also supports the Board and Independent Directors in evaluating the performance of the Board, its Committees, and individual Directors which include "Formulation of criteria for evaluation of Independent Directors and the Board". It also decides whether to extend or continue the terms of appointment of the Independent Directors on the basis of the report of performance evaluation, which includes overseeing the performance review process of the KMPs and the executive team of the Company, recommending to the Board the remuneration policy for Directors, Executive team/KMPs as well as the rest of the employees, identifying and recommending to the Board, including their remuneration, the appointment and removal of persons for the positions/offices one level below the Chief Executive Officer/Managing Director/whole-time director/manager (including chief executive officer/manager, in case chief executive officer/manager is not a part of the Board), specifically including the functional heads identified by the Management, and the Company Secretary and the Chief Financial Officer.

The NRC also recommends the total remuneration payable to Non-Executive Directors and the criteria for payment amongst the Directors. The criteria for payment of Non-Executive Directors Commission for the financial year 2022-23 is based on attendance at the meetings of the Board and the Committees thereof, and Chairmanships held by the Directors on various Committees. The Remuneration Policy is annexed as Annexure-F.

The Committee met once during the financial year 2022-23. Meetings was held on 5th September 2022.

The following Directors are the members of the Committee and their attendance in the meetings held during the financial year 2022-23:

The Composition and Attendance of the Nomination & Remuneration Committee:

Sr. No	Name of the Members	Category	No. of NRC Meetings held	No. of NRC Meetings attended
1	Mr. Dilip Gosar Non-Executive Independent Director	Chairman	1	1
2	Mr. Loukik Tipnis Non-Executive Independent Director	Member	1	1
3	Ms. Kejal Shah Non-Executive Independent Director	Member	1	1

Performance evaluation criteria of the Board and Directors:

The criteria for the evaluation of directors are determined by the Nomination and Remuneration Committee in accordance with the provisions of Section 178 of the Act and Regulation 19 of the SEBI Listing Regulations on the basis of discussion amongst the Directors covering all aspects of the functioning of the Board and the Committees. The evaluation criteria provide for different parameters for the evaluation of the performance of the Board, its committees and Directors. The criteria for evaluation covers areas such as the functioning of the Board/Committees, discharge of key responsibilities, Board governance, attendance at the meetings, independence of judgment exercised by the Directors, etc.

Pursuant to the provisions of the Act and the SEBI Listing Regulations, the Board has carried out the annual evaluation of its own performance as well as the working of its Audit, Nomination & Remuneration, Stakeholders' Relationship, Risk Management, and Corporate Social Responsibility Committees. All the Directors carried out the performance evaluation. The Independent Directors evaluated the performance of non-independent directors, the Board as a whole and Chairman. The performance evaluation of independent directors was done by the entire Board members in which the independent directors who were being evaluated did not participate.

Remuneration of Directors

The Remuneration Policy of the Company strives to ensure that the level and composition of the remuneration is reasonable and sufficient to attract, retain and motivate the best talent commensurate with the size of the Company.

The remuneration of the Directors are in accordance with the provisions of the Act and the approval of the members of the Company.

There was no pecuniary relationship or transactions between the Company and any of its Directors apart from the remuneration as detailed below:

(Amount in Rs.)

Name of Director	Salary	Commission	Sitting Fees	Total
Mangesh Chauhan	27,00,000	-	-	27,00,000
Darshan Chauhan	27,00,000	-	-	27,00,000
Mahendra Chauhan	27,00,000	-	-	27,00,000
Loukik Tipnis	-	-	65,000	65,000
Dilip Gosar	-	-	60,000	60,000
Kejal Shah	-	-	40,000	40,000

Major criteria / gist defined in the policy framed for appointment of and payment of remuneration to the Directors of the Company, are as under:

1. Minimum Qualification
2. Positive Attributes
3. Independence
4. Experience

The salient features of the Remuneration Policy and changes therein are attached in this report and the Remuneration Policy is available on Company's website and can be accessed via the link provided herein below:

https://skygold.co.in/wp-content/uploads/2023/06/07.-NRC-Policy.pdf

5. **STAKEHOLDERS RELATIONSHIP COMMITTEE**

Section 178(5) of the Act prescribes that a Company that consists of more than one thousand shareholders, debenture holders, deposit-holders, and any other security holders at any time during a financial year shall constitute a Stakeholders Relationship Committee.

The Company has constituted Stakeholders Relationship Committee (SRC) and the terms of reference of the Committee are to review statutory compliance relating to all security holders, consider and resolve the grievances of security holders of the Company including complaints related to transfer of securities, non-receipt of annual report/declared dividends/ notices/balance sheet, oversee compliances in respect of dividend payments and transfer of unclaimed amounts to the Investor Education and Protection Fund, oversee and review all matters related to the transfer of securities of the Company, approve issue of duplicate certificates of the Company and transmission of securities, review movements in shareholding and ownership structures of the Company, ensure setting of proper controls and oversee performance of the Registrar and Transfer Agent, recommend measures for overall improvement of the quality of investor services, review of measures taken for effective exercise of voting rights by shareholders, review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar and Transfer Agent, review of various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/ annual reports/statutory notices by the Shareholders of the Company.

During the financial year 2022-23, Stakeholders Relationship Committee met once on February 10, 2023.

The Composition and Attendance of the Stakeholders Relationship Committee (SRC):

Sr. No	Name of the Members	Category	No. of SRC Meetings held	No. of SRC Meetings attended
1	Mr. Loukik Tipnis Non- Executive Independent Director	Chairman	1	1
2	Mr. Mahendra Chauhan Executive- Wholetime Director	Member	1	1
3	Mr. Darshan Chauhan Executive- Wholetime Director	Member	1	1

The Company has not received any Complaints and consequently, there are no Complaints resolved and no Complaints are pending.

Ms. Pooja Shah, the former Company Secretary and Compliance Officer of the Company acts as the Secretary of the Committee during the Financial Year 2022-23. Ms. Pooja Shah has resigned from her post w.e.f. 18th May, 2023, and consequently Ms. Nikita Jain was appointed as the Company Secretary and Compliance Officer of the Company w.e.f. 19th May, 2023.

6. **RISK MANAGEMENT COMMITTEE**

The Company was not required to form risk management committee for the financial year 2022-23, pursuant to Regulation 21 of SEBI (Listing obligations and disclosure requirements), Regulations 2015 and other applicable provisions thereunder.

7 **OTHER COMMITTEES**

a. **Management Committee**

The Management Committee constituted by the Board is responsible for management operations, approving investments in trade instruments, borrowing/lending monies, and extending guarantee/security, with a view to ensure smooth operation and timely action. The investments, loans, borrowings, guarantees/security transactions are sanctioned by the Committee within the ceiling limits and on the terms approved by the Board from time to time.

The Investment & Borrowing Committee is also entrusted with the powers relating to certain preliminary matters in connection with any acquisition/takeover opportunity that the Company may explore. The Management Committee is also entrusted with day-to-day affairs/ decision required for the managing the operations of the Company.

The Management Committee met four times during the financial year 2022-23. The meetings were held on 30th September 2022, 16th January 2023, 23rd February, 2023 and 29th March 2023

The Composition and Attendance of the Management Committee:

Sr. No	Name of the Members	Category	No. of Management Committee Meetings held	No. of Management Committee Attended
1	Mr. Mangesh Chauhan Executive- Managing Director & CFO	Chairman	4	4
2	Mr. Mahendra Chauhan Executive- Wholetime Director	Member	4	4
3	Mr. Darshan Chauhan Executive- Wholetime Director	Member	4	4

Vigil Mechanism Policy for the Directors and Employees

The Board of Directors of the Company has, pursuant to the provisions of Section 177(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014, framed "Vigil Mechanism Policy" for Directors and employees of the Company to provide a mechanism which ensures adequate safeguards to employees and Directors from any victimization on raising of concerns of any violations of legal or regulatory requirements, incorrect or misrepresentation of any, financial statements and reports, etc.

The employees of the Company have the right/option to report their concern/grievance to the Chairman of the Board of Directors.

The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations.

- **Risk Management Policy**

The Board of Directors of the Company has designed Risk Management Policy and Guidelines to avoid events, situations or circumstances which may lead to negative consequences on the Company's businesses, and define a structured approach to manage uncertainty and to make use of these in their decision-making pertaining to all business divisions and corporate functions. Key business risks and their mitigation are considered in the annual/strategic business plans and in periodic management reviews.

- **Annual Evaluation of Directors, Committee and Board**

Pursuant to the provisions of the Companies Act, 2013 the Board has carried out an annual performance evaluation of its own performance, and of the directors individually, as well as the evaluation of all the committees i.e., Audit, Nomination and Remuneration, Stakeholders Relationship.

The Board adopted a formal evaluation mechanism for evaluating its performance and as well as that of its committees and individual directors, including the Chairman of the Board the exercise was carried out by feedback survey from each director covering Board functioning such as the composition of Board and its Committees, experience and competencies, governance issues etc. Separate Exercise was carried out to evaluate the performance of individual directors including the Chairman of the Board who were evaluated on parameters such as attendance, contribution at the meeting etc.

In a separate meeting of Independent Directors, the performance of non-independent directors, the performance of the Board as a whole and performance of the Chairman was evaluated, taking into account the views of Executive director.

The same was discussed in the Board meeting at which the performance of the Board, its committees, and individual directors was also discussed. Performance evaluation of independent directors was done by the entire Board, excluding the independent director being evaluated.

SENIOR MANAGEMENT

Particulars of senior management including the changes therein since the close of the previous financial year.

Sr. No	Name of the person	Designation	Change
1	Mr. Jayesh Sanghavi	Accounts Head	NA
2	Ms. Nikita Jain	Company Secretary & Compliance Officer	Ms. Pooja Shah has resigned from her post w.e.f. 18th May, 2023, and consequently Ms. Nikita Jain was appointed as the Company Secretary and Compliance Officer of the Company w.e.f. 19th May, 2023.

8. **GENERAL BODY MEETINGS**

a. **Details of the Annual General Meetings:**

Details of the Annual General Meeting(s) (AGM) of the Company held during the preceding three years are tabulated below:

Financial Year	Date	Time	Location	Special Resolution
2019-20	30/09/2020	11:00 a.m.	Through VC/OVAC	1 To consider and approve the remuneration of Mr. Mangesh Chauhan, Managing Director of the company 2 To consider and approve the remuneration of Mr. Mahendra Chauhan, Whole-Time Director of the company 3 To consider and approve the remuneration of Mr. Darshan Chauhan, Whole-Time Director of the company
2020-21	30/09/2021	11:00 a.m.	Through VC/OVAC	No Special Resolution
2021-22	30/09/2022	11:00 a.m.	Through VC/OVAC	1 To increase the Borrowing Powers of the Company under section 180(1)(c) of the Companies Act, 2013. 2 To Create charge on the movable and immovable properties of the Company, both present and future under section 180(1)(a) of the Companies Act, 2013 3 To re-appoint Mr. Dilip Gosar (DIN: 07514842) as an Independent Director of the Company 4 To re-appoint Mr. Loukik Tipnis (DIN: 08188583) as an Independent Director of the Company 5 Re-appointment of Mr. Mangesh Chauhan as Managing Director of the Company 6 Re-appointmen t of Mr. Mahendra Chauhan as Wholetime Director of the Company 7 Re-appointment of Mr. Darshan Chauhan as Wholetime Director of the Company

b. **Extraordinary General Meeting:** No Extraordinary General Meeting of the Shareholders was held during the financial year 2022-23.

c. **Postal Ballot:**

i. **Details of resolutions passed by postal ballot:** During the financial year 2022-23, the Company had sought the approval of the Shareholders by way of Postal Ballot through remote e-Voting process, vide Notice dated 27th February 2023, on the following Resolution(s):

Sr. No.	Description of Resolution	Type of Resolution
1	Increase in Authorised Share Capital and consequential alteration to the Capital Clause of the Memorandum of Association	Special Resolution
2	Issue of Bonus Shares	Ordinary Resolution
3	Migration of listing/ trading of equity shares of the Company from BSE SME platform to Main Board of BSE	Special Resolution
4	Listing of securities of the Company on NSE platform	Special Resolution

ii. **The details of e-voting:**

Description of the Resolution	Votes in favour of the Resolution(s)		Votes against the Resolution(s)		Invalid
	No. of votes Cast	% of total valid votes cast	No. of votes Cast	% of total valid votes cast	
Increase in Authorised Share Capital	42,87,140	100	NIL	0	NIL
Issue of Bonus Shares	42,87,140	100	NIL	0	NIL
Migration from SME platform to Main Board of BSE	3,36,312	100	NIL	0	NIL
Listing of securities on NSE platform	42,87,140	100	NIL	0	NIL

The resolutions were passed with the requisite majority on 25th August 2022 (being the last date of Remote e-Voting), and the results of which were announced on 25th August 2022.

iii. **Person who conducted the aforesaid postal ballot exercise:**

The Board of Directors had appointed Mr. Shivang Goyal, (Membership No.: F11801 and COP: 24679), proprietor of M/s Shivang G Goyal & Associates, Practising Company Secretary, as the Scrutiniser to conduct the Postal Ballot only through the remote e-voting process and for scrutinising the votes cast therein, in a fair and transparent manner.

iv. **Procedure for Postal Ballot:**

In compliance with the provisions of Section 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 ('Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements)

Regulations, 2015 ("SEBI Listing Regulations"), General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021 and 2/2022 dated May 05, 2022, along with such other applicable circulars issued by MCA (hereinafter referred to as "MCA Circulars"), SEBI Circular dated May 13, 2022 and any other applicable laws and regulations, the Company provided only remote e-Voting facility to its Equity Shareholders to enable them to cast their votes electronically instead of submitting the Postal Ballot form.

The Company engaged the services of NSDL for facilitating remote e-Voting to enable the Members to cast their votes electronically.

The Company sent the Postal Ballot Notice in electronic form only to those Equity Shareholders whose names appeared in the Register of Members/List of Beneficial Owners as received from NSDL and CDSL and whose e-mail addresses were available with the Company/Depositories/the Depository Participants/the Company's Registrar and Share Transfer Agent as on the cut-off date.

Voting rights were reckoned on the paid-up value of the shares registered in the names of the Members as on the cut-off date. Members who desired to exercise their votes by electronic mode were requested to vote before close of business hours on the last date of e-Voting.

The Scrutiniser, after the completion of scrutiny, submitted his report and the consolidated results of the Postal Ballot through remote e-Voting were announced by the Company Secretary on or before Saturday on 27th August 2022. The results are displayed on the website of the Company, www.skygold.co.in besides being communicated to the stock exchanges, depository and registrar and share transfer agent. The resolutions are deemed to have been passed on 25th August 2022, the last date specified for receipt of votes through remote e-voting process.

v. **Details of special resolution proposed to be conducted through postal ballot:**

As of the date of the Report, no special resolutions are proposed to be conducted through Postal Ballot.

9. **Means of Communication**

Quarterly results	The quarterly results are published in the newspapers and displayed on the website of BSE, NSE and Company's website.
Newspapers wherein results normally published	The results are generally published in Free Press Journal and Nava Shakti.
Any website, where displayed	The results of the Company are displayed on the website of the Company www.skygold.co.in
Whether it also displays official news releases	Yes
The presentations made to institutional investors or to analysts	The Company generally makes presentations to investors/ analysts after the declaration of financial results and also participates in conference call with financial analysts.

10. **General Shareholder Information**

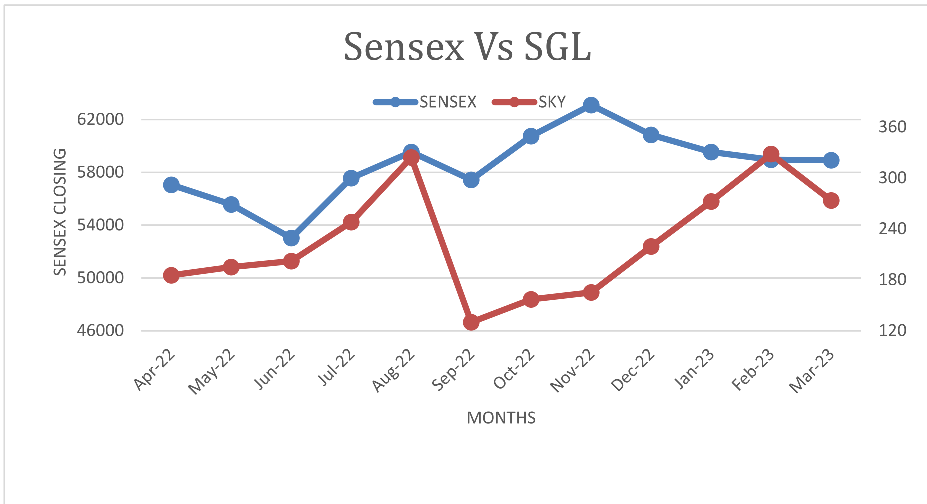
Day, Date, and Time of Annual General Meeting	Wednesday 27th September 2023 at 11.00 AM through Video Conferencing (VC)/Other Audio Video Means (OAVM)
Financial Year	1st April 2022 to 31st March 2023
Date of Book Closure	September 21, 2023, to September 27, 2023 (Both Days Inclusive)
Dividend Payment Date	Will be paid within 30 days from the date of the AGM.
ISIN Code	INE01IU01018
Listing on Stock Exchange and Stock code	BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001 – 541967 The National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Mumbai 400 051- SKYGOLD
Listing Fees	Listing fees as prescribed have been paid to the above stock exchanges up to 31st March 2023
Registrars & Share Transfer Agents	Link Intime India Pvt. Ltd, C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai, Maharashtra, 400083 Tel.: 022-49186200 Email: rnt.helpdesk@linkintime.co.in Website: www.linkintime.co.in

Share Transfer System	In terms of the Listing Regulations, securities of listed companies can only be transferred in dematerialised form with effect from April 1, 2019. In view of the same, the entire share capital of the Company is in dematerialised form. The shares can be transferred by shareholders through their Depository Participants
Dematerialization of shares and liquidity	100% of total equity capital is held in dematerialised form with NSDL and CDSL as on March 31, 2023.
Plant locations	Gala no 101,102,103, 1st Floor, Raja Indl Estate Sarvoday Nagar, Jain Mandir Road, Mulund (West) Mumbai Maharashtra 400080 India
Address for correspondence	Gala no 101,102,103, 1st Floor, Raja Indl Estate Sarvoday Nagar, Jain Mandir Road, Mulund (West) Mumbai Maharashtra 400080 India
Credit Rating	BBB-
Outstanding global depository receipts or American depository receipts or warrants or any convertible instruments, conversion date and likely impact on equity shares as on March 31, 2023	NIL

Market Price Data During the Year Ended 31st March, 2023 and Performance of Sky Gold Limited in comparison with Sensex and Nifty (Month-Wise)

Month	BSE		NSE		Index Close Price	
	High (Rs.)	Low (Rs.)	High (Rs.)	Low (Rs.)	Sensex	Nifty
April 2022	193.90	180.00	-	-	57,060.87	17,102.55
May 2022	195.00	180.00	-	-	55,566.41	16,584.55
June 2022	219.50	182.00	-	-	53,018.94	15,780.25
July 2022	258.95	182.00	-	-	57,570.25	17,158.25
August 2022	331.80	225.10	-	-	59,537.07	17,759.30
September 2022	164.00	130.00	-	-	57,426.92	17,094.35
October 2022	160.00	140.00	-	-	60,746.59	18,012.20
November 2022	166.00	135.65	-	-	63,099.65	18,758.35
December 2022	219.60	165.00	-	-	60,840.74	18,105.30
January 2023	322.45	215.00	324.00	221.55	59,549.90	17,648.95
February 2023	355.00	264.05	355.00	264.05	58,962.12	17,303.95
March 2023	339.00	207.80	340.15	206.40	58,911.52	17.,359.75

Performance of Sky Gold Limited Share Price in Comparison with Sensex (BSE)



Distribution Of Shareholding as at 31st March, 2023

Shareholding	No. of Shareholders	% of total	No. of Shares	% of total
1-500	1,432	80.1792	1,09,090	1.0154
501-1000	123	6.8869	95,181	0.8859
1001-2000	78	4.3673	1,18,882	1.1065
2001-3000	25	1.3998	62,998	0.5864
3001-4000	25	1.3998	89,101	0.8293
4001-5000	10	0.5599	45,848	0.4267
5001-10000	37	2.0717	2,83,180	2.6357
10001-Above	56	3.1355	99,39,600	92.5141
Total	**1,786**	**100.00**	**1,07,43,880**	**100.00**

Category-wise Shareholders as on March 31, 2023

Category	No. of shareholders	No. of shares held	% of shareholding
Clearing Members	16	18,828	0.1752
Other Bodies Corporate	14	20,913	0.1947
Hindu Undivided Family	55	3,90,691	3.6364
Non Resident Indians	10	1,866	0.0174
Non Resident (Non Repatriable)	6	3,867	0.0360
Public	1,676	23,62,446	21.9888
Promoters	6	79,01,656	73.5456
Body Corporate - Ltd Liability Partnership	2	43,390	0.4039
Foreign Portfolio Investors (Corporate) – I	1	223	0.0021
Total	**1,786**	**1,07,43,880**	**100.00%**

Commodity Price Risk or Foreign Exchange Risk and Hedging Activities

The Company does Commodity Risk Management by Hedging it on MCX as and when required.

11. Other Disclosures

Other disclosures as per provisions of Schedule V SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 of the Act read with Companies (Accounts) Rules, 2014 are furnished as under:

a. There were no materially significant related party transactions that would have potential conflict with the interests of the Company at large. Details of related party transactions are given in the financial statements of the Annual Report.

b. No penalty or strictures have been imposed on the Company by any Stock Exchange or Securities and Exchange Board of India or any Statutory Authority on any matter related to capital markets during the last three years.

c. A Whistle-Blower Policy is adopted by the Company, the whistle-blower mechanism is in vogue and no personnel has been denied access to the Audit Committee.

d. Pursuant to the SEBI circular no. CIR/CFD/ CMD1/27/2019 dated February 8, 2019, the Company has obtained an Annual Secretarial Compliance report from Mr. Shivang Goyal, Practicing Company Secretary, confirming compliance of SEBI Regulations/ Circulars/ Guidelines issued thereunder and applicable to the Company. There are no observations or adverse remarks in the said report. The report is available on the website of the Company at www.skygold.co.in

e. The Company has not raised any funds through preferential allotment or qualified institutional placement as specified under Regulation 32 (7A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

f. During the year under review, the recommendations made by the different Committees have been accepted and there were no instances where the Board of Directors had not accepted any recommendation of the Committees.

g. Details of information on appointment and reappointment of Directors forms part of the Notice convening the 15th Annual General Meeting.

h. The Company complies with all mandatory legislations. The Company has not adopted any non-mandatory requirements.

i. The Audit Committee reviews the financial statements of the unlisted subsidiary Company. The Policy on determining material subsidiaries is available at www.skygold.co.in

The Company does not have any material subsidiaries during the Financial Year 2022-23.

j. The Policy on related party transactions is available at www.skygold.co.in

k. Total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the Statutory Auditors for the financial year ended March 31, 2023 is

Audit Fees – Rs. 7,20,000/-

Reimbursement of Expenses – NIL

Total – Rs. 7,20,000/-

l. All the requirements of corporate governance report of sub-paragraphs (2) to (10) Para C of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been duly complied with.

m. During FY 2022-23, neither the Company nor any of its subsidiaries have provided 'Loans and advances in the nature of loans' to firms/ companies in which the directors are interested.

n. As per the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the Company has constituted an Internal Complaints Committee. During the year,

a) number of complaints filed during the financial year - Nil

b) number of complaints disposed of during the financial year - Nil

c) number of complaints pending as on end of the financial year – Nil

o. Disclosure of commodity price risks and commodity hedging activities – Nil

p. Disclosure with respect to demat suspense account/unclaimed suspense account: Not applicable

q. Certificate from a company secretary in practice that none of the directors on the Board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority – Annexure C

r. Declaration signed by the chief executive officer stating that the members of the board of directors and senior management personnel have affirmed compliance with the code of conduct of the board of directors and senior management. – Annexure F

s. **Details of mandatory requirements and adoption of the non-mandatory requirements:** All mandatory requirements of the SEBI LODR have been complied with by the Company.

t. The Company has complied with the Corporate Governance requirements specified in Regulations 17 to 27 and clauses (b) to (i) of Sub-Regulation (2) of Regulation 46 and Schedule V - Part C to F of the SEBI LODR.

u. **The corporate governance report shall also disclose the extent to which the discretionary requirements as specified in Part E of Schedule II have been adopted:** Not Applicable

v. **Disclosure of certain types of agreements binding listed entities (Information disclosed under clause 5A of paragraph A of Part A of Schedule III of these regulations):** Not Applicable

ANNEXURE 'F'

CERTIFICATION AS PER REGULATION 17 (8) OF THE SEBI LODR BY CHIEF FINANCIAL OFFICER (CFO)

To
The Board of Directors,
Sky Gold Limited
Gala no 101,102,103, 1st Floor, Raja Indl Estate
Sarvoday Nagar, Jain Mandir Road, Mulund
(West) Mumbai, 400080

CERTIFICATION TO THE BOARD PURSUANT TO REGULATION 17 (8) OF SEBI LODR

I, Mangesh Ramesh Chauhan Managing Director & CFO of the Company hereby certify that in respect of the Financial Year ended 31st March, 2023:

1. We have reviewed financial statements and the cash flow statement for the year and that to the best of their knowledge and belief:
    i. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
    ii. These statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of their knowledge and belief, no transactions entered into by the listed entity during the year which are fraudulent, illegal or violative of the listed entity's code of conduct.

    I accept responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of internal control systems of the listed entity pertaining to financial reporting and they have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
3. We have indicated to the auditors and the Audit committee:
    i. significant changes, if any in internal control over financial reporting during the year;
    ii. significant changes, if any in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
    iii. instances of significant fraud, if any wherein their have become aware and the involvement, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

    This certificate is being given to the Audit Committee of the Board and the Board of Directors of Sky Gold Limited, pursuant to Regulation 17(8) read with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

Yours Truly,

Sd/-
Mangesh Ramesh Chauhan
Managing Director & Chief Financial Officer
DIN:02138048

Place: Mumbai
Date: 26/07/2023

DECLARATION BY THE CEO UNDER REGULATION 17 (5) OF THE SEBI LODR REGARDING ADHERENCE TO THE CODE OF CONDUCT

In accordance with Regulation 17 (5) of the SEBI LODR, I hereby confirm that, all the Directors and the Senior Management personnel of the Company have affirmed compliance to their respective Codes of Conduct, as applicable to them for the financial year ended 31st March 2023.
Yours Truly,

Sd/-
Mangesh Ramesh Chauhan
Managing Director & Chief Financial Officer
DIN:02138048

Place: Mumbai
Date: 26/07/2023

FINANCIAL STATEMENTS

INDEPENDENT AUDITORS' REPORT

To the Members of **SKY GOLD LIMITED,**

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **SKY GOLD LIMITED** ("the Company"), which comprise the Standalone Balance Sheet as at March 31, 2023 and the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Cash Flow Statement and Standalone Statement of changes in Equity for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the Indian Accounting standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("IND AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2023, its profit (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

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

Key Audit matter	*How our audit addressed the key audit matter:*
Existence and valuation of inventory The Company has an inventory balance of ₹ 8,522.52 lakhs as at 31 March 2023, as disclosed in note 10 of the accompanying standalone financial statements. Refer note 2.4(F) for the corresponding accounting policy adopted by the management with respect to the inventory balance. The Company purchases gold from nominated agencies prescribed by Banks and other customers. - With respect to existence of inventory as at year end, there is an inherent risk of loss from theft or possible malafide intent, due to the high intrinsic value and portable nature of individual inventory items. In addition to the physical verification performed by the management with the help of an independent professional gemologist, the lenders of the Company also conduct stock counts with the help of their appointed independent gemologists. Considering the complexities involved, portable nature of inventory, high inherent risk and high level of estimation uncertainty involved in valuation of the inventory, the existence and valuation of inventory has been determined as key audit matter for the current year audit	*Our audit work in relation to the existence and valuation of inventory included, but was not limited to, performing the following procedures:* ➢ *Obtained an understanding of the management's process for physical verification, recognition and measurement of purchase cost of gold, diamonds and manufactured jewellery items.* ➢ *Evaluated the design and tested the operating effectiveness of controls implemented by the Company with respect to such process including controls around safeguarding the high value inventory items.* ➢ *Assessed the appropriateness of accounting policy and management valuation methodology adopted by the management.* ➢ *On a sample basis, tested invoices and other underlying records and subsequent sales invoices to validate the costs, valuation and characteristics basis which the inventory is categorized for inventory management and valuation.* ➢ *Obtained the management physical verification records and inventory reconciliation performed by the management as at the year end.* ➢ *Obtained the category-wise inventory reconciliation from the management and tested the same on sample basis.* ➢ *On a sample basis, tested samples of inventory sold before year-end and subsequent to year-end to corroborate management's assessment of net realizable value of closing inventory balance.* ➢ *Evaluated disclosures made in the accompanying financial statements for appropriateness and adequacy in accordance with the requirements of the Indian accounting standards.*

Information Other than the Financial Statements and Auditors' Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the consolidated financial statements, standalone 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 standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes of equity of the company in accordance with the accounting principles generally accepted in India, including the Indian accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the IND AS standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

➢ Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

➢ Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

➢ Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

➢ Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor report) Order, 2020 ("The Order") Issued by the Central Government of India in terms of Section 143(11) of the Act, we give the "Annexure – A" statement on the matter specified in paragraph 3 & 4 of the order, to the extent applicable.

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

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

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

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

   d. In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

   e. On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.

   f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

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

   a. The Company has disclosed the impact of pending litigations on its financial position in its Standalone Financial Statements – Refer Note 42 to the standalone financial statements;

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

   c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

   d. (i). The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall :

      - 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")
      - provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

      (ii). The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:

      - 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")
      - provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

      (iii). Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under d(i) and d(ii) above, contain any material misstatement.

   e. The interim dividend declared and paid by the Company during the year and until the date of this audit report, is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

   f. As proviso to rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable for the Company only with effect from 1 April 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is not applicable.

   (C). With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

   In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

UDIN: 23152425BGVMKZ4832
For **V J SHAH & CO**
Chartered Accountants
Firm Registration No.: 109823W
NIRAV M MALDE
(PARTNER)
Membership No. 152425

Place: Mumbai
Date: 18th May, 2023

Annexure "A" Auditors' Report

Annexure referred to in Paragraph 1 under the heading of "Report on Other Legal and Regulatory Requirements" of the Independent Auditor's Report on the Accounts of SKY GOLD LIMITED ('the company') for the year ended 31st March, 2023.

i. a. A. The company has maintained proper records showing full particulars, including quantitative details and situations of Property, Plant and Equipment.

B. The company has maintained proper records showing full particulars of Intangible Assets.

b. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

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

d. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not revalued its Property, Plant & Equipment (including Right of Use assets) and Intangible Assets or both during the year.

e. -According to the information and explanations given to us and on the basis of our examination of the records of the Company, no proceedings are initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

ii. In respect of Inventories:

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

b. According to the information and explanations given to us and on the basis of our examination of the records of the Company, during the year, the Company has been sanctioned working capital limits in excess of Rs.5 crores, in aggregate, from banks on the basis of security of current assets. The Company has filed quarterly returns or statements with such banks, which are in agreement with the books of account other than those as set out in Note No.50 to the Financial Statements.

iii. a. According to the information and explanations given to us and on the basis of examination of books and record by us,

(A) The Company has not granted any loans or provided advances in the nature of loans or stood guarantee or provided security to its subsidiaries, joint ventures and associates during the year. Accordingly, reporting under clause 3(iii)(a)(A) of the order is not applicable.

(B) The company has only granted unsecured loans or advances in the nature of loans to employees as specified below:

Loans to Employees	Amounts (Rs. In Lacs)
Aggregate amount granted during the year	33.19
Balance outstanding at the balance sheet date	15.61

b. According to the information and explanations given to us and on the basis of examination of books and record by us, the terms and conditions of the grant of loans and advances in the nature of loans, as referred to a (B) above, are not prima facie prejudicial to the interest of the company.

c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of secured or unsecured loans given, the repayment of principal and payment of interest has not been stipulated. We are therefore, unable to make specific comments on the regularity of repayment of principal and payment of interest.

d. According to the information and explanations given to us and on the basis of examination of books and record by us, there is no overdue amount for more than ninety days in respect of secured or unsecured loans given.

e. According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan granted which has fallen due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to same parties.

f. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.

iv. According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has not provided any guarantee or security as specified under Sections 185 and 186 of the Act. In respect of the investments made and loans given by the Company, in our opinion the provisions of Sections 185 and 186 of the Act have been complied with.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable to the Company.

vi. According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act for the products manufactured by it (and/or services provided by it). Accordingly, clause 3(vi) of the Order is not applicable.

vii. In respect of Statutory Dues:

(a). According to the information & explanation given to us, the company was generally regular in depositing undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other statutory dues, as applicable to it, with the appropriate authorities.

(b). According to records examined by us and the information and explanation given to us, there are no undisputed amounts due in respect of income tax, sales tax, GST, excise duty, Employees Provident Fund, Employees State Insurance Fund and other statutory dues at the end of the year.

However, the following dues have not been deposited by the Company on account of disputes:

Nature of the Statute	Nature of Dues	Forum where dispute is pending	Period to which the amount relates	Amount (Rs. in Lakhs)
MGST	Tran-1 credit	Joint Commissioner of State Tax Appellate Authority	FY 2017-18	21.30

viii. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961. Accordingly, the requirement to report on clause 3(viii) of the order is not applicable to the company.

ix. (a). According to the information and explanations given to us and on the basis of our examination of records of the Company, 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 and on the basis of our examination of the records of the Company, the Company has not been declared a willful defaulter by any bank or financial institution or government or government authority.

(c). In our opinion, and according to the information and explanations given to us, the term loans have been applied, on an overall basis for the purposes for which they were obtained.

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

(e). According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures. Accordingly, clause 3(ix)(e) of the order is not applicable.

(f). According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(f) of the Order is not applicable.

x. (a). The Company has not raised any money's by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.

(b). The Company has not raised any money by way of preferential allotment/private placement of shares. Accordingly, clause 3(x)(b) of the Order is not applicable.

xi. (a). Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.

(b). According to the information and explanations given to us, no report under section 143(12) of the Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c). According to the information and explanations given to us, there were no whistle-blower complaints received by the Company during the year and up to the date of this report.

xii. According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

xiii. In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

xiv. (a). Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

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

xv. According to information and explanation given to us and on the basis of books of accounts examined by us, the company has not entered into non-cash transactions with any of its directors or directors of its holding company, subsidiary company or persons connected with such directors. Accordingly, reporting under clause 3(xv) of the order is not applicable.

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

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 by the statutory auditors of the Company during the year. Accordingly, reporting under clause 3(xviii) of the order is not applicable.

xix. On the basis of the financial ratios (as disclosed in financials), ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

We, however state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give guarantee nor any assurance that all liabilities falling due within the 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 (including excess spending of earlier years) 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.

UDIN: 23152425BGVMKZ4832
For V J SHAH & CO
Chartered Accountants
Firm Registration No.: 109823W
NIRAV M. MALDE
(PARTNER)
Membership No. 152425

Place: Mumbai
Date : 18th May, 2023

Annexure "B" Auditors' Report

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

Opinion

We have audited the internal financial controls over financial reporting of Sky Gold Limited ("the Company") as of March 31, 2023 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

Meaning of Internal Financial Controls Over Financial Reporting

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

a) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

b) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

c) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

UDIN: 23152425BGVMKZ4832
For V J SHAH & CO
Chartered Accountants
Firm Registration No.: 109823W
NIRAV M. MALDE
(PARTNER)
Membership No. 152425

Place: Mumbai
Date : 18th May, 2023

STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2023

(Amount ₹ in Lakhs)

Particulars	Note No.	31.03.2023 ₹	31.03.2022 ₹	01.04.2021 ₹
NON-CURRENT ASSETS				
(a) Property, Plant and Equipment	3.1	615.49	491.06	505.40
(b) Right-of-use asset	4	48.39	81.89	-
(c) Capital Work in Progress	3.2	7.36	-	-
(d) Investment Properties	5	245.05	244.90	3.10
(e) Goodwill		-	-	-
(f) Other Intangible Assets	6	6.38	1.78	-
(g) Intangible Assets under development		-	-	-
(h) Biological Assets other than bearer plants		-	-	-
(i) Financial Assets				
(i) Investments	7	6,825.78	4,501.59	3,425.52
(ii) Trade Receivables		-	-	-
(iii) Loans		-	-	-
(iv) Others financial assets	8	79.47	7.34	0.47
(j) Deferred tax assets (Net)		-	-	-
(k) Other non current assets	9	26.69	0.26	0.31
SUB-TOTAL		**7,854.61**	**5,328.81**	**3,934.80**
CURRENT ASSETS				
(a) Inventories	10	8,522.52	7,437.50	6,831.05
(b) Financial Assets				
(i) Investments		-	-	-
(ii) Trade Receivables	11	6,703.41	4,349.23	2,339.39
(iii) Cash & Cash Equivalents	12	1,838.15	138.33	41.00
(iv) Bank balances other than (iii) above		-	-	-
(v) Loans	13	15.61	17.43	14.30
(vi) Other financial assets	14	32.09	15.31	8.40
(c) Current Tax Assets (Net)	15	-	-	13.45
(d) Other Current Assets	16	252.51	228.76	321.26
SUB-TOTAL		**17,364.29**	**12,186.56**	**9,568.85**
TOTAL ASSETS		**25,218.90**	**17,515.38**	**13,503.65**
EQUITY & LIABILITIES				
EQUITY				
(a) Equity Share capital	17	1,074.39	537.19	537.19
(b) Other Equity	18	8,739.06	7,136.51	5,363.79
SUB-TOTAL		**9,813.45**	**7,673.71**	**5,900.98**
LIABILITIES				
NON CURRENT LIABILITIES				
(a) Financial Liabilities				
(i) Borrowings	19	1,478.14	1,740.04	718.20
(ia) Lease Liabilities	20	3.74	40.64	-
(ii) Trade Payable		-	-	-
(iii) Other Financial Liabilities		-	-	-
(b) Long Term Provisions	21	78.07	64.52	45.34
(c) Deferred Tax Liabilities (Net)	22	350.91	223.65	200.51
(d) Other non-current liabilities		-	-	-
SUB-TOTAL		**1,910.86**	**2,068.85**	**964.05**
CURRENT LIABILITIES				
(a) Financial Liabilities				
(i) Borrowings	23	13,114.50	7,387.13	6,607.11
(ia) Lease Liabilities	24	47.52	45.75	-
(ii) Trade payables	25			
Trade Payables-Micro and Small Enterprises		138.87	137.48	0.80
Trade Payables- Other than Micro and Small Enterprises		8.94	3.29	5.32
(iii) Other financial liabilities (other than those specified in item (c))	26	44.80	37.84	2.97
(b) Other Current Liabilities	27	14.96	6.41	13.69
(c) Short Term Provision	28	25.62	15.33	8.72
(d) Current Tax Liabilities (Net)	29	99.39	139.57	-
SUB-TOTAL		**13,494.59**	**7,772.82**	**6,638.61**
TOTAL EQUITY AND LIABILITIES		**25,218.90**	**17,515.38**	**13,503.65**

See accompanying notes to the financial statements 2

The accompanying notes form an integral part of the Standalone IND AS Financial Statements

As per our report of even date

For V J SHAH & CO. **FOR AND ON BEHALF OF THE BOARD**

Chartered Accountants

FRN. : 109823W

NIRAV MALDE	**MANGESH CHAUHAN**	**MAHENDRA CHAUHAN**
(PARTNER)	**MANAGING DIRECTOR & CFO**	**WHOLE-TIME DIRECTOR**
MEMBERSHIP NO. : 152425	**DIN: 02138048**	**DIN: 02138084**
	POOJA SHAH	
PLACE : MUMBAI	**COMPANY SECRETARY**	
DATE : 18th May, 2023	**ICSI M. No.: A62639**	

STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2023

(Amount ₹ in Lakhs)

Particulars	Note No.	31.03.2023 ₹	31.03.2022 ₹
Continuing Operations			
I Revenue From Operations	30	1,15,380.07	78,570.20
II Other Income	31	95.56	1,056.09
III Total Income (I+II)		**1,15,475.63**	**79,626.29**
IV Expenses			
(a) Cost of Material Consumed	32	1,11,488.78	77,402.98
(b) Purchase of Stock-in-trade		-	-
(c) Changes in Inventories of Finished Goods, Work in Progress and Stock in Trade	33	(1,085.02)	(1,690.03)
(d) Employee Benefits Expenses	34	540.78	291.17
(e) Finance Cost	35	1,081.20	801.96
(f) Depreciation and Amortisation Expenses	36	142.48	111.60
(g) Other Expenses	37	804.19	537.47
Total Expenses (IV)		**1,12,972.41**	**77,455.13**
V Profit Before Exceptional and Extraordinary Items and Tax (III-IV)		**2,503.22**	**2,171.16**
VI Exceptional Income/Expenses			-
VII Profit Before Tax (V-VI)		**2,503.22**	**2,171.16**
VIII Tax Expenses	39	**642.34**	**476.03**
(1) Current tax		645.00	479.00
(2) Deferred tax		(2.66)	(2.97)
IX Profit After Tax from continuing operations (VII-VIII)		**1,860.88**	**1,695.12**
X Other Comprehensive Income (OCI)			
A Items that will not be reclassified subsequently to profit or loss			
(i) Remeasurement of defined benefit plans	38.1	(1.25)	(11.19)
(ii) Income tax relating to items that will not be reclassified to profit or loss		0.31	2.82
B Items that will be reclassified to profit or loss			
(i) Fair valuation of Non-Trade Investments	38.2	517.47	114.89
(ii) Income tax relating to items that will be reclassified to profit or loss		(130.24)	(28.92)
Total of other comprehensive Income		**386.30**	**77.61**
Total Comprehensive Income for the period Comprising Profit (Loss) and Other comprehensive Income for the period		**2,247.18**	**1,772.73**
XI Earnings Per Equity Share (Amount in ₹)			
(a) Basic	40	**17.32**	**15.78**
(b) Diluted	40	**17.32**	**15.78**
Weighted average number of equity shares		**1,07,43,880**	**1,07,43,880**

See accompanying notes to the financial statements 2

The accompanying notes form an integral part of the Standalone IND AS Financial Statements

As per our report of even date

For V J SHAH & CO. **FOR AND ON BEHALF OF THE BOARD**

Chartered Accountants

FRN. : 109823W

NIRAV MALDE	**MANGESH CHAUHAN**	**MAHENDRA CHAUHAN**
(PARTNER)	**MANAGING DIRECTOR & CFO**	**WHOLE-TIME DIRECTOR**
MEMBERSHIP NO. : 152425	**DIN: 02138048**	**DIN: 02138084**
	POOJA SHAH	
PLACE : MUMBAI	**COMPANY SECRETARY**	
DATE : 18th May, 2023	**ICSI M. No.: A62639**	

STANDALONE STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31ST MARCH, 2023

(Amount ₹ in Lakhs)

		PARTICULARS	31.03.2023		31.03.2022	
			₹	₹	₹	₹
		CASH FLOW FROM OPERATING ACTIVITIES				
a)		**Net profit before Tax**		**2,503.22**		**2,171.16**
		Adjustment for Non-Cash and Non-operating Items				
b)	Add:	Depreciation	142.48		111.60	
		Interest on Tax Liability	29.46			
		Loss on Sale of investment	0.06		-	
		Provision for doubtful debts / Advances	-		23.48	
		Finance Costs	985.64	1,157.65	722.76	857.84
c)	Less:	Interest Income	0.66		1.10	
		Reversal of provision for doubtful debts / Advances	0.85			
		Gain on Sale of Investment	0.00		1,015.54	
		Dividend Received	62.43	63.94	21.08	1,037.73
d)		Operating profits before working capital changes (a+b-c)		3,596.92		1,991.27
		Changes in Working Capital & Operating Assets & liabilities				
e)	Add:	Decrease in Assets & Increase in Liabilities				
		Trade Payables	7.03		134.65	
		Other Current Assets	-		81.31	
		Other Non Current Assets	-		0.05	
		Other Current Liabilities	8.55		-	
		Short Term Provisions	10.28		6.61	
		Other Current Financial Liabilities	6.96		34.87	
		Short Term Loans & Advances	1.83		-	
		Long Term Provisions	13.55	48.19	19.18	276.68
f)	Less:	Increase in Assets & Decrease in Liabilities				
		Inventories	1,085.02		606.45	
		Trade Receivables	2,353.33		2,033.32	
		Other Current Assets	25.00		-	
		Other Non Current Financial Assets	72.13		6.87	
		Other Current Financial Assets	16.77		6.91	
		Short Term Loans & Advances	-		3.13	
		Other Non Current Assets	26.43		-	
		Other Current Liabilities	-	3,578.68	7.28	2,663.97
g)		Cash generated from operations (d+e-f)		66.43		(396.02)
h)	Less:	Taxes paid		714.64		325.98
		NET CASH FLOW FROM OPERATNG ACTIVITIES (g-h)		**(648.21)**		**(722.03)**
		CASH FLOW FROM INVESTING ACTIVITIES				
a)	Add:	Interest Income	0.66		1.10	
		Sale of Investment	30.12		2,428.42	
		Dividend Received	62.43	93.21	21.08	2,450.60
b)	Less:	Addition to Fixed Assets (Including WIP)	231.60		63.70	
		Purchase of Investment Property	0.15		241.80	
		Purchase of Investment (Net)	1,836.90	2,068.65	2,374.05	2,679.55
		NET CASH FLOW FROM INVESTING ACTIVITIES (a-b)		**(1,975.44)**		**(228.93)**
		CASH FLOW FROM FINANCING ACTIVITIES				
a)	Add:	Increase in Long Term Borrowings (Net)	-		1,021.84	
		Increase in Short Term Borrowings (Net)	5,727.37	5,727.37	780.01	1,801.86
b)	Less:	Repayment of Long Term Borrowings	261.90		-	
		Repayment of principal portion of lease liabilities	48.91		30.83	
		Dividend Paid	107.44		-	
		Interest Expense	985.64	1,403.90	722.76	753.59
		NET CASH FLOW FROM FINANCING ACTIVITIES (a-b)		**4,323.47**		**1,048.27**
		NET INCREASE / (DECREASE) IN CASH		**1,699.82**		**97.33**
	Add:	Cash & Cash Equivalent at the beginning of the year				
		Cash on Hand	5.28		6.63	
		Bank Balance	133.05	**138.33**	34.37	**41.00**
	Less:	Cash & Cash Equivalent at the end of the year				
		Cash on Hand	2.15		5.28	
		Bank Balance	1,836.01	**1,838.15**	133.05	**138.33**
		Reconciliation of Cash and Cash Equivalents with the Balance Sheet				
		Cash & Cash Equivalent at the end of the year (as per Note 12)		1,838.15		138.33
	Less:	Bank Balances held as margin money against gurantees not considered as Cash and Cash Equivalents		-		-
		Cash & Cash Equivalent at the end of the year		**1,838.15**		**138.33**

Note:

The above cash flow statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (IND AS - 7) "Statement of Cash Flow".

As per our report of even date
For V J SHAH & CO.
Chartered Accountants
FRN. : 109823W

FOR AND ON BEHALF OF THE BOARD

NIRAV MALDE
(PARTNER)
MEMBERSHIP NO. : 152425

MANGESH CHAUHAN
MANAGING DIRECTOR & CFO
DIN: 02138048

MAHENDRA CHAUHAN
WHOLE-TIME DIRECTOR
DIN: 02138084

POOJA SHAH
COMPANY SECRETARY
ICSI M. No.: A62639

PLACE : MUMBAI
DATE : 18th May, 2023

STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2023

(A) Equity Share Capital **(Amount ₹ in Lakhs)**

	Particulars	Refer Note No.	₹
1	As at 1st April 2021	-	537.19
2	Changes in equity share capital during the year 2021-22	17.1	-
3	As at 31 March 2022	-	537.19
4	Changes in equity share capital during the year 2022-23	17.1	537.19
5	As at 31 March 2023	-	1,074.39

(B) Other Equity **(Amount ₹ in Lakhs)**

	PARTICULARS	Reserves and Surplus		Other Comprehensive Income		Total
		Securities Premium	Retained Earning	Equity instruments through OCI	Actuarial Gain/(Loss)	
		₹	₹	₹	₹	₹
	As on 31st March 2022					
1	Balance as at 1st April 2021	2,635.80	2,048.97	677.41	1.60	5,363.79
2	Additions to Reserve net of expense and taxes	-	1,695.12	85.98	(8.37)	1,772.72
3	Dividends	-		-	-	-
4	Income tax on dividends	-		-	-	-
5	Balance as at 31st March 2022	2,635.80	3,744.09	763.39	(6.77)	7,136.51

	PARTICULARS	Reserves and Surplus		Other Comprehensive Income		Total
		Securities Premium	Retained Earning	Equity instruments through OCI	Actuarial Gain/(Loss)	
		₹	₹	₹	₹	₹
	As on 31st March 2023					
1	Balance as at 1st April 2022	2,635.80	3,744.09	763.39	(6.77)	7,136.51
2	Additions to Reserve net of expense and taxes	-	1,860.88	387.24	(0.94)	2,247.19
3	Dividends	-	(107.44)	-	-	(107.44)
4	Bonus Issue	(537.19)		-	-	(537.19)
5	Income tax on dividends	-		-	-	-
6	**Balance as at 31st March 2023**	**2,098.61**	**5,497.53**	**1,150.63**	**(7.71)**	**8,739.06**

Refer Note No 18.1 for nature and purpose of Reserve.

The accompanying notes form an integral part of the Standalone INDAS Financial Statements.

As per our report of even date
For V J SHAH & CO.
Chartered Accountants
FRN. : 109823W

FOR AND ON BEHALF OF THE BOARD

NIRAV MALDE
(PARTNER)
MEMBERSHIP NO. : 152425

MANGESH CHAUHAN
MANAGING DIRECTOR & CFO
DIN: 02138048

MAHENDRA CHAUHAN
WHOLE-TIME DIRECTOR
DIN: 02138084

POOJA SHAH
COMPANY SECRETARY
ICSI M. No.: A62639

PLACE : MUMBAI
DATE : 18th May, 2023

Notes forming part of Standalone Financial Statements

NOTE: 1

Corporate Information

Sky Gold Limited ("The Company") is engaged in the business of designing, manufacturing and marketing of Gold jewelries since 2008. The Company offers a wide variety of designs to suit the preferences of the end customer. They provide an extensive range of designs and also use studded American diamonds and/or colored stones in many of their jewellery products.

The Board of Directors approved the standalone financial statements for the year ended March 31, 2023 and authorised for issue on May 18th, 2023.

NOTE: 2

Summary of basis of compliance, basis of preparation and presentation, critical accounting estimates, assumptions and judgements and significant accounting policies

Statement of compliance:

Standalone Financial Statements have been prepared in accordance with the accounting principles generally accepted in India including Indian Accounting Standards (Ind AS) prescribed under the Section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and relevant provisions of the Companies Act, 2013.

Accordingly, the Company has prepared these Standalone Financial Statements which comprise the Balance Sheet as at 31 March, 2023, the Statement of Profit and Loss for the year ended 31 March 2023, the Statement of Cash Flows for the year ended 31 March 2023 and the Statement of Changes in Equity for the year ended as on that date, and accounting policies and other explanatory information (together hereinafter referred to as 'Standalone Financial Statements' or 'financial statements').

2.1 Basis of preparation of financial statements

The Standalone financial statements of the company are prepared in accordance with Indian Accounting Standards (Ind AS), under the historical cost convention on the accrual basis as per the provisions of the Companies Act, 2013 ("the Act"), except for:

- Financial instruments – measured at fair value;
- Plan assets under defined benefit plans – measured at fair value
- In addition, the carrying values of recognized assets and liabilities, designated as hedged items in fair value hedges that would otherwise be carried at cost, are adjusted to record changes in the fair values attributable to the risks that are being hedged in effective hedge relationship.

2.2 Current and non-current classification

The Company presents assets and liabilities in the balance sheet based on current / non-current classification.

An asset is classified as current when it satisfies any of the following criteria:

- It is expected to be realised in, or is intended for sale or consumption in, the Company's normal operating cycle.
- It is held primarily for the purpose of being traded;
- It is expected to be realised within 12 months after the reporting date; or
- It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.
- All other assets are classified as non-current.

A liability is classified as current when it satisfies any of the following criteria:

- It is expected to be settled in the Company's normal operating cycle;
- It is held primarily for the purpose of being traded
- It is due to be settled within 12 months after the reporting date; or the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.
- All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current only.

The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

The statement of cash flows have been prepared under indirect method, whereby profit or loss is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and items of income or expense associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated. The Company considers all highly liquid investments that are readily convertible to known amounts of cash and are subject to an insignificant risk of changes in value to be cash equivalents.

The Standalone Financial Statements have been presented in Indian Rupees (INR), which is the Company's functional currency. All financial information presented in INR has been rounded off to the nearest rupee in lakhs, unless otherwise stated.

2.3 Use of estimates and judgments

The preparation of the financial statements in conformity with Ind AS requires the Management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Actual results could differ from those estimates.

This note provides an overview of the areas where there is a higher degree of judgment or complexity. Detailed information about each of these estimates and judgments is included in relevant notes together with information about the basis of calculation.

Estimates and judgments are regularly revisited. Estimates are based on historical experience and other factors, including futuristic reasonable information that may have a financial impact on the company.

Following are the areas involving critical estimates and judgements:

- Measurement of defined benefit obligations - Note 43
- Recognition of Deferred tax assets/liabilities - Note 22 and Note 41
- Current Tax Expenses and Current Tax Payable - Note 39, Note 41 and Note 29
- Measurement and Valuation of Inventory – Note 10

2.4 Significant accounting policies

A summary of the significant accounting policies applied in the preparation of the financial statements is as given below. These accounting policies have been applied consistently to all the periods presented in the financial statements.

(A) Property, Plant and Equipment

The cost of property, plant and equipment comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use, including relevant borrowing costs for qualifying assets and any expected costs of decommissioning. Expenditure incurred after the property, plant and equipment have been put into operation, such as repairs and maintenance, are charged to the Statement of Profit and Loss in the year in which the costs are incurred. Major shut-down and overhaul expenditure is capitalized as the activities undertaken improves the economic benefits expected to arise from the asset.

It includes professional fees and, for qualifying assets, borrowing costs capitalized in accordance with the Company's accounting policy based on Ind AS 23 – Borrowing costs. Such properties are classified to the appropriate categories of PPE when completed and ready for intended use.

Property, plant and equipment except freehold land held for use in the production, supply or administrative purposes, are stated in the balance sheet at cost less accumulated depreciation and accumulated impairment losses, if any.

Property, plant and equipment which are not ready for intended use as on the date of Balance Sheet are disclosed as "Capital work-in-progress"

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under "Other Non-Current Assets"

Subsequent expenditure and component accounting

Parts of an item of PPE having different useful lives and significant value and subsequent expenditure on Property, Plant and Equipment arising on account of capital improvement or other factors are accounted for as separate components only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Depreciation and useful life

Depreciation is provided on a pro-rata basis on the WDV method based on estimated useful life prescribed under Schedule II to the Companies Act, 2013 Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.

Freehold land is not depreciated.

The Company reviews the residual value, useful lives and depreciation method annually and, if expectations differ from previous estimates, the change is accounted for as a change in accounting estimate on a prospective basis.

Leasehold improvements are depreciated over the period of the lease agreement.

The Company has elected to continue with the carrying value for all of its property, plant and equipment as recognized in the financial statements on transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Derecognition

An item of PPE is de-recognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in Statement of Profit and Loss.

(B) Intangible assets

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

Directly attributable costs that are capitalized as part of the intangible asset include employee costs and an appropriate portion of relevant overheads. Capitalized development costs are recorded as intangible assets and amortized from the point at which the asset is available for use.

Useful life and amortization

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortization and impairment losses. Intangible assets are amortized on a WDV basis over the period of estimated useful Lives of 10 years. The estimated useful life is reviewed at the end of each reporting period and the effect of any changes in estimate is accounted for prospectively.

Derecognition

Intangible assets are derecognized on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount.

The Company has elected to continue with carrying value of all its intangible assets recognised as on transition date, measured as per the previous GAAP and use that carrying value as its deemed cost as of transition date.

(C) Capital Work in progress ('CWIP') and Intangible assets under development

Projects under commissioning and other CWIP/ intangible assets under development are carried at cost, comprising direct cost, related incidental expenses and attributable borrowing cost.

Subsequent expenditures relating to property, plant and equipment/intangible Assets are capitalised only when it is probable that future economic benefit associated with these will flow to the Company and the cost of the item can be measured reliably.

Advances given to acquire property, plant and equipment are recorded as non-current assets and subsequently transferred to CWIP on acquisition of related assets.

(D) Investment property

Investment properties are land and buildings that are held for long term lease rental yields and/ or for capital appreciation. Investment properties are initially recognised at cost including transaction costs. Subsequently investment properties comprising buildings are carried at cost less accumulated depreciation and accumulated impairment losses, if any.

An investment property is de-recognised when either the investment property has been disposed of or do not meet the criteria of investment property i.e. when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in the Standalone Statement of Profit and Loss in the period of de-recognition.

(E) Impairment

At the end of each reporting year, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication, the asset may be impaired.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognized immediately in the Statement of Profit and Loss.

Goodwill and intangible assets that do not have definite useful life are not amortized and are tested at least annually for impairment. If events or changes in circumstances indicate that they might be impaired, they are tested for impairment once again.

When there is indication that an impairment loss recognized for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognized in the statement of profit and loss, to the extent the amount was previously charged to the statement of profit and loss.

(F) Inventories

Raw materials

Raw materials and stores, work in progress, traded stock and finished goods are stated at the lower of cost and net realizable value. Cost of raw materials and traded goods comprises cost of purchases.

Work in progress and finished goods

Cost of work-in-progress and finished goods comprises direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure. Fixed overheads are allocated on the basis of production of finished goods. Cost of inventories also include all other costs incurred in bringing the inventories to their present location and condition. Costs of purchased inventory are determined after deducting rebates and discounts. Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

Costs of inventories are valued at lower of cost or net realizable. Net realizable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

Stores and spares

Inventory of stores and spare parts is valued at cost or net realizable value, whichever is lower. Provisions are made for obsolete and non-moving inventories. Unserviceable and scrap items, when determined, are valued at estimated net realizable value.

(G) Revenue recognition

Sale of goods

Revenue from sale of goods is recognized when control of the products being sold is transferred to our customer and when there are no longer any unfulfilled obligations. The Company recognizes revenues on sale of products, net of discounts, sales incentives, rebates granted, returns, sales taxes/GST and duties. Export incentives are recognized as income as per the terms of the scheme in respect of the exports made and included as part of other operating revenue.

Revenue from sales is recognized when control of the products has transferred, being when the products are delivered to the customer, the customer has full discretion over the channel and price to sell / consume the products, and there is no unfulfilled obligation that could affect the customer's acceptance of the products. Delivery occurs when the products have been shipped to the specific location, the risks of obsolescence and loss have been transferred to the customer, and either the customer has accepted the products in accordance with the sales contract or the acceptance provisions have lapsed.

Sale of services

Income from services rendered is recognized based on agreements/arrangements with the customers as the service is performed and there are no unfulfilled obligations.

Dividend and interest income

Dividend income from investments is recognized when the shareholder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably). Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

Foreign exchange translation

The functional currency of the Company is Indian Rupees which represents the currency of the primary economic environment in which it operates.

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions are generally recognized in profit or loss. Monetary balances arising from the transactions denominated in foreign currency are translated to functional currency using the exchange rate as on the reporting date. Any gains or loss on such translation, are generally recognized in profit or loss.

Exchange differences on monetary items are recognized in Statement of Profit and Loss in the year in which they arise.

(H) Income taxes

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses. The company has decided to opt for lower income tax rate u/s 115BAA. Accordingly, tax expenses have been calculated considering provisions of section 115BAA of the Income Tax Act, 1961.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates and laws that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such deferred tax assets and liabilities are not recognized if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognized if the temporary difference arises from the initial recognition of goodwill.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are reassessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in Other Comprehensive Income or directly in equity.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

(I) Borrowing costs

Borrowing costs, general or specific, that are directly attributable to the acquisition or construction of qualifying assets is capitalized as part of such assets. A qualifying asset is one that necessarily takes substantial period to get ready for intended use. All other borrowing costs are charged to the Statement of Profit and Loss.

The Company determines the amount of borrowing costs eligible for capitalization as the actual borrowing costs incurred on that borrowing during the year less any interest income earned on temporary investment of specific borrowings pending their expenditure on qualifying assets, to the extent that an entity borrows funds specifically for the purpose of obtaining a qualifying asset. In case if the Company borrows generally and uses the funds for obtaining a qualifying asset, borrowing costs eligible for capitalization are determined by applying a capitalization rate to the expenditures on that asset.

Borrowing cost includes exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the finance cost.

(J) Leases

As a Lessee

Leases of property, plant and equipment where the company, as lessee, has substantially all the risks and rewards of ownership been classified as finance leases. Finance leases are capitalized at the lease's inception at the fair value of the leased asset or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the statement of profit and loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

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

(K) Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

Provisions for restructuring are recognized by the Company when it has developed a detailed formal plan for restructuring and has raised a valid expectation in those affected that the Company will carry out the restructuring by starting to implement the plan or announcing its main features to those affected by it.

Provisions are measured at the 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. When a provision is measured using the cash flows estimated to settle the present obligation, it's carrying amount is the present value of those cash flows (when the effect of the time value of money is material). The measurement of provision for restructuring includes only direct expenditures arising from the restructuring, which are both necessarily entailed by the restructuring and not associated with the ongoing activities of the Company.

Contingent liabilities are disclosed by way of a note to the financial statements when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or nonoccurrence 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.

A contingent asset is not recognized but disclosed in the financial statements where an inflow of economic benefit is probable.

(L) Employee benefits

Employee benefits include salaries, wages, contribution to provident fund, gratuity, leave encashment towards un-availed leave, compensated absences, post-retirement medical benefits and other terminal benefits.

Short-term employee benefits

Wages and salaries, including non-monetary benefits that are expected to be settled within 12 months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

Post-employment benefits Defined contribution plan

Employee Benefit under defined contribution plans comprises of Contributory provident fund etc. is recognized based on the undiscounted amount of obligations of the Company to contribute to the plan. The same is paid to a fund administered through a separate trust.

Defined benefit plan

Defined benefit plans comprising of gratuity is recognized based on the present value of defined benefit obligations which is computed using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. These are accounted either as current employee cost or included in cost of assets as permitted.

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

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in profit or loss as past service cost.

Short term employee benefits

Liabilities recognized in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service. Liabilities recognized in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

(M) Financial instruments

Financial assets and financial liabilities are recognized when an entity becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through Statement of Profit and Loss (FVTPL)) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit and loss are recognized immediately in Statement of Profit and Loss.

(N) Financial assets

Recognition and initial measurement

The Company initially recognizes loans and advances, deposits and debt securities purchased on the date on which they originate. Purchases and sale of financial assets are recognized on the trade date, which is the date on which the Company becomes a party to the contractual provisions of the instrument.

All financial assets are recognized initially at fair value. In the case of financial assets not recorded at FVTPL, transaction costs that are directly attributable to its acquisition of financial assets are included therein.

Classification of financial assets and Subsequent Measurement

On initial recognition, a financial asset is classified to be measured at –

➢ Amortized cost; or

➢ Fair Value through Other Comprehensive Income (FVTOCI) – debt investment; or

➢ Fair Value through Other Comprehensive Income (FVTOCI) – equity investment; or

➢ Fair Value through Profit or Loss (FVTPL)

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

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

A debt instrument is classified as FVTOCI only if it meets both of the following conditions and is not recognised at FVTPL:

- The asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and

- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the Other Comprehensive Income (OCI). However, the Company recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the Statement of Profit and Loss. On derecognition of the asset, cumulative gain or loss previously recognized in OCI is reclassified from the equity to Statement of Profit and Loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

All equity investments in scope of IND AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognized by an acquirer in a business combination to which IND AS 103 applies are classified as at FVTOCI. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable. The non-current investment has been recorded at Fair Value through Other Comprehensive Income (FVTOCI).

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to Statement of Profit and Loss, even on sale of investment. However, on sale/disposal the Company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTOCI category are measured at fair value with all changes recognized in the Other Comprehensive Income.

All other financial assets are classified as measured at FVTPL.

In addition, on initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVTOCI as at FVTPL if doing so eliminates or significantly reduces and accounting mismatch that would otherwise arise.

Financial assets at FVTOCI are measured at fair value at the end of each reporting period, with any gains and losses arising on remeasurement recognized in Other Comprehensive Income. The net gain or loss recognized in Other Comprehensive Income incorporates any dividend or interest earned on the financial asset and is included in the 'other income' line item. Dividend on financial assets at FVTPL is recognised when:

- The Company's right to receive the dividends is established,
- It is probable that the economic benefits associated with the dividends will flow to the entity,
- The dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

Derecognition of financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

Impairment

The Company applies the expected credit loss model for recognizing impairment loss on financial assets measured at amortized cost, trade receivables, other contractual rights to receive cash or other financial asset.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. 12-month expected credit losses are portion of the life-time expected credit losses and represent the lifetime cash shortfalls that will result if default occurs within the 12 months after the reporting date and thus, are not cash shortfalls that are predicted over the next 12 months.

If the Company measured loss allowance for a financial instrument at lifetime expected credit loss model in the previous year but determines at the end of a reporting year that the credit risk has not increased significantly since initial recognition due to improvement in credit quality as compared to the previous year, the Company again measures the loss allowance based on 12-month expected credit losses.

When making the assessment of whether there has been a significant increase in credit risk since initial recognition, the Company uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses. To make that assessment, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

(O) Financial liabilities and equity instruments

Classification as debt or equity

Debt and equity instruments issued by a company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognized at the proceeds received, net of directly attributable transaction costs.

Financial liabilities

Financial liabilities are classified as measured at amortized cost or 'FVTPL'.

A Financial Liability is classified as at FVTPL if it is classified as held-for-trading or it is a derivative (that does not meet hedge accounting requirements) or it is designated as such on initial recognition.

A financial liability is classified as held for trading if:

- It has been incurred principally for the purpose of repurchasing it in the near term; or
- On initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- It is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading may be designated as at FVTPL upon initial recognition if:

- Such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise.
- The financial liability forms part of a group of financial assets or financial liabilities or both, which is managed, and its performance is evaluated on a fair value basis, in accordance with the Company's documented risk management or investment strategy, and information about the grouping is provided internally on that contract basis; or
- It forms part of a containing one or more embedded derivatives, and IND AS 109 permits the entire combined contract to be designated as at FVTPL in accordance with IND AS 109.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognized in the Statement of Profit and Loss. The net gain or loss recognized in the Statement of Profit and Loss incorporates any interest paid on the financial liability and is included in the 'other gains and losses' line item in the Statement of Profit and Loss.

Other financial liabilities

Other financial liabilities (including borrowings and trade and other payables) are subsequently measured at amortized cost using the effective interest method.

Derecognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled, or have expired. An exchange with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in profit or loss.

Offsetting financial instruments

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

(P) Cash and cash equivalents

Cash and cash equivalent in the Balance Sheet comprise cash at banks and on hand and short - term deposits with an original maturity of three months or less, which are subject to insignificant risk of changes in value. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

(Q) Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares and share options and buyback of ordinary shares are recognized as a deduction from Share Premium, net of any tax effects.

(R) Segments reporting

The Company's only identifiable reportable segment is Gold jewelry and hence disclosure of Segment wise information is not applicable under IND-AS 108 "Operating Segments". Details of geographical segments are disclosed.

(S) Earnings per share

Basic earnings per share

Basic earnings per share is computed by dividing the net profit after tax by weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the year is adjusted for treasury shares, bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

Diluted earnings per share

Diluted earnings per share is computed by dividing the profit after tax after considering the effect of interest and other financing costs or income (net of attributable taxes) associated with dilutive potential equity shares by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares including the treasury shares held by the Company to satisfy the exercise of the share options by the employees.

(T) Proposed Dividends

The Company recognizes a liability to make distributions to equity holders when the distribution is authorised, and the distribution is no longer at the discretion of the Company. As per the Corporate laws in India, a distribution is authorised when it is approved by the shareholders.

(U) Standards notified but not yet effective

The amendments to standards that are issued, but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Company intends to adopt these standards, if applicable, as and when they become effective. The Ministry of Corporate affairs (MCA) has notified certain amendments to Ind AS, through Companies (Indian Accounting Standards) Amendment Rules, 2023 on 31st March, 2023. The amendments have been made in the following standards:

i. Ind AS 1: Presentation of Financial Statements is amended to replace the term "significant accounting policies" with "material accounting policy information" and providing guidance relating to immaterial transactions, disclosure of entity specific transactions and more

ii. Ind AS 8: Accounting Policies, Changes in Accounting Estimates and Errors to include the definition of accounting estimates as "monetary amounts in financial statements that are subject to measurement uncertainty."

iii. Ind AS 12: Income Taxes relating to initial recognition exemption of deferred tax related to assets and liabilities arising from a single transaction.

iv. Other Amendments in Ind AS 102 – Share based Payments, Ind AS 103 – Business Combinations, Ind AS 109 – Financial Instruments, Ind AS 115 – Revenue from Contracts with Customers which are mainly editorial in nature in order to provide better clarification of the respective Ind AS's.

v. These amendments shall come into force with effect from April 01, 2023. The Company is assessing the potential effect of the amendments on its financial statements. The Company will adopt these amendments, if applicable, from applicability date.

1.5 First Time Adoption of IND-AS

(A) Explanation of transition to Ind AS

These are the Company's first financial statements prepared in accordance with Ind AS. The accounting policies have been applied consistently in preparing the financial statements for the year ended 31 March 2023, the comparative information presented in these financial statements for the year ended 31 March 2022 and in the preparation of an opening Notes to the Standalone Financial Statements (Contd.) Ind AS balance sheet at 1 April 2021 (the Company's date of transition). An explanation of how the transition from financial statements prepared in accordance with accounting standards notified under the Section 133 of the Act, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Previous GAAP) to Ind AS has affected the Company's financial position, financial performance and cash flows is set-out in the following tables and notes:

Refer Note 52 and Note 53 for:

Reconciliation of total equity as at 31 March 2022 and 1 April 2021.

Reconciliation of total comprehensive income for the year ended 31 March 2022.

(B) Ind AS optional exemptions

1. **Deemed cost for property, plant and equipment, investment property and intangible assets:**

   Ind AS 101 permits a first-time adopter to elect to continue with the carrying value for all of its property, plant and equipment as recognized in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition. This exemption can also be used for intangible assets covered by Ind AS 38 Intangible Assets. Accordingly, the Company has elected to measure all of its property, plant and equipment and intangible assets and investment properties at their previous GAAP carrying value.

(C) Ind AS mandatory exceptions

1. **Estimates**

   An entity's estimates in accordance with Ind AS at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error.

   Ind AS estimates as at 1 April 2021 are consistent with the estimates as at the same date made in conformity with previous GAAP. The Company made estimates for following items in accordance with Ind AS at the date of transition as these were not required under previous GAAP:

   a) Investment in equity instruments carried at FVOCI

   b) Impairment of financial assets based on expected credit loss model.

2. **Classification and measurement of financial assets and liabilities**

   Classification of financial assets is required to be made on the basis of the facts and circumstances that exist at the date of transition to Ind AS. Further, if it is impracticable for the Company to apply retrospectively the effective interest method in Ind AS 109, the fair value of the financial asset or the financial liability at the date of transition to Ind AS shall be the new gross carrying amount of that financial asset or the new amortized cost of that financial liability at the date of transition to Ind AS.

NOTE 3.1

Property, Plant and Equipment^

(Amount ₹ in Lakhs)

Particulars	Office Premises	Industrial Estate	Computer	Cycle	Furniture & Fixtures	Plant & Machinery	Motor Car	Office Equipment	Scooter	Total
Original Cost As On 01-04-2021	156.84	99.11	16.72	0.18	129.51	304.18	4.00	67.86	-	778.39
Additions	-	-	7.18	-	3.29	43.41	-	8.01	-	61.90
Deductions	-	-	-	-	-	-	-	-	-	-
Original Cost As On 31-03-2022	156.84	99.11	23.90	0.18	132.80	347.59	4.00	75.87	-	840.29
Additions	-	-	8.68	-	5.38	160.78	30.03	12.57	0.83	218.28
Deductions	-	-	-	-						
Original Cost As On 31-03-2023	156.84	99.11	32.58	0.18	138.18	508.37	34.03	88.44	0.83	1,058.57
Depreciation Fund As On 01-04-2021	22.27	0.78	13.60	0.14	72.67	109.04	3.80	50.69	-	272.99
Charged During The Year	6.55	4.79	2.81	0.01	14.86	38.78	-	8.44	-	76.24
Deductions/Transfer	-	-	-	-	-	-	-	-	-	-
Depreciation Fund As On 31-03-2022	28.83	5.57	16.41	0.15	87.53	147.82	3.80	59.13	-	349.23
Charged During The Year	6.23	4.56	6.94	0.01	12.27	52.69	1.54	9.39	0.21	93.84
Deductions/Transfer	-	-	-	-	-	-	-	-	-	-
Depreciation Fund As On 31-03-2023	35.06	10.12	23.35	0.16	99.80	200.51	5.34	68.52	0.21	443.08
Wdv As On 01-04-2021	134.57	98.33	3.12	0.04	56.84	195.14	0.20	17.16	-	505.40
Wdv As On 31-03-2022	128.01	93.54	7.49	0.03	45.27	199.77	0.20	16.74	-	491.06
Wdv As On 31-03-2023	121.78	88.98	9.23	0.02	38.37	307.86	28.69	19.92	0.63	615.49

NOTE 3.2

Capital Work-in-Progress

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Opening carrying value as at April 1	-	-
Additions / adjustments	7.36	-
Transfer to property, plant and equipment	-	-
Closing carrying value as at March 31,	7.36	-

(a) **Refer Note 2.6 (B) - First Time adoption for options availed by the company on the transition to IND AS.**

(b) **^ Certain property, plant and equipment are mortgaged against borrowings, the details relating to which have been described in Note 19 and Note 23.**

Capital Work-in-Progress Ageing Schedule as at 31 March 2023

(Amount ₹ in Lakhs)

CWIP	Amount in CWIP for a period of				
	Less than 1 year	1 -2 Years	2-3 Years	More than 3 Years	Total
Projects in progress	7.36	-	-	-	7.36

Capital Work-in-Progress Ageing Schedule as at 31 March 2022

(Amount ₹ in Lakhs)

CWIP	Amount in CWIP for a period of				
	Less than 1 year	1 -2 Years	2-3 Years	More than 3 Years	Total
Projects in progress	-	-	-	-	-

NOTE 4

Right -of- use Assets

(Amount ₹ in Lakhs)

Particulars	ROU Asset	Total
Original Cost As On 31-03-2021	-	-
Additions	117.23	117.23
Deductions	-	-
Original Cost As On 31-03-22	**117.23**	**117.23**
Additions	13.78	13.78
Deductions	-	-
Original Cost As On 31-03-23	**131.01**	**131.01**
Accumulated amortisation As On 31-03-2021	-	-
Charged During The Year	35.33	35.33
Deductions/Transfer	-	-
Accumulated amortisation As On 31-03-2022	**35.33**	**35.33**
Charged During The Year	47.28	47.28
Deductions/Transfer	-	-
Accumulated amortisation As On 31-03-2023	**82.61**	**82.61**
Wdv As On 31-03-2021	-	-
Wdv As On 31-03-2022	**81.89**	**81.89**
Wdv As On 31-03-2023	**48.39**	**48.39**

Note: Refer Note 51

Leasehold Property:

The Company adopted Ind AS 116 "Leases" and applied the standard to all lease contracts. All the lease contracts were entered into on or after April 1, 2021, except those which are exempted under this standard. Accordingly, comparatives for the year ended March 31, 2021 were not required to be retrospectively adjusted. The Company has elected to measure the leasehold property equal to the lease liability, with the result of net impact on retained earnings and restatement of prior period comparatives.

Leasehold Property and lease liabilities consists of buildings of ₹ 117.23 Lakhs have been recognised as on the transition date i.e. April 1, 2021. In the statement of profit and loss for the current year, operating lease expenses which were recognised as other expenses in previous periods is now recognised as depreciation expense for the leasehold property and finance cost for interest accrued on lease liability.

The weighted average incremental borrowing rate of 9% has been applied to lease liabilities recognised in the Balance Sheet at the date of initial application. Interest on lease liabilities is ₹ 6.48 Lakhs for the year.

NOTE 5

Investment Properties

(Amount ₹ in Lakhs)

PARTICULARS	31.03.2023	31.03.2022	31.03.2021
At amortised cost			
Investment in Immovable Property	245.05	244.90	3.10
TOTAL	**245.05**	**244.90**	**3.10**

^ Certain investment properties are morgaged against secured long term and short term borrowings details relating to which have been described in Note 19 and 23.

NOTE 6

Other Intangible Assets

(Amount ₹ in Lakhs)

Particulars	Computer Software	Trademark	Total
Original Cost As On 01-04-2021	-	-	-
Additions	1.80	-	1.80
Deductions	-	-	-
Original Cost As On 31-03-2022	**1.80**	-	**1.80**
Additions	2.08	3.89	5.97
Deductions	-	-	-
Original Cost As On 31-03-2023	**3.88**	**3.89**	**7.77**
Depreciation Fund As On 01-04-2021	-	-	-

Charged During The Year	0.02	-	0.02
Deductions/Transfer	-	-	-
Depreciation Fund As On 31-03-2022	**0.02**	**-**	**0.02**
Charged During The Year	0.78	0.58	1.36
Deductions/Transfer	-	-	-
Depreciation Fund As On 31-03-2023	**0.80**	**0.58**	**1.38**
Wdv As On 31-03-2023	**3.07**	**3.31**	**6.38**
Wdv As On 31-03-2022	**1.78**	**-**	**1.78**

Notes:

(a) Refer Note 2.6 (B) - First Time adoption for options availed by the company on the transition to IND AS.

(b) All intangible assets held by the Company are purchased and not internally generated.

NOTE 7

Non Current Investments^ (Shares in Numbers & Amount ₹ in Lakhs)

PARTICULARS	31.03.2023		31.03.2022		01.04.2021	
	No of Shares	₹	No of Shares	₹	No of Shares	₹
Non-Trade Investment in Equity instrument						
Quoted - Other (at fair value through OCI)						
Non Trade Investments, Equity Shares of HDFC Bank Ltd. Face Value Rs. 2 each, Fully Paid	3,12,775	5,034.27	1,86,842	2,747.23	1,34,142	1,878.46
Non Trade Investments, Equity Shares of TCS Ltd. Face Value Rs. 1 each, Fully Paid	24,550	787.05	24,550	918.16	24,550	762.04
Non Trade Investments, Equity Shares of HDFC Ltd. Face Value Rs. 2 each, Fully Paid	-	-	-	-	31,239	785.02
Non Trade Investments, Equity Shares of ICICI bank Ltd. Face Value Rs. 2 each, Fully Paid	1,14,501	1,004.46	1,14,501	836.20	-	-
TOTAL	**4,51,826**	**6,825.78**	**3,25,893**	**4,501.59**	**1,89,931**	**3,425.52**
Aggregate Amount of Quoted Investments and market value thereof		6,825.78		4,501.59		3,425.52

^ All the Non-Current Investments are pledged against secured long term and short term borrowings details relating to which have been described in Note 19 and 23

NOTE 8

Non Current - Other Financial Assets (Amount ₹ in Lakhs)

PARTICULARS	31.03.2023 ₹	31.03.2022 ₹	01.04.2021 ₹
Unsecured, considered good			
Security Deposits (at amortised cost)			
Security Deposit against rental premises	78.41	6.75	0.47
Others	1.05	0.59	-
TOTAL	**79.47**	**7.34**	**0.47**

NOTE 9

Other Non-Current Assets (Amount ₹ in Lakhs)

PARTICULARS	31.03.2023 ₹	31.03.2022 ₹	01.04.2021 ₹
Prepaid Expenses	16.69	0.26	0.31
Capital advance	10.00	-	-
TOTAL	**26.69**	**0.26**	**0.31**

NOTE 10

Inventories (Amount ₹ in Lakhs)

PARTICULARS	31.03.2023 ₹	31.03.2022 ₹	01.04.2021 ₹
Raw Materials	-	-	1,083.58
Work in Progress	588.39	149.99	-
Finished Goods	7,934.13	7,287.51	5,747.47
TOTAL	**8,522.52**	**7,437.50**	**6,831.05**

Valued at Cost or Net Realisable Value whichever is lower.

NOTE 11

Current Financial Assets - Trade Receivables (Amount ₹ in Lakhs)

PARTICULARS	31.03.2023 ₹	31.03.2022 ₹	01.04.2021 ₹
Trade Receivables considered good-Unsecured			
From Others	6,710.43	4,356.48	2,343.85
Less: Allowance for Expected Credit Loss	(7.02)	(7.25)	(4.47)
Trade Receivables credit Impaired			
From Others	20.08	20.70	-
Less: Allowance for Expected Credit Loss	(20.08)	(20.70)	-
TOTAL	**6,703.41**	**4,349.23**	**2,339.39**

NOTE 11.1

Trade Receivables Ageing schedule

As on 31.03.2023

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months-1 year	1-2 yrs.	2-3 yrs.	More than 3 yrs.	
Undisputed Trade receivables-considered good	**1,997.18**	1.24	-	-	-	1,998.42
Undisputed Trade Receivables-considered doubtful	-	-	1.38	4.00	14.70	20.08
Disputed Trade Receivables considered good	-	-	-	-	-	-
Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
Total Due						**2,018.50**
Undue - considered good						4,712.01
Undue - considered doubtful						-
Provision for doubtful debts						(27.10)
Total Trade Receivable						**6,703.41**

Trade Receivables Ageing schedule

As on 31.03.2022

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months-1 year	1-2 yrs.	2-3 yrs.	More than 3 yrs.	
Undisputed Trade receivables-considered good	**1,539.17**	-	-	-	-	1,539.17
Undisputed Trade Receivables-considered doubtful	-	-	6.00	14.70	-	20.70
Disputed Trade Receivables considered good	-	-	-	-	-	-
Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
Total Due						**1,559.87**
Undue - considered good						2,817.31
Undue - considered doubtful						-
Provision for doubtful debts						(27.95)
Total Trade Receivable						**4,349.23**

Trade Receivables Ageing schedule

as on 01.04.2021

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months-1 year	1-2 yrs.	2-3 yrs.	More than 3 yrs.	
Undisputed Trade receivables-considered good	**181.11**	7.60	-	-	-	188.71
Undisputed Trade Receivables-considered doubtful	-	-	15.70	-	-	15.70
Disputed Trade Receivables considered good	-	-	-	-	-	-
Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
Total Due						**204.42**
Undue - considered good						2,139.44
Undue - considered doubtful						-
Provision for doubtful debts						(4.47)
Total Trade Receivable						**2,339.39**

NOTE 12

Current Financial Assets - Cash & Cash Equivalents (Amount ₹ in Lakhs)

PARTICULARS	31.03.2023 ₹	31.03.2022 ₹	01.04.2021 ₹
Cash on Hand			
-Cash	2.15	5.28	6.63
Balances With Bank			
-In Current Accounts	1,836.01	133.05	6.79
Others			
-Fixed Deposits	-	-	27.59
TOTAL	**1,838.15**	**138.33**	**41.00**

NOTE 13

Current Financial Assets - Loans (Amount ₹ in Lakhs)

PARTICULARS	31.03.2023 ₹	31.03.2022 ₹	01.04.2021 ₹
Current Assets (at amortised cost)			
Unsecured, considered good			
-Loan to Staff	15.61	17.43	14.30
TOTAL	**15.61**	**17.43**	**14.30**

NOTE 14

Other Current Financial Assets (Amount ₹ in Lakhs)

PARTICULARS	31.03.2023 ₹	31.03.2022 ₹	01.04.2021 ₹
Security Deposits (at amortised cost)			
Security Deposit against rental premises*	8.50	-	8.40
Others	23.59	15.31	-
TOTAL	**32.09**	**15.31**	**8.40**

NOTE 15

Current Tax Assets (Net) (Amount ₹ in Lakhs)

PARTICULARS	31.03.2023 ₹	31.03.2022 ₹	01.04.2021 ₹
Taxes paid (net off provision for tax)	-	-	13.45
TOTAL	-	-	**13.45**

NOTE 16

Other Current Assets (Amount ₹ in Lakhs)

PARTICULARS	31.03.2023 ₹	31.03.2022 ₹	01.04.2021 ₹
Advance To Creditors	2.91	92.96	0.94
Cenvat Credit/GST Credit Receivable	179.61	115.42	187.12
GST Refund Receivable on Exports under LUT	6.33	10.71	15.39
Margin Account Balance	-	-	58.87
Prepaid Expenses	51.03	0.34	52.20
ITC of GST on RCM	0.14	0.06	-
Advance Brokerage On Shares	4.60	1.38	-
Other Receivables	7.89	7.89	6.74
TOTAL	**252.51**	**228.76**	**321.26**

NOTE 17

Equity Share capital (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023 ₹	31.03.2022 ₹	01.04.2021 ₹
(A)	Authorised Share Capital			
1	1,10,00,000 Equity Shares of Rs 10/- each (60,00,000 Equity Shares of Rs 10/- each as at 31.03.2022 & 60,00,000 Equity Shares of Rs 10/- each as at 01.04.2021)	1,100.00	600.00	600.00
		1,100.00	**600.00**	**600.00**
(B)	Issued,Subscribed and Paid-up Share Capital			
1	1,07,43,880 Equity Shares of Rs 10/- each fully paid - up (53,71,940 Equity Shares of Rs 10/- each fully paid - up as at 31.03.2022 & 53,71,940 Equity Shares of Rs 10/- each fully paid - up as at 01.04.2021)	1,074.39	537.19	537.19
		1,074.39	**537.19**	**537.19**

NOTE 17.1

Reconciliation Of Shares Outstanding At The Beginning And At The End Of The Year

(Shares in Numbers & Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023		31.03.2022		01.04.2021	
		Nos.	₹	Nos.	₹	Nos.	₹
(A)	Equity Shares						
1	Shares Outstanding at the beginning of the year	53,71,940	537.19	53,71,940	537.19	53,71,940	537.19
2	Additions during the year						
i)	Bonus Shares issued during the year	53,71,940	537.19	-	-	-	-
ii)	Fresh Issue during the year	-	-	-	-	-	-
3	Deductions during the year	-	-	-	-	-	-
4	Shares Outstanding at the end of the year	**1,07,43,880**	**1,074.39**	**53,71,940**	**537.19**	**53,71,940**	**537.19**

NOTE 17.2

Share Capital

(A)	The company has only 1 class of Equity shares.
(B)	Each holder of Equity shares is entitled to one vote per share.
(C)	The dividend proposed by the Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting, except in the case of interim dividend.
(D)	In the event of Liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion of their shareholding

NOTE 17.3

Details Of Shareholders Holding More Than 5% Shares In The Company (Shares in Numbers)

	PARTICULARS	31.03.2023		31.03.2022		01.04.2021	
		No. of Shares	% of Holding	No. of Shares	% of Holding	No. of Shares	% of Holding
(A)	Equity Shares						
1	Darshan Chauhan	23,08,000	21.48	11,54,000	21.48	11,54,000	21.48
2	Mahendra Chauhan	23,08,000	21.48	11,54,000	21.48	11,54,000	21.48
3	Mangesh Chauhan	23,24,000	21.63	11,62,000	21.63	11,62,000	21.63
	Total	**69,40,000**	**64.59**	**34,70,000**	**64.59**	**34,70,000**	**64.59**

NOTE 17.4

Aggregate number of bonus shares issued, shares issued for consideration other then cash during the period of five years immediately preceding the reporting date

	PARTICULARS	(Aggregate No. of Shares) for the year ended				
		31.03.2023	31.03.2022	31.03.2021	31.03.2020	31.03.2019
1	Fully Paid up Equity Shares by way of Bonus (Shares in Numbers)	53,71,940	-	-	-	-

NOTE 17.5

Shares held by promoters as at 31st March 2023

Sn	Shares held by promoters at the end of the year Promoter Name	No of Shares	% of Total Shares	% Change during the Year
1	Mangesh Ramesh Chauhan	23,24,000	21.63%	0.00%
2	Mahendra Champalal Chauhan	23,08,000	21.48%	0.00%
3	Darshan Ramesh Chauhan	23,08,000	21.48%	0.00%
4	Mahendra C Chauhan Huf	3,20,552	2.98%	0.00%
5	Mangesh R Chauhan Huf	3,20,552	2.98%	0.00%
6	Darshan R Chauhan Huf	3,20,552	2.98%	0.00%
	TOTAL	**79,01,656**	**73.55%**	

Shares held by promoters as at 31st March 2022

Sn	Shares held by promoters at the end of the year Promoter Name	No of Shares	% of Total Shares	% Change during the Year
1	Mangesh Ramesh Chauhan	11,62,000	21.63%	0.00%
2	Mahendra Champalal Chauhan	11,54,000	21.48%	0.00%
3	Darshan Ramesh Chauhan	11,54,000	21.48%	0.00%
4	Mahendra C Chauhan Huf	1,60,276	2.98%	0.00%
5	Mangesh R Chauhan Huf	1,60,276	2.98%	0.00%
6	Darshan R Chauhan Huf	1,60,276	2.98%	0.00%
	TOTAL	**39,50,828**	**73.55%**	

Shares held by promoters as at 01st April 2021

Sn	Shares held by promoters at the end of the year Promoter Name	No of Shares	% of Total Shares	% Change during the Year
1	Mangesh Ramesh Chauhan	11,62,000	21.63%	0.00%
2	Mahendra Champalal Chauhan	11,54,000	21.48%	0.00%
3	Darshan Ramesh Chauhan	11,54,000	21.48%	0.00%
4	Mahendra C Chauhan Huf	1,60,276	2.98%	0.00%
5	Mangesh R Chauhan Huf	1,60,276	2.98%	0.00%
6	Darshan R Chauhan Huf	1,60,276	2.98%	0.00%
	TOTAL	**39,50,828**	**73.55%**	

NOTE 17.6

During the period of five years immediately preceeding the date as at which the Balance Sheet is prepared:

(a) **No Class of Shares were alloted as fully paid up pursuant to contract without payment being received in cash. (Refer Note 17.4 for issue of bonus shares)**

(b) **No Class of Shares were bought back by the company.**

NOTE 17.7

(a) **There are no calls unpaid**

(b) **There are no forfeited shares**

NOTE 18

Other Equity (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022	01.04.2021
(I)	Securities Premium			
	Balance as the beginning of the year	2,635.80	2,635.80	2,635.80
	Add: Additions during the year	-	-	-
	Less : Utilised for issue of Bonus Shares & Issue expenses	(537.19)	-	-
	Balance at the end of the year	**2,098.61**	**2,635.80**	**2,635.80**
(II)	Other Comprehensive Income			
	Balance at the beginning of the year	756.62	679.02	-
	Add: Remeasurements of Net Defined Benefit Plans	(0.94)	(8.37)	1.60
	Add: Fair valuation of Investments	387.23	85.98	677.41
	Balance at the end of the year	**1,142.92**	**756.62**	**679.02**
(III)	Retained Earnings			
	Balance as the beginning of the year	3,744.09	2,048.97	1,572.67
	Add:/Less: Profits attributable to owners of the company	1,860.88	1,695.12	476.30
	Add:/Less: Dividend	(107.44)	-	-
	Balance at the end of the year	**5,497.53**	**3,744.09**	**2,048.97**
	TOTAL	**8,739.06**	**7,136.51**	**5,363.79**

NOTE 18.1

Nature & Purpose of each Reserves under Other Equity

(a) **Securities premium reserve :** Securities premium reserve is created due to premium on issue of shares. These reserve is utilized in accordance with the provisions of the Companies Act, 2013. In current year it is utilised for issue of bonus shares.

(b) **Items of Other Comprehensive Income**

Remeasurements of Net Defined Benefit Plans : Differences between the interest income on plan assets and the return actually achieved, and any changes in the liabilities over the year due to changes in actuarial assumptions or experience adjustments within the plans, are recognised in other comprehensive income and are adjusted to retained earnings.

Fair valuation of investment : Non - current investments made by the company in quoted shares is recorded at fair value and the Gain/(loss) on revaluation is recognised in other comprehensive income

(c) **Retained Earnings**

Statement of Profit and Loss are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders.

NOTE 18.2

	PARTICULARS	31.03.2023 ₹	31.03.2022 ₹	01.04.2021 ₹
(A)	Dividends on Equity shares declared and paid			
	Interim dividend paid for the year ended on 31st March 2023 Re. 1 per Share	107.44	-	-
	TOTAL	**107.44**	-	-

NOTE 19

Non-Current Financial Liabilities - Borrowings (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022	01.04.2021
(A)	*Secured Loans :- (At Amortised cost)			
1	Term Loan Facilities from Banks	1,478.14	1,740.04	718.20
	Total Secured Borrowings	**1,478.14**	**1,740.04**	**718.20**
	TOTAL	**1,478.14**	**1,740.04**	**718.20**
	Current maturity of long term borrowing disclosed under 'short term borrowings' (Refer Note 23)	261.90	182.44	56.70
	Total non-current borrowings	**1,740.04**	**1,922.48**	**774.90**

Refer Note No - 46 for Interest rate Risk and Liquidity Risk.

Details of Security and Repayment Terms :

i The Company has availed Guaranteed Emergency Credit Line (GECL) Term Loan facility of ₹ 377.90 Lakhs (31 March 2022: ₹ 377.90 Lakhs).

The Facility is secured by (a) Second hypothecation charge on current assets financed through the additional WCTL. (b) Second hypothecation charge on current assets of the company. (c) Second charge by way of pledge on shares already pledged for existing facilities. (d) 100% credit guarantee by National Credit Guarantee Trust Company Limited (NCGTC).

The borrowing carries interest rate between 9% - 9.25% p.a. payable at monthly rest.

Outstanding balance for this borrowing is ₹ 267.68 Lakhs. Repayments till 2027.

ii The Company has availed Guaranteed Emergency Credit Line (GECL) Term Loan facility of ₹ 890.20 Lakhs (31 March 2022: ₹ 890.20 Lakhs).

The Facility is secured by (a) Second charge on current assets financed through the additional WCTL. (b) Second charge on all current assets of the companyalready charged for existing facilities. (c) Second charge by way of pledge on shares already pledged for existing facilities. (d) 100% credit guarantee by National Credit Guarantee Trust Company Limited (NCGTC).

The borrowing carries interest rate between 8% - 9.25% p.a. payable at monthly rest.

Outstanding balance for this borrowing is ₹ 890.20 Lakhs. Repayments till 2027.

iii The Company has availed Guaranteed Emergency Credit Line (GECL) Term Loan facility of ₹ 397.00 Lakhs (31 March 2022: ₹ 397.00 Lakhs).

The Facility is secured by (a) First and Pari-passu charge on stock and debtors and extension of charge on entire current assets of the company. (b) First and Pari-passu charge on Book Debts (c) Documents of title to goods under export. (d) Exclusive charge by way of pledge on equity shares of TCS and HDFC Bank with at least a value of Rs.15 Crore (e) Security interest/ charge on all movable/immovable assets created out of the WCTL. The borrowing carries interest rate between 9% - 9.25% p.a. payable at monthly rest.

Outstanding balance for this borrowing is ₹ 288.16 Lakhs. Repayments till 2025.

iv The Company has availed Guaranteed Emergency Credit Line (GECL) Term Loan facility of ₹ 294.00 Lakhs (31 March 2022: ₹ 294.00 Lakhs).

The Facility is secured by (a) First and Pari-passu charge on stock and debtors and extension of charge on entire current assets of the company.

(b) First and Pari-passu charge on Book Debts (c) Documents of title to goods under export.

(d) Exclusive charge by way of pledge on equity shares of TCS and HDFC Bank with at least a value of Rs.15 Crore (e) Security interest/charge on all movable/immovable assets created out of the WCTL. The borrowing carries interest rate between 9% - 9.25% p.a. payable at monthly rest.

Outstanding balance for this borrowing is ₹ 294.00 Lakhs. Repayments till 2027.

NOTE 19.1

Maturity Profile

Maturity of Secured Long term loan are as set below : (Amount ₹ in Lakhs)

	Maturity Period	31.03.2023	31.03.2022	01.04.2021
1	Within 1 year	261.90	182.44	56.70
2	1-2 years	487.92	261.90	182.44
3	2-3 years	458.70	487.92	190.88
4	Beyond 3 year	531.52	990.22	344.88
	Total	**1,740.04**	**1,922.48**	**774.90**

NOTE 20

Non Current - Financial Liabilities - Borrowings - Lease Liabilities

(Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022	01.04.2021
1	Present Value of Lease Obligations (at amortised cost) (Refer Note No 51)	3.74	40.64	-
	TOTAL	**3.74**	**40.64**	**-**

NOTE 21

Non current - Long Term Provisions

(Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022	01.04.2021
1	Provision for Gratuity payable	78.07	64.52	45.34
	TOTAL	**78.07**	**64.52**	**45.34**

NOTE 22

Non current - Deferred Tax Liabilities (Net)

(Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022	01.04.2021
1	Deferred Tax Liabilities in relation to			
(i)	Gain on fair valuation of investment	386.99	256.75	227.83
(ii)	Effect of deviation from ICDS and Valuation method u/s 145A	1.40	-	-
		388.39	**256.75**	**227.83**
2	Deferred Tax Assets in relation to			
(i)	Property, Plant and Equipment	6.45	6.00	5.08
(ii)	Provision for Employee Benefits	23.47	18.93	13.20
(iii)	Provision for Expected Credit Loss	6.82	7.03	1.12
(iv)	Effect of deviation from ICDS and Valuation method u/s 145A	-	-	7.92
(v)	Lease rentals	0.72	1.13	-
(vi)	Others	0.02	-	-
		37.48	**33.10**	**27.32**
	Net Deferred Tax Liabilities	**350.91**	**223.65**	**200.51**

NOTE 23

Current - Financial Liabilities - Borrowings

(Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022	01.04.2021
(A)	*Secured Borrowings :- (at amortised cost)			
1	Loans Repayable on Demand From Banks			
	Bank Overdraft	12,412.48	6,844.69	6,550.41
	Packing Credit	440.12	360.00	-
(B)	Current maturities of long term debt	261.90	182.44	56.70
	TOTAL	**13,114.50**	**7,387.13**	**6,607.11**

The Company has availed Cash credit, packing credit and working capital demand loans from Yes Bank Ltd, Federal Bank Limited, Axis Bank Limited and Indusind Bank Limited in Multi Banking Arrangement. These loans are secured by first pari passu charge by way of mortgage of Ofifce Premises and Factory premises of the Company, Director's residential property situated at Mumbai and Plot at Pali. First paripassu charge on all current assets of the company, Charge by way of pledge of shares with a minimum collateral cover of 0.5x, personal gurantee of directors and directors relatives.

NOTE 24

Current - Financial Liabilities - Borrowings - Lease Liabilities

(Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022	01.04.2021
1	Present Value of Lease Obligations (at amortised cost) (Refer Note No 51)	47.52	45.75	-
	TOTAL	**47.52**	**45.75**	**-**

NOTE 25

Current - Financial Liabilities - Trade payables

(Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022	01.04.2021
(A)	Micro and Small Enterprises			
1	Trade Payables for Goods	138.26	136.87	0.15
2	Trade Payables for Expenses	0.61	0.61	0.65
		138.87	**137.48**	**0.80**
(B)	Others			
1	Trade Payables for Goods	-	0.01	-
2	Trade Payables for Expenses	8.94	3.28	5.32
		8.94	**3.29**	**5.32**
	TOTAL	**147.80**	**140.77**	**6.12**

NOTE 25.1

MICRO, SMALL AND MEDIUM ENTERPRISES HAVE BEEN IDENTIFIED BY THE COMPANY ON THE BASIS OF THE INFORMATION AVAILABLE.

(Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022	01.04.2021
(A)	Dues remaining unpaid as at 31st March			
	Principal	138.87	137.48	0.80
	Interest on the above	-	-	-
(B)	Interest paid in terms of Section16 of the act along with amount of payment made to the supplier beyond the appointed day during the year.	-	-	-
	Principal paid beyond the appointed date	-	-	-
	Interest paid in terms of Section 16 of the act	-	-	-
(C)	Amount of interest due and payable for the period of delay on payments made beyond the appointed day during the year	-	-	-
(D)	Further interest due and payable even in the succeeding years, until such date when the interest due as above are actually paid to the small enterprises.	-	-	-
(E)	Amount of interest accrued and remaining unpaid as at 31st March	-	-	-

NOTE 25.2

Trade Payables ageing schedule

As on 31.03.2023

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 yr.	1-2 yrs.	2-3 yrs.	More than 3 yrs.	
(i) MSME	-	-	-	-	-
(ii) Others	8.10	-	-	-	8.10
(iii) Disputed dues- MSME	-	-	-	-	-
(iv) Disputed dues- Others	-	-	-	-	-
Total Due					**8.10**
MSME - Undue					138.87
Others - Undue					0.83
Total					**147.80**

Trade Payables ageing schedule

As on 31.03.2022

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 yr.	1-2 yrs.	2-3 yrs.	More than 3 yrs.	
(i) MSME	0.61	-	-	-	0.61
(ii) Others	1.35	1.94	-	-	3.29
(iii) Disputed dues- MSME	-	-	-	-	-
(iv) Disputed dues- Others	-	-	-	-	-
Total Due					**3.90**
MSME - Undue					136.86
Others - Undue					0.01
Total					**140.77**

Trade Payables ageing schedule

As on 01.04.2021

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 yr.	1-2 yrs.	2-3 yrs.	More than 3 yrs.	
(i) MSME	0.59	-	-	-	0.59
(ii) Others	0.97	-	-	-	0.97
(iii) Disputed dues- MSME	-	-	-	-	-
(iv) Disputed dues- Others	-	-	-	-	-
Total Due					**1.57**
MSME - Undue					0.21
Others - Undue					4.35
Total					**6.12**

NOTE 26

Current - Financial Liabilities - Other Financial Liabilities (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022	01.04.2021
1	Interest Payable	44.80	37.84	2.97
	TOTAL	44.80	37.84	2.97

NOTE 27

Current - Other Current Liabilities (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022	01.04.2021
1	Margin Account Balance	4.37	-	-
2	Outstanding Expenses	4.43	2.68	8.57
3	Rental Deposit	-	-	2.00
4	Statutory Dues Payable	6.15	3.72	3.12
5	Advance from Debtors	0.01	0.01	-
	TOTAL	14.96	6.41	13.69

NOTE 28

Current - Short Term Provision (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022	01.04.2021
(A)	Provision for employee benefits			
1	- Provision for Gratuity	15.19	10.69	7.10
2	- Salaries & Wages Payable	5.75	3.07	-
(B)	Others			
1	- Audit fees	2.43	1.58	1.62
2	- Professional fees	2.25	-	-
	TOTAL	25.62	15.33	8.72

NOTE 29

Current Tax Liabilities (Net) (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022	01.04.2021
(A)	Provision for Statutory Liabilities			
1	- Provision for Tax (Net of Taxes paid)	99.39	139.57	-
	TOTAL	99.39	139.57	-

NOTE 30

Revenue From Operation (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
(A)	Revenue From Sale of Products		
1	Local Sales	1,11,396.32	77,527.56
2	Export Sales	3,533.26	943.26
		1,14,929.58	78,470.82
(B)	Revenue From Sale of Services		
1	Labour Charges	450.49	99.38
		450.49	99.38
	TOTAL	1,15,380.07	78,570.20

NOTE 31

Other Income (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
1	Dividend Income	62.43	21.08
2	Foreign Exchange Revaluation Gain/Loss	31.61	18.37
3	Gains on sale of Investments	0.00	1,015.54
4	Interest Income	0.66	1.10
5	Reversal of Expected Credit Loss	0.85	-
	TOTAL	95.56	1,056.09

NOTE 32

Cost of Material Consumed

(Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
(A)	**Raw Materials**		
1	Opening Stock	-	1,083.58
2	Add : Purchased during the year	1,10,855.16	75,702.22
3	Add : Consumables	236.84	146.51
4	Add : Labour Charges Paid	396.79	470.67
5	Less : Closing Stock	-	-
	TOTAL	1,11,488.78	77,402.98

NOTE 33

Changes In Inventories Of Finished Goods, Work In Progress And Stock In Trade

(Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
(A)	**Finished Goods**		
1	Opening Stock	7,287.51	5,747.47
2	Closing Stock	7,934.13	7,287.51
		(646.62)	**(1,540.04)**
(B)	**Work in Progress**		
1	Opening Stock	149.99	-
2	Closing Stock	588.39	149.99
		(438.40)	**(149.99)**
	TOTAL	(1,085.02)	(1,690.03)

NOTE 34

Employee Benefits Expenses

(Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
(A)	**Salaries and wages**		
1	-Directors Remuneration	87.75	56.25
2	-Salaries, Wages & Bonus	395.79	198.30
(B)	**Contribution to provident and other funds**		
1	-Contribution to PF, ESIC and MLWF	25.80	15.81
2	-Provision for gratuity	17.02	11.58
(C)	**Staff welfare expenses**		
1	-Staff Welfare	14.42	9.23
	TOTAL	540.78	291.17

NOTE 35

Finance Cost

(Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
(A)	**Interest expense**		
1	-Bank Interest on Overdraft	775.94	604.41
2	-Interest on Loans	167.91	96.87
3	-Interest on Packing Credit	35.32	13.77
		979.16	**715.04**
(B)	**Other borrowing costs**		
1	-Bank charges and Processing Fees	94.93	79.04
2	-Other Expenses	0.63	0.16
		95.56	**79.20**
(C)	**Interest on Lease Finance**	6.48	7.72
		6.48	**7.72**
	TOTAL	1,081.20	801.96

NOTE 36

Depreciation And Amortisation Expenses

(Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
1	Depreciation on plant, property and equipment	93.84	76.24
2	Amortisation on Intangible assets	1.36	0.02
3	Depreciation on Right -of- use Asset	47.28	35.33
	TOTAL	142.48	111.60

NOTE 37

Other Expenses

(Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
1	Audit fees	7.20	4.00
2	Advertisement expense	7.90	0.35
3	Business Promotion expenses	27.74	6.24
4	Bonus Issue expense	19.19	-
5	Commission Expense	-	0.56
6	CSR Expenses	15.50	10.20
7	Designing Expenses	128.52	124.74
8	Exhibition Expenses	89.58	29.90
9	Factory Expenses	54.70	39.60
10	GST paid including interest and penalty	-	12.23
11	GST Written off	4.27	-
12	Hallmarking Charges	123.49	133.20
13	Insurance Expenses	4.16	3.57
14	Keyman Insurance Premium	10.56	28.99
15	Listing Fees	11.63	1.43
16	Motorcar Expenses	11.58	9.49
17	Other Expenses	49.26	20.99
18	Packing Materials	10.29	6.28
19	Power & Fuel	56.51	35.66
20	Professional Fees	84.50	13.75
21	Provision for bad and doubtful debts	-	23.48
22	Rent Expense	4.23	-
23	Repairs & Maintainence	20.67	24.86
24	Security Charges	11.61	3.20
25	Transport expenses	15.71	2.21
26	Travelling expenses	5.88	2.54
27	Interest on Income Tax liability	29.46	-
28	Loss on Sale of Shares	0.06	-
	TOTAL	804.19	537.47

NOTE 37.1

Payments to Auditors

(Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
(A)	As an Auditor		
1	Statutory Audit Fees	7.20	4.00
2	Other Certification Charges	0.08	-
3	Others	4.05	-
	TOTAL	11.33	4.00
	(Excluding GST)		

NOTE 37.2

Corporate Social Responsibility

The Company has spent Rs.15.50 lakhs during the financial year (Previous Year: Rs.10.20 lakhs) as per the provisions of Section 135 of The Companies Act, 2013 towards Corporate Social Responsibility (CSR) activities.

(a) Gross amount required to be spent during the year Rs.15.25 lakhs (Previous Year Rs. 10.21 lakhs)

(b) Amount spent during the year:

	PARTICULARS	31.03.2023	31.03.2022
1	On Elderly and Medical Sector	-	10.20
2	On education, Health, Poverty alleviation, others	15.50	-

(c) Excess spent of Rs. 0.25 Lakhs in FY 22-23 is available for set off in succeeding financial years

NOTE 38.1

Other Comprehensive Income – Items That Will Not Be Reclassified To Profit And Loss (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
1	Remeasurement of Defined Benefit Plan	(1.25)	(11.19)
	TOTAL	**(1.25)**	**(11.19)**

NOTE 38.2

Other Comprehensive Income – Items That Will Be Reclassified To Profit And Loss (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
1	Fair Value of Investment in equity shares	517.47	114.89
	TOTAL	**517.47**	**114.89**

NOTE 39

Income Tax Expenses (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
1	Current Tax	645.00	479.00
2	Deferred Tax	(2.66)	(2.97)
	Total Tax Expenses	**642.34**	**476.03**

NOTE 40

Earning Per Equity Shares (EPS) (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
(A)	**Face Value per Equity Share**	10.00	10.00
(B)	**Basic Earning Per Share (Rs.)**		
1	Net Profit after Tax as per Statement of Profit and Loss Attributable to Equity Shareholders (Rs.)	1,860.88	1,695.12
2	Adjusted weighted average number of equity shares outstanding (No.) for calculating Basic EPS	107.44	107.44
3	**Basic EPS (Rs.)**	**17.32**	**15.78**
(B)	**Diluted Earning Per Share (Rs.)**		
1	Net Profit after Tax as per Statement of Profit and Loss Attributable to Equity Shareholders (Rs.)	1,860.88	1,695.12
2	Adjusted weighted average number of equity shares outstanding (No.) for calculating Diluted EPS	107.44	107.44
3	**Diluted EPS (Rs.)**	**17.32**	**15.78**

NOTE 41

Income Tax

(A) Current Tax Laibilities (Net) **(Amount ₹ in Lakhs)**

	PARTICULARS	31.03.2023	31.03.2022	01.04.2021
1	Opening Balance	139.57	(13.45)	47.89
2	Add : Current Tax Provision for the year	645.00	479.00	132.01
3	Add/Less : Interest on Income Tax liability	29.47	-	-
4	Less : Taxes Paid	(714.64)	(325.98)	(193.34)
5	Closing Balance	**99.39**	**139.57**	**(13.45)**

The closing balance of current tax liability is net of advance tax and tax deducted at source.

(B) Deferred Tax Liabilities (Net) **(Amount ₹ in Lakhs)**

	PARTICULARS	31.03.2023	31.03.2022	01.04.2021
1	Opening Balance	223.65	200.51	(18.68)
2	Add/Less : Deferred Tax Charge/(Credit) to Statement of P&L	(2.66)	(2.96)	(9.18)
3	Add/Less : Deferred Tax Charge/(Credit) to Statement of OCI	129.92	26.10	228.37
4	Closing Balance	**350.91**	**223.65**	**200.51**

(C) Summary of Income Tax Expenses **(Amount ₹ in Lakhs)**

	PARTICULARS	31.03.2023	31.03.2022	01.04.2021
1	Current Tax	645.00	479.00	132.01
2	Deferred Tax	(2.66)	(2.96)	(9.18)
	Total Tax Expenses	**642.34**	**476.04**	**122.83**

(D) Movement in Deferred Tax Assets & Liabilities **(Amount ₹ in Lakhs)**

	PARTICULARS	Charge/(Credit) to Statement of P&L			Charge/(Credit) to OCI		
		31.03.2023	31.03.2022	01.04.2021	31.03.2023	31.03.2022	01.04.2021
1	Property Plant & Equipments and Intangible Assets	(0.45)	(0.92)	2.25	-	-	-
2	Fair Value of Non Current Investments - Financial Assets	-	-	-	130.24	28.92	227.83
3	Provision for Employee Benefits	(4.23)	(2.92)	(2.38)	(0.31)	(2.82)	0.54
4	Provision for Expected Credit Loss	0.21	(5.91)	(1.12)	-	-	-
5	Lease Rental	0.41	(1.13)	-	-	-	-
6	Interest unwinding on security deposit	(0.02)	-	-	-	-	-
7	Effect of deviation from ICDS and Valuation method u/s 145A	1.40	7.92	(7.92)	-	-	-
	Total	**(2.66)**	**(2.96)**	**(9.18)**	**129.92**	**26.10**	**228.37**

(E) Taxation **(Amount ₹ in Lakhs)**

	PARTICULARS	31.03.2023	31.03.2022	01.04.2021
	The income tax expenses for the year can be reconciled to the accounting profit as follows:			
1	Profit Before Tax (Before Exceptional Items)	2,503.22	2,171.16	599.14
	applicable Tax Rate (in %)	25.17%	25.17%	25.17%
2	Computed Tax Expenses	630.01	546.44	150.79
3	Add/(Less) Tax Effect of:			
	Expenses Disallowed	53.38	32.94	24.71
	Additional Allowances (net)	(39.18)	(18.33)	(14.21)
	Income taxable at lower rate	0.01	(81.32)	(31.23)
		14.22	(66.72)	(20.73)
	Short/Excess Provision of Earlier years	-	-	-
4	**Current tax Provision**	**644.23**	**479.72**	**130.06**
5	**Effective Tax Rate (in %)**	**25.74%**	**22.10%**	**21.71%**

NOTE 42

Contingent Liabilities & Commitments (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
(A)	Contingent Liabilities		
1	GST dispute	21.30	21.30

Note 43

Defined Benefit Plans

The Company participates in a number of defined contribution plans on behalf of relevant personnel. Any expense recognised in relation to these schemes represents the value of contributions payable during the period by the Company at rates specified by the rules of those plans. The only amounts included in the balance sheet are those relating to the prior months contributions that were not due to be paid until after the end of the reporting period.

The major defined contribution plans operated by the Company are as below:

a) Provident fund

In accordance with the Employee's Provident Fund and Miscellaneous Provisions Act, 1952 eligible employees of the Company are entitled to receive benefits in respect of provident fund, a defined contribution plan, in which both employees and the Company make monthly contributions at a specified percentage of the covered employees' salary. The contributions, as specified under the law, are made to the provident fund administered and managed by Government of India. The Company has no further obligations under the fund managed by the GOI beyond its monthly contributions which are charged to the Statement of Profit and Loss in the period they are incurred. The benefi ts are paid to employees on their retirement or resignation from the Company.

(Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
(A)	Employers contribution to Provident Fund	23.04	13.61

b) Gratuity

The Company has an obligation towards gratuity, an funded defined benefit retirement plan covering eligible employees. The plan provides for lump sum payment to vested employees at retirement, death while in employment or on termination of the employment of an amount equivalent to 15 days salary, as applicable, payable for each completed year of service, without any payment ceiling. Vesting occurs upon completion of five years of service. The Company accounts for the liability for gratuity benefits payable in the future based on an actuarial valuation. The most recent actuarial valuation of the present value of the defined benefit obligation was carried out at March 31, 2023 by an independent actuary. The present value of the defined benefit obligation, and the related current service cost and past service cost, were measured using the projected unit credit method.

(A) Reconciliation of Opening and Closing balances of Defined Benefit Obligation (DBO)

(Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
1	Defined Benefit obligation at beginning of year	7,521.00	5,244.00
2	Current Service Cost	1,236.00	854.00
3	Past Service Cost	-	-
4	Interest Cost	466.00	304.00
5	Actuarial (Gains)/Losses on Obligations - Due to Change in Financial Assumptions	(465.00)	(172.00)
6	Actuarial (Gains)/Losses on Obligations - Due to Experience	590.00	1,291.00
7	Benefits paid	(22.00)	-
8	Defined Benefit obligation at year end	9,326.00	7,521.00

(B) Reconciliation of Fair Value of Plan Assets (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
1	Fair Value of Plan Assets at start of the year	-	-
2	Contributions by Employer	22.00	-
3	Benefits Paid	(22.00)	-
4	Interest Income on Plan Assets	-	-
	Re-measurements:		-
5	Return on plan assets excluding amount included in net interest on the net defined benefit liability/ (asset)	-	-
6	Fair Value of Plan Assets at end of the year	-	-
7	Actual Return on Plan Assets	-	-
8	Expected Employer Contributions for the coming year	-	-

(C) Amount recognized in Balance Sheet (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
1	Present Value of DBO	9,326.00	7,521.00
2	Fair value of Plan assets	-	-
3	Liability/ (Asset) recognised in the Balance Sheet	**9,326.00**	**9,521.00**
4	Funded Status [Surplus/ (Deficit)]	(9,326.00)	(7,521.00)
5	Of which, Short term Liability	1,519.00	1,069.00
6	Experience Adjustment on Plan Liabilities: (Gain)/ Loss	**590.00**	**1,291.00**

(D) Expenses recognised during the year (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
1	Current Service Cost	1,236.00	854.00
2	Past Service Cost	-	-
3	Net Interest Cost	466.00	304.00
4	Expenses recognised in P & L	**1,702.00**	**1,158.00**

(E) Expenses recognised in Other Comprehensive Income (OCI) (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
1	Balance at start of year (Loss)/ Gain	-	-
2	Actuarial (Loss)/ Gain from changes in financial assumptions	465.00	172.00
3	Actuarial (Loss)/ Gain from experience over the past year	(590.00)	(1,291.00)
4	Re-measurements on Plan Assets		-
	Return on Plan assets, excluding amount included in net interest on the net defined benefit liability/ (asset)	-	-
5	Balance at end of year (Loss)/ Gain	**(125.00)**	**(1,119.00)**

(F) Actuarial Assumptions

	PARTICULARS	31.03.2023 ₹	31.03.2022 ₹
1	Salary Growth Rate	5% p.a.	5% p.a.
2	Discount Rate	7.1% p.a.	6.2% p.a.
3	Net Interest Rate on Net DBO/ (Assets)	6.2% p.a.	5.8% p.a.
4	Withdrawal Rate	15% p.a.	15% p.a.
5	Mortality	IALM 2012-14 (Ult.)	IALM 2012-14 (Ult.)
6	Expected weighted average remaining working life	5 years	5 years

(G) Percentage Break-down of Total Plan Assets (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
1	Investment Funds with Insurance Company		
	Of which, Unit Linked	0.0%	0.0%
	Of which, Traditional/ Non-Unit Linked	0.0%	0.0%
2	Cash and cash equivalents	0.0%	0.0%
3	Total	**0.0%**	**0.0%**

Note: None of the assets carry a quoted market price in an active market or represent the entity's own transferable financial instruments or are property occupied by the entity.

(H) Movement in Surplus/ (Deficit) (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
1	Surplus/ (Deficit) at start of year	(7,521.00)	(5,244.00)
2	Current Service Cost	(1,236.00)	(854.00)
3	Past Service Cost	-	-
4	Net Interest on net DBO	(466.00)	(304.00)
5	Re-measurements gain/ (loss)	(125.00)	(1,119.00)
6	Contributions	22.00	-
7	Surplus/ (Deficit) at end of year	**(9,326.00)**	**(7,521.00)**

NOTE 44

Related party transactions

(A) List Of Related Parties Where Control Exists And Relationships:

	PARTICULARS	Relationship
1	Darshan Chauhan	Director
2	Mangesh Chauhan	Director
3	Mahendra Chauhan	Director
4	Darshan Chauhan HUF	HUF of Director
5	Mangesh Chauhan HUF	HUF of Director
6	Mahendra Chauhan HUF	HUF of Director
7	Pooja Haresh Shah	Company Secretary

(B) Transactions with related parties **(Amount ₹ in Lakhs)**

	PARTICULARS	31.03.2023	31.03.2022
(i)	With Key Managerial Personnel		
1	**Directors Remuneration**		
	- Darshan Chauhan	29.25	20.31
	- Mangesh Chauhan	29.25	20.31
	- Mahendra Chauhan	29.25	20.31
2	**Rent Paid**		
	- Darshan Chauhan	10.40	10.40
	- Mangesh Chauhan	10.40	10.40
	- Mahendra Chauhan	10.40	10.40
3	**Dividend Paid**		
	- Darshan Chauhan	23.08	-
	- Mangesh Chauhan	23.24	-
	- Mahendra Chauhan	23.08	-
(ii)	With Relatives of Key Managerial Personnel		
1	**Dividend Paid**		
	- Darshan Chauhan HUF	3.21	-
	- Mangesh Chauhan HUF	3.21	-
	- Mahendra Chauhan HUF	3.21	-
(iii)	Company Secretary & Compliance Officer		
1	**Salary & Bonus**		
	- Pooja Haresh Shah	2.40	0.60

Note: The transactions with related parties are made in the normal course of business and on terms equivalent to those that prevail in arm's length transactions.

(C) Balance at the end of year **(Amount ₹ in Lakhs)**

	PARTICULARS	31.03.2023	31.03.2022
(i)	Payable to Key Managerial Personnel		
1	Remuneration Payable		
	- Darshan Chauhan	1.97	1.04
	- Mangesh Chauhan	1.78	1.04
	- Mahendra Chauhan	2.00	0.98

NOTE: 45

Financial instruments

Fair values

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes in to account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, Level 2 or Level 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurements in its entirety, which are described as follows:

- **Level 1:** inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.
- **Level 2:** inputs are inputs, other than quoted prices included within level 1, that are observable for the asset or liability, either directly or indirectly; and
- **Level 3:** inputs are unobservable inputs for the asset or liability.

The management assessed that cash and cash equivalents, trade receivables, trade payables, bank overdrafts and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

- Long-term fixed-rate and variable-rate receivables/borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, individual creditworthiness of the customer and the risk characteristics of the financed project. Based on this evaluation, allowances are taken into account for the expected credit losses of these receivables.
- The fair values of the quoted notes and bonds are based on price quotations at the reporting date. The fair value of unquoted instruments, loans from banks and other financial liabilities, obligations under finance leases, as well as other non-current financial liabilities is estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities. In addition to being sensitive to a reasonably possible change in the forecast cash flows or the discount rate, the fair value of the equity instruments is also sensitive to a reasonably possible change in the growth rates. Management regularly assesses a range of reasonably possible alternatives for those significant unobservable inputs and determines their impact on the total fair value.
- The fair values of the Company's interest-bearing borrowings and loans are determined by using DCF method using discount rate that reflects the issuer's borrowing rate as at the end of the reporting period.

NOTE: 46

Financial risk management objectives and policies:

The Company's principal financial liabilities comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations and to provide guarantees to support its operations. The Company's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations. The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks providing an assurance that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarized below.

(A) Financial risk management

The management of the company is responsible for overseeing the Risk Management Framework for developing and monitoring the Company's risk management policies. The risk management policies are established to ensure timely identification and evaluation of risks, setting acceptable risk thresholds, identifying, and mapping controls against these risks, monitor the risks and their limits, improve risk awareness and transparency. Risk management policies and systems are reviewed regularly to reflect changes in the market conditions and the Company's activities to provide reliable information to the Management and the Board to evaluate the adequacy of the risk management framework in relation to the risk faced by the Company.

The risk management policies aim to mitigate the following risks arising from the financial instruments:

- Market risk
- Credit risk; and
- Liquidity risk

(B) 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 the market prices. The Company is exposed in the ordinary course of its business to risks related to changes in foreign currency exchange rates, commodity prices and interest rates.

The Company seeks to minimize the effects of these risks by using derivative financial instruments to hedge risk exposures. The use of financial derivatives is governed by the Company's policies approved by the Board of Directors, which provide written principles on foreign exchange risk, interest rate risk, credit risk, the use of financial derivatives and non-derivative financial instruments, and the investment of excess liquidity. Compliance with policies and exposure limits is reviewed by the Management and the internal auditors on a continuous basis. The Company does not enter into or trade financial instruments, including derivatives for speculative purposes.

(C) **Foreign currency risk management**

The Company's functional currency is Indian Rupees (INR). The Company undertakes transactions denominated in foreign currencies; consequently, exposure to exchange rate fluctuations arise. Volatility in exchange rates affects the Company's revenue from export markets and the costs of imports, primarily in relation to raw materials. The Company is exposed to exchange rate risk under its trade and debt portfolio.

Adverse movements in the exchange rate between the Rupee and any relevant foreign currency result's in increase in the Company's overall debt position in Rupee terms without the Company having incurred additional debt and favourable movements in the exchange rates will conversely result in reduction in the Company's receivables in foreign currency. In order to hedge exchange rate risk, the Company has a policy to hedge cash flows up to a specific tenure using forward exchange contracts and options. In respect of imports and other payables, the Company hedges its payables as when the exposure arises. Short term exposures are hedged progressively based on their maturity.

All hedging activities are carried out in accordance with the Company's internal risk management policies, as approved by the Board of Directors, and in accordance with the applicable regulations where the Company operates. The company has entered into currency swap transaction during the year.

The carrying amounts of the Company's monetary assets and monetary liabilities at the end of the reporting period are disclosed in Note 46

(D) **Credit risk management:**

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk encompasses both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration risks. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults.

Company's credit risk arises principally from the trade receivables, loans, cash & cash equivalents and financial guarantees.

Trade receivables

Customer credit risk is managed centrally by the Company and subject to established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating scorecard and individual credit limits defined in accordance with the assessment.

Credit risk on receivables is also mitigated by securing the same against letters of credit and guarantees of reputable nationalized and private sector banks. Trade receivables consist of many customers spread across diverse industries and geographical areas with no significant concentration of credit risk. The outstanding trade receivables are regularly monitored, and appropriate action is taken for collection of overdue receivables. The company has also taken insurance cover of trade receivable exposure to mitigate credit risk.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, many minor receivables are grouped into homogenous groups and assessed for impairment collectively. The calculation is based on exchange losses historical data.

The ageing analysis of trade receivables as of the reporting date is as follows:

(Rs. In lakhs)

Ageing of trade receivables	As at March 31, 2023	As at March 31, 2022
Within the credit period	4,712.01	2,817.31
0 - 180 days past due	1,997.18	1,539.17
More than 180 days past due	21.32	20.70
Total Trade Receivables	**6,730.51**	**4,377.18**

Reconciliation of loss allowance provision for Trade Receivables:

(Rs. In lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Balance as at the beginning of the year	27.95	4.47
Impairment losses recognised in the year based on lifetime expected credit losses	-	23.48
Amounts written off during the year as uncollectible	-	-
Amounts reversed during the year	0.85	-
Amounts recovered during the year	-	-
Balance at the end of the year	**27.10**	**27.95**

Cash and cash equivalents

Credit risks from balances with banks and financial institutions are managed in accordance with the Company policy.

In addition, the Company is exposed to credit risk in relation to financial guarantees given to banks and other counterparties. The Company's maximum exposure in this respect is the maximum amount of the Company would have to pay if the guarantee is called upon.

(E) **Liquidity risk management**

Liquidity risk refers to the risk of financial distress or extraordinary high financing costs arising due to shortage of liquid funds in a situation where business conditions unexpectedly deteriorate and requiring financing. The Company requires funds both for short term operational needs as well as for long term capital expenditure growth projects. The Company generates sufficient cash flow for operations, which together with the available cash and cash equivalents and short term investments provide liquidity in the short-term and long- term. The Company has established an appropriate liquidity risk management framework for the management of the Company's short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

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

Year ended 31st March 2023 (Amount ₹ in Lakhs)

Particulars	On Demand	Less than 3 months	3 to 12 months	1 to 5 years	>5 years	Total
Borrowings (Other than Lease Liabilities)	12,852.60	-	261.90	1,478.14	-	14,592.64
Lease Liabilities	-	13.74	33.78	3.74	-	51.26
Trade Payables	-	139.70	8.10	-	-	147.80
Total	**12,852.60**	**153.44**	**303.78**	**1,481.88**	**-**	**14,791.70**

Year ended 31st March 2022 (Amount ₹ in Lakhs)

Particulars	On Demand	Less than 3 months	3 to 12 months	1 to 5 years	>5 years	Total
Borrowings (Other than Lease Liabilities)	7,204.69	-	182.44	1,740.04	-	9,127.17
Lease Liabilities	-	11.03	34.73	40.64	-	86.40
Trade Payables	-	136.87	3.90	-	-	140.77
Total	**7,204.69**	**147.90**	**221.07**	**1,780.68**	**-**	**9,354.34**

Collateral

The Company has pledged part of its trade receivables, short term investments, cash and cash equivalents and all current assets to fulfil certain collateral requirements for the banking facilities extended to the Company. There is obligation to return the securities to the Company once these banking facilities are surrendered.

Capital management

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

The Company manages its capital structure and adjusts in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company's policy is to keep the gearing ratio between 30% and 75%. The Company includes within net debt, interest bearing loans and borrowings, less cash, and cash equivalents, excluding discontinued operations.

The Company monitors its capital using gearing ratio, which is net debt divided to total equity. Net debt includes, interest bearing loans and borrowings less cash and cash equivalents, bank balances other than cash and cash equivalents and current investments. Company's gearing ratio at the end of the reporting period is as follows:

(Amount Rs. In lakhs)

Particulars	31.03.2023	31.03.2022
Long Term Borrowings	1,478.14	1,740.04
Current maturities of long-term debt	261.90	182.44
Short Term Borrowings	12,852.60	7,204.69
Less: Cash and Cash Equivalent	(1838.15)	(138.33)
Less: Bank balances other than cash and cash equivalent	-	-
Net Debt	**12,754.49**	**8,988.84**
Total Equity	9,813.45	7,673.71
Capital and Net Debt	**22,567.94**	**16,662.55**
Gearing Ratio	56.52%	53.95%

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

No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March 2023 and 31 March 2022.

Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

NOTE 47

Ratios

Sr No.	Ratios	Numerator	Denominator	Current Year	Previous Year	% Variance
1	Current ratio (in times)	Total current assets	Total current liabilities	1.29	1.57	-17.93%
2	Debt-equity ratio (in times)	Total Debt (Borrowing + Lease Liability)	Shareholder's Equity	1.49	1.20	24.28%
3	Debt service coverage ratio (in times)	Earning for Debt Service = Net Profit after taxes + Non cash operating expenses	Debt service = Interest & Lease payments + Principal repayments	8.53	19.06	-55.23%
4	Return on equity ratio (in %)	Net Profit After Tax	Average Shareholders Equity	21.28	24.97	-14.78%
5	Inventory turnover ratio (in times)	Cost of Goods Sold	Average Inventory	13.94	10.69	30.39%
6	Trade receivables turnover ratio (in times)	Revenue from operations	Average trade receivables	20.88	23.49	-11.13%
7	Trade payables turnover ratio (in times)	Net Purchases	Average trade payables	768.29	1,030.68	-25.46%
8	Net capital turnover ratio (in times)	Revenue from operations	Average working capital (i.e. Total current assets less Total current liabilities)	29.82	17.80	67.50%
9	Net profit ratio (in %)	Net Profit After Tax	Revenue from operations	1.61	2.16	-25.24%
10	Return on capital employed (in %)	Earnings before Interest and Taxes	Capital employed = Tangible Networth+ Total Debt + Deferred Tax Liability	14.48	17.70	-18.17%
11	Return on investment (in %)					
	(a) On Equity Instruments	Dividend Income + Gain/ Loss on Investments	Average Value of Investments in Equity Instuments	76.79	33.15	131.64%

Remarks:

1 Debt service coverage ratio is decreased due to increase in loan repayment commitments falling due.

2 Inventory Turnover Ratio is increased as company was able to achieve high turnover by maintaining inventory at low level. This implies efficient use of inventory in growing business.

3 Trade payable turnover ratio has decreased due to effective use of working capital.

4 Net capital turnover ratio has increased due to effective use of working capital.

5 Net Profit Ratio is decreased as compared to previous year this is because in previous year company has earned major profit from non-recurring income in form of capital gain on sale of Investments. Net profit from operational activities increased during the year.

6 Return on investment has increased due to Fair value gain on increase in value of investments.

NOTE 48

Financial Instruments

(A) Accounting Classification and Fair Value **(Amount ₹ in Lakhs)**

	Financial Assets / Financial Liabilities	As at 31st March 2023		As at 31st March 2022	
		FVTOCI	Amortised Cost	FVTOCI	Amortised Cost
(i)	**Financial Assets**				
1	Non Current Investments	6,825.78	-	4,501.59	-
2	Trade Receivables	-	6,703.41	-	4,349.23
3	Cash & Cash Equivalents	-	1,838.15	-	138.33
4	Loans	-	15.61	-	17.43
5	Other financial assets	-	111.55	-	22.65
(ii)	**Financial liabilities**				
1	Borrowings	-	14,592.64	-	9,127.17
2	Lease Liabilities	-	51.26	-	86.40
3	Trade Payable	-	147.80	-	140.77
4	Other Financial Laibilities	-	44.80	-	37.84

The Company has disclosed financial instruments such as cash and cash equivalents, other bank balances, trade receivables, loans, Borrowings and trade payables at carrying value because their carrying amounts are a reasonable approximation of the fair values due to their short-term nature.

(B) Fair Value Measurements hierarchy **(Amount ₹ in Lakhs)**

	Financial Assets / Financial Liabilities	As at 31st March 2023			As at 31st March 2022		
		Quoted Price in Active Market (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Quoted Price in Active Market (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
(i)	**Financial Assets**						
1	Non Current Investments	6,825.78	-	-	4,501.59	-	-

NOTE 49

Foreign Currency Exposure

(Amount ₹ in Lakhs)

	Particulars	As at March 31, 2023	As at March 31, 2022
(A)	**USD Currency:**		
1	**Financial Liabilities**		
	In USD	5,34,903	-
	Equivalent In ₹ lakhs	440.12	-
2	**Financial Assets**		
	In USD	3,83,679	-
	Equivalent In ₹ lakhs	315.69	-

NOTE 50

Security of Net Current Assets against borrowings

Reconciliation between Net Current Assets as per Quarterly statement filed with the Bank and Current Assets as per Books of accounts

Particulars	June, 2022	September, 2022	December, 2022	March, 2023
Net Current Assets as per Quarterly Return filed with Bank	**12,183.32**	**12,575.53**	**14,743.38**	**15,091.44**
Add:				
Valuation Difference	-	-	-	2.23
Less:				
Valuation Difference	491.48	33.41	26.47	-
Current Assets as per Books of Account	**11,691.83**	**12,542.12**	**14,716.90**	**15,093.67**

NOTE 51

Leases

The Company has lease contracts for various Factory premises rented in Mulund. They are having lease terms of 2-3 years.

The Company's obligations under its leases are secured by the lessor's title to the leased assets. The Company is restricted from assigning and subleasing the leased assets and some contracts require the Company to maintain premises in good state. The lease contract include extension and termination options which are further discussed below.

The Company applies the 'short-term lease' recognition exemptions for leases whose term is 12 months or less.

Terms of Cancellation and Escalation

The Leases are cancellable by giving one month notice by either parties and these does not carries any escalation.

(A) Leases as lessee

(i) The movement in Lease liabilities during the year (Amount ₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
Opening Balance	86.40	-
Additions during the year	13.78	117.23
Finance costs incurred during the year	6.48	7.72
Payments of Lease Liabilities	55.40	38.55
Closing Balance	**51.26**	**86.40**

(ii) The carrying value of the Rights-of-use and depreciation charged during the year : (Amount ₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
Opening Balance	81.89	-
Additions during the year	13.78	117.23
Lease Expired/ Retirerd	-	-
Depreciation charged during the year	(47.28)	(35.33)
Closing Balance	**48.39**	**81.89**

(iii) Amount Recognised in Statement of Profit & Loss Account during the Year (Amount ₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
Depreciation expense of right-of-use assets	47.28	35.33
Interest expense on lease liabilities	6.48	7.72
Expense relating to short-term leases (included in other expenses)	4.23	-
TOTAL	**58.00**	**43.05**

(iv) Amounts recognised in statement of cash flows (Amount ₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
Total Cash outflow for Leases	48.91	30.83
TOTAL	**48.91**	**30.83**

(v) Maturity analysis of lease liabilities (Amount ₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
Maturity Analysis of contractual undiscounted cash flows		
Less than one year	47.52	45.75
One to five years	3.74	40.64
More than five years	-	-
Total undiscounted Lease Liability	**51.26**	**86.40**

(vi) Balances of Lease Liabilities (Amount ₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
Non Current Lease Liability	3.74	40.64
Current Lease Liability	47.52	45.75
Total Lease Liability	**51.26**	**86.40**

NOTE 52

Reconciliation of total equity as at 31 March 2022 and 1 April 2021

(Amount ₹ in Lakhs)

Particulars	31.03.2022			01.04.2021		
	Previous GAAP	Effect of transition to Ind AS	IND-AS	Previous GAAP	Effect of transition to Ind AS	IND-AS
ASSETS						
NON-CURRENT ASSETS						
(a) Right-of-use asset	-	81.89	81.89	-	-	-
(b) Financial Assets						
(i) Investments	3,481.45	1,020.14	4,501.59	2,520.27	905.25	3,425.52
CURRENT ASSETS						
(a) Financial Assets						
(i) Trade Receivables	4,356.48	(7.25)	4,349.23	2,343.85	(4.47)	2,339.39

Refer note Note 2.6 for explanations on effect of Ind AS transitions.

The previous GAAP figures have been reclassified to confirm to Ind AS presentation requirements for the purpose of this note.

(Amount ₹ in Lakhs)

EQUITY AND LIABILITIES	31.03.2022			01.04.2021		
	Previous GAAP	Effect of transition to Ind AS	IND-AS	Previous GAAP	Effect of transition to Ind AS	IND-AS
EQUITY						
(a) Other Equity						
Reserves and surplus	6,381.91	754.61	7,136.51	4,689.71	674.07	5,363.79
LIABILITIES						
NON-CURRENT LIABILITIES						
(a) Financial Liabilities						
(i) Borrowings						
(ia) Lease Liability	-	40.64	40.64	-	-	-
(b) Deferred tax liabilities (Net)	(30.14)	253.79	223.65	(26.20)	226.71	200.51
CURRENT LIABILITIES						
(a) Financial Liabilities						
(i) Borrowings						
(ia) Lease Liability	-	45.75	45.75	-	-	-

Refer note Note 2.6 for explanations on effect of Ind AS transitions.

The previous GAAP figures have been reclassified to confirm to Ind AS presentation requirements for the purpose of this note.

NOTE 53

A. Reconciliation of total comprehensive income for the year ended 31st March, 2022:

(Amount ₹ in Lakhs)

Partiuclars	Notes	For the year ended 31st March, 2022
Net Profit as per Previous GAAP		1,692.19
Non-current investments measured at Fair value	1	114.89
Depreciation on leasehold land	2	(35.33)
Interest Impact due to Lease Obligations	2	(7.72)
Rental Impact due to Lease Obligations	2	38.55
Allowance for expected credit loss	3	(2.78)
Tax Impact on above adjustments	4	(27.07)
Total Comprehensive Income under IND AS		**1,772.73**

Note: Total Comprehensive Income was not reported under previous GAAP. Therefore the reconciliation starts with profit under previous GAAP.

B. Reconciliation of Total Equity as at 31st March, 2022 and 1st April, 2021:

(Amount ₹ in Lakhs)

Partiuclars	Notes	As at 31.03.2022	As at 01.04.2021
Equity reported as per previous GAAP		6,919.10	5,226.91
Non-current investments measured at Fair value	1	1,020.14	905.25
Depreciation on leasehold land	2	(35.33)	-
Interest Impact due to Lease Obligations	2	(7.72)	-
Rental Impact due to Lease Obligations	2	38.55	-
Allowance for expected credit loss	3	(7.25)	(4.47)
Tax Impact on above adjustments	4	(253.78)	(226.71)
Total Equity under IND AS		**7,673.71**	**5,900.98**

C. There are no material adjustments to the Statement of Cash Flows presented under IND AS and the previous GAAP.

The following explanatory notes describe:

Note 1 - Non-current investments measured at Fair value - through FVTOCI

Under previous GAAP, non-current Investments were stated at cost. Under Ind AS, financial assets in equity instruments have been classified as Fair Value through FVTOCI through an irrevocable election at the date of transition.

Note 2- Impact of Lease Obligations

Under Ind AS 116, a lessee measures right-of-use assets and lease liabilities . As a consequence, a lessee recognizes depreciation of the right-of-use asset and interest on the lease liability.

Note 3 - Expected credit loss on financial assets

Under previous GAAP, provision for financial asset is recognized on specific identification method based on management assessment of recoverability of assets. Under Ind AS 109, the Company is required to apply expected credit loss model for recognizing the allowance for assets.

Note 4 -Tax impact on adjustments

Retained earnings and statement of profit and loss has been adjusted consequent to the Ind AS transition adjustments with corresponding impact to deferred tax, wherever applicable.

NOTE 54

The Company is primarily engaged in the business of manufacture of gold jewellery which in the context of Indian Accounting Standard (Ind AS) 108 on Operating Segments constitutes a single reportable segment. The relevant information regarding secondary segment reporting (by geographical segment) is presented as follows:

(Amount ₹ in Lakhs)

PARTICULARS	31.03.2023	31.03.2022
Local Sales	1,11,396.32	77,527.56
Export Sales	3,533.26	943.26
	1,14,929.58	**78,470.82**

NOTE 55

The Company has a process whereby periodically all long term contracts (including derivative contracts) are assessed for material foreseeable losses. At the year end, the Company has reviewed and there are no long term contracts for which there are any material foreseeable losses. The Company has ensured that adequate provision as required under any law/accounting standards for material foreseeable losses on derivative contracts has been made in the books of accounts.

NOTE 56

Disclosure Of Transactions With Struck Off Companies

The Company did not have any material transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956 during the financial year.

NOTE 57

No transactions to report against the following disclosure requirments as notified by MCA pursuant to amended schedule III :

(a) Crypto Currency or Virtual Currency

(b) Benami Property held under Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder

(c) Registration of charges or satisfaction with Registrar of Companies

(d) Relating to borrowed funds:

i. Wilful defaulter

ii. Utilisation of borrowed funds & share premium

iii. Discrepancy in utilisation of borrowings

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

(i) 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

(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(f) 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 Group shall:

(i) 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

(ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(g) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961

NOTE 58

The figures for the comparative periods have been regrouped wherever necessary, to conform to the current year's classification.

As per our report of even date
For V J SHAH & CO.
Chartered Accountants
FRN. : 109823W

FOR AND ON BEHALF OF THE BOARD

NIRAV MALDE
(PARTNER)
MEMBERSHIP NO. : 152425

MANGESH CHAUHAN
MANAGING DIRECTOR & CFO
DIN: 02138048

MAHENDRA CHAUHAN
WHOLE-TIME DIRECTOR
DIN: 02138084

POOJA SHAH
COMPANY SECRETARY
ICSI M. No.: A62639

PLACE : MUMBAI
DATE : 18th May, 2023

INDEPENDENT AUDITORS' REPORT

To the Members of **SKY GOLD LIMITED,**

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **SKY GOLD LIMITED** (hereinafter referred to as the 'holding company') and its subsidiary (Holding company and its subsidiary together referred to as 'the Group') which comprise the consolidated Balance Sheet as at March 31, 2023 and the consolidated Statement of Profit and Loss (including Other Comprehensive Income), the cash flow statement and the Consolidated Statement of changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2023 of its consolidated profit, total comprehensive income, the consolidated changes in equity and its consolidated cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements 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 Consolidated Financial Statements section of our report. We are independent of the group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Institute of Chartered Accountants of India Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Key Audit Matters

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

Key Audit matter	*How our audit addressed the key audit matter:*
Existence and valuation of inventory *The Company has an inventory balance of ₹ 8,522.52 lakhs as at 31 March 2023, as disclosed in note 10 of the accompanying consolidated financial statements. Refer note 2.4(F) for the corresponding accounting policy adopted by the management with respect to the inventory balance.* *The Company purchases gold from nominated agencies prescribed by Banks and other customers.* *With respect to existence of inventory as at year end, there is an inherent risk of loss from theft or possible malafide intent, due to the high intrinsic value and portable nature of individual inventory items. In addition to the physical verification performed by the management with the help of an independent professional gemologist, the lenders of the Company also conduct stock counts with the help of their appointed independent gemologists.* *Considering the complexities involved, portable nature of inventory, high inherent risk and high level of estimation uncertainty involved in valuation of the inventory, the existence and valuation of inventory has been determined as key audit matter for the current year audit*	*Our audit work in relation to the existence and valuation of inventory included, but was not limited to, performing the following procedures:* ➢ *Obtained an understanding of the management's process for physical verification, recognition and measurement of purchase cost of gold, diamonds and manufactured jewellery items.* ➢ *Evaluated the design and tested the operating effectiveness of controls implemented by thae Company with respect to such process including controls around safeguarding the high value inventory items.* ➢ *Assessed the appropriateness of accounting policy and management valuation methodology adopted by the management.* ➢ *On a sample basis, tested invoices and other underlying records and subsequent sales invoices to validate the costs, valuation and characteristics basis which the inventory is categorized for inventory management and valuation.* ➢ *Obtained the management physical verification records and inventory reconciliation performed by the management as at the year end.* ➢ *Obtained the category-wise inventory reconciliation from the management and tested the same on sample basis.* ➢ *On a sample basis, tested samples of inventory sold before year-end and subsequent to year-end to corroborate management's assessment of net realizable value of closing inventory balance.* ➢ *Evaluated disclosures made in the accompanying consolidated financial statements for appropriateness and adequacy in accordance with the requirements of the Indian accounting standards.*

Information Other than the Consolidated Financial Statements and Auditors' Report Thereon

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the consolidated financial statements, standalone 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 consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these consolidated financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in the equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards(Ind AS) prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

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

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

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

➢ Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

➢ Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

➢ Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

➢ Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated 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 consolidated financial statements.

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

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

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

Other Matters

We did not audit the financial statements of the subsidiary, whose financial statements reflect total assets (before consolidation adjustments) of Rs. Nil as at 31 March 2023, total revenues (before consolidation adjustments) of Rs. Nil and Profit/Loss before tax (before consolidation adjustments) amounting to Rs. Nil for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been certified by and furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary is based solely on the above.

Our opinion on the Consolidated Financial Statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements / financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor report) Order, 2020 ("The Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give the "Annexure – A" statement on the matter specified in paragraph 3 & 4 of the order, to the extent applicable.

2. (A). As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of subsidiary, as noted in the 'Other Matter' paragraph we report, to the extent applicable, that:

    a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

    b. In our opinion proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept by the so far as it appears from our examination of those books and reports of other auditors;

    c. The Consolidated balance sheet, Consolidated statement of profit and loss including other comprehensive income, Consolidated statement of changes in equity and the Consolidated cash flow statement dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements;

    d. In our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.

    e. On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors of the holding company, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.

    f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

    (B). With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiary as noted in the Other matter paragraph:

    a. The Company has disclosed the impact of pending litigations on its financial position in its Consolidated Financial Statements – Refer Note 42 to the consolidated financial statements;

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

    c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

    d. (i). The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or its subsidiary companies incorporated in India or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall :

    - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Holding Company or its subsidiary companies incorporated in India.
    - provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

    (ii). The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Holding Company or its subsidiary companies incorporated in India from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:

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

    (iii). Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under d(i) and d(ii) above, contain any material misstatement.

    e. The interim dividend declared and paid by the Company during the year and until the date of this audit report, is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

    f. As proviso to rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable for the Company only with effect from 1 April 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is not applicable.

    (C). With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

    In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

UDIN: 23152425BGVMLA1657
For V J SHAH & CO
Chartered Accountants
Firm Registration No.: 109823W

NIRAV M. MALDE
(PARTNER)
Membership No. 152425
Place: Mumbai
Date: 18th May, 2023

Annexure "A" Auditors' Report

Annexure referred to in Paragraph 1 under the heading of "Report on Other Legal and Regulatory Requirements" of the Independent Auditor's Report on the Consolidated Accounts of SKY GOLD LIMITED ('the company') for the year ended 31st March, 2023.

(xxi) According to the information and explanations given to us, the company does not have any subsidiary incorporated in India and included in the consolidated financial statements. Thus, reporting under this clause is not applicable.

UDIN: 23152425BGVMLA1657
For V J SHAH & CO
Chartered Accountants
FRN: 109823W

NIRAV M. MALDE
(PARTNER)
Membership No. 152425
Place: Mumbai
Date: 18th May, 2023

Annexure “B” Auditors’ Report

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

Opinion

In conjunction with our audit of the consolidated financial statements of the Holding Company as of and for the year ended March 31, 2023, we have audited the internal financial controls over financial reporting of Sky Gold Limited (hereinafter referred to as “the Holding Company”) and its subsidiary (together referred to as “the Group”), as of that date.

In our opinion, to the best of our information and according to explanations given to us and based on the consideration of reports of the other auditors as referred to in the Other Matters paragraph the Holding Company and its subsidiary, have maintained, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2023, based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Managements’ Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

UDIN: 23152425BGVMLA1657
For **V J SHAH & CO**
Chartered Accountants
Firm Registration No.: 109823W

NIRAV M MALDE
Partner
Membership No.152425
Place: Mumbai
Date: 18th May, 2023

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2023

(Amount ₹ in Lakhs)

Particulars	Note No.	31.03.2023 ₹	31.03.2022 ₹	01.04.2021 ₹
ASSETS				
NON-CURRENT ASSETS				
(a) Property, Plant and Equipment	3.1	615.49	491.06	505.40
(b) Right-of-use asset	4	48.39	81.89	-
(c) Capital Work in Progress	3.2	7.36	-	-
(d) Investment Properties	5	245.05	244.90	3.10
(e) Goodwill		-	-	-
(f) Other Intangible Assets	6	6.38	1.78	-
(g) Intangible Assets under development		-	-	-
(h) Biological Assets other than bearer plants		-	-	-
(i) Financial Assets				
(i) Investments	7	6,825.78	4,501.59	3,425.52
(ii) Trade Receivables		-	-	-
(iii) Loans		-	-	-
(iv) Others financial assets	8	79.47	7.34	0.47
(j) Deferred tax assets (Net)		-	-	-
(k) Other non current assets	9	26.69	0.26	0.31
SUB-TOTAL		**7,854.61**	**5,328.81**	**3,934.80**
CURRENT ASSETS				
(a) Inventories	10	8,522.52	7,437.50	6,831.05
(b) Financial Assets				
(i) Investments		-	-	-
(ii) Trade Receivables	11	6,703.41	4,349.23	2,339.39
(iii) Cash & Cash Equivalents	12	1,838.15	138.33	41.00
(iv) Bank balances other than (iii) above		-	-	-
(v) Loans	13	15.61	17.43	14.30
(vi) Other financial assets	14	32.09	15.31	8.40
(c) Current Tax Assets (Net)	15	-	-	13.45
(d) Other Current Assets	16	252.51	228.76	321.26
SUB-TOTAL		**17,364.29**	**12,186.56**	**9,568.85**
TOTAL ASSETS		**25,218.90**	**17,515.38**	**13,503.65**
EQUITY AND LIABILITIES				
EQUITY				
(a) Equity Share capital	17	1,074.39	537.19	537.19
(b) Other Equity	18	8,739.06	7,136.51	5,363.79
SUB-TOTAL		**9,813.45**	**7,673.71**	**5,900.98**
LIABILITIES				
NON-CURRENT LIABILITIES				
(a) Financial Liabilities				
(i) Borrowings	19	1,478.14	1,740.04	718.20
(ia) Lease Liabilities	20	3.74	40.64	-
(ii) Trade Payable		-	-	-
(iii) Other Financial Liabilities		-	-	-
(b) Long Term Provisions	21	78.07	64.52	45.34
(c) Deferred Tax Liabilities (Net)	22	350.91	223.65	200.51
(d) Other non-current liabilities		-	-	-
SUB-TOTAL		**1,910.86**	**2,068.85**	**964.05**
CURRENT LIABILITIES				
(a) Financial Liabilities				
(i) Borrowings	23	13,114.50	7,387.13	6,607.11
(ia) Lease Liabilities	24	47.52	45.75	-
(ii) Trade payables	25			
Trade Payables-Micro and Small Enterprises		138.87	137.48	0.80
Trade Payables- Other than Micro and Small Enterprises		8.94	3.29	5.32
(iii) Other financial liabilities (other than those specified in item (c))	26	44.80	37.84	2.97
(b) Other Current Liabilities	27	14.96	6.41	13.69
(c) Short Term Provision	28	25.62	15.33	8.72
(d) Current Tax Liabilities (Net)	29	99.39	139.57	-
SUB-TOTAL		**13,494.59**	**7,772.82**	**6,638.61**
TOTAL EQUITY AND LIABILITIES		**25,218.90**	**17,515.38**	**13,503.65**

See accompanying notes to the financial statements 2

The accompanying notes form an integral part of the Standalone IND AS Financial Statements

As per our report of even date

For V J SHAH & CO.
Chartered Accountants
FRN. : 109823W

FOR AND ON BEHALF OF THE BOARD

NIRAV MALDE
(PARTNER)
MEMBERSHIP NO. : 152425

MANGESH CHAUHAN
MANAGING DIRECTOR & CFO
DIN: 02138048

MAHENDRA CHAUHAN
WHOLE-TIME DIRECTOR
DIN: 02138084

POOJA SHAH
COMPANY SECRETARY
ICSI M. No.: A62639

PLACE : MUMBAI
DATE : 18th May, 2023

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2023

(Amount ₹ in Lakhs)

Particulars	Note No.	31.03.2023 ₹	31.03.2022 ₹
Continuing Operations			
I Revenue From Operations	30	1,15,380.07	78,570.20
II Other Income	31	95.56	1,056.09
III Total Income (I+II)		**1,15,475.63**	**79,626.29**
IV Expenses			
(a) Cost of Material Consumed	32	1,11,488.78	77,402.98
(b) Purchase of Stock-in-trade		-	-
(c) Changes in Inventories of Finished Goods, Work in Progress and Stock in Trade	33	(1,085.02)	(1,690.03)
(d) Employee Benefits Expenses	34	540.78	291.17
(e) Finance Cost	35	1,081.20	801.96
(f) Depreciation and Amortisation Expenses	36	142.48	111.60
(g) Other Expenses	37	804.19	537.47
Total Expenses (IV)		**1,12,972.41**	**77,455.13**
V Profit Before Exceptional and Extraordinary Items and Tax (III-IV)		**2,503.22**	**2,171.16**
VI Exceptional Income/Expenses			-
VII Profit Before Tax (V-VI)		**2,503.22**	**2,171.16**
VIII Tax Expenses	39	**642.34**	**476.03**
(1) Current tax		645.00	479.00
(2) Deferred tax		(2.66)	(2.97)
IX Profit After Tax from continuing operations (VII-VIII)		**1,860.88**	**1,695.12**
X Other Comprehensive Income (OCI)			
A Items that will not be reclassified subsequently to profit or loss			
(i) Remeasurement of defined benefit plans	38.1	(1.25)	(11.19)
(ii) Income tax relating to items that will not be reclassified to profit or loss		0.31	2.82
B Items that will be reclassified to profit or loss			
(i) Fair valuation of Non-Trade Investments	38.2	517.47	114.89
(ii) Income tax relating to items that will be reclassified to profit or loss		(130.24)	(28.92)
Total of other comprehensive Income		**386.30**	**77.61**
Total Comprehensive Income for the period Comprising Profit (Loss) and Other comprehensive Income for the period		**2,247.18**	**1,772.73**
XI Earnings Per Equity Share (Amount in ₹)			
(a) Basic	40	**17.32**	**15.78**
(b) Diluted	40	**17.32**	**15.78**
Weighted average number of equity shares		1,07,43,880	1,07,43,880

See accompanying notes to the financial statements 2

The accompanying notes form an integral part of the Standalone IND AS Financial Statements

As per our report of even date

For V J SHAH & CO.
Chartered Accountants
FRN. : 109823W

FOR AND ON BEHALF OF THE BOARD

NIRAV MALDE
(PARTNER)
MEMBERSHIP NO. : 152425

MANGESH CHAUHAN
MANAGING DIRECTOR & CFO
DIN: 02138048

MAHENDRA CHAUHAN
WHOLE-TIME DIRECTOR
DIN: 02138084

POOJA SHAH
COMPANY SECRETARY
ICSI M. No.: A62639

PLACE : MUMBAI
DATE : 18th May, 2023

CONSOLIDATED STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31ST MARCH, 2023

(Amount ₹ in Lakhs)

		PARTICULARS	31.03.2023		31.03.2022	
			₹	₹	₹	₹
		CASH FLOW FROM OPERATING ACTIVITIES				
a)		**Net profit before Tax**		**2,503.22**		**2,171.16**
		Adjustment for Non-Cash and Non-operating Items				
b)	Add:	Depreciation	142.48		111.60	
		Interest on Tax Liability	29.46			
		Loss on Sale of investment	0.06		-	
		Provision for doubtful debts / Advances	-		23.48	
		Finance Costs	985.64	1,157.65	722.76	857.84
c)	Less:	Interest Income	0.66		1.10	
		Reversal of provision for doubtful debts / Advances	0.85			
		Gain on Sale of Investment	0.00		1,015.54	
		Dividend Received	62.43	63.94	21.08	1,037.73
d)		Operating profits before working capital changes (a+b-c)		3,596.92		1,991.27
		Changes in Working Capital & Operating Assets & liabilities				
e)	Add:	Decrease in Assets & Increase in Liabilities				
		Trade Payables	7.03		134.65	
		Other Current Assets	-		81.31	
		Other Non Current Assets	-		0.05	
		Other Current Liabilities	8.55		-	
		Short Term Provisions	10.28		6.61	
		Other Current Financial Liabilities	6.96		34.87	
		Short Term Loans & Advances	1.83		-	
		Long Term Provisions	13.55	48.19	19.18	276.68
f)	Less:	Increase in Assets & Decrease in Liabilities				
		Inventories	1,085.02		606.45	
		Trade Receivables	2,353.33		2,033.32	
		Other Current Assets	25.00		-	
		Other Non Current Financial Assets	72.13		6.87	
		Other Current Financial Assets	16.77		6.91	
		Short Term Loans & Advances	-		3.13	
		Other Non Current Assets	26.43		-	
		Other Current Liabilities	-	3,578.68	7.28	2,663.97
g)		Cash generated from operations (d+e-f)		66.43		(396.02)
h)	Less:	Taxes paid		714.64		325.98
		NET CASH FLOW FROM OPERATNG ACTIVITIES (g-h)		**(648.21)**		**(722.03)**
		CASH FLOW FROM INVESTING ACTIVITIES				
a)	Add:	Interest Income	0.66		1.10	
		Sale of Investment	30.12		2,428.42	
		Dividend Received	62.43	93.21	21.08	2,450.60
b)	Less:	Addition to Fixed Assets (Including WIP)	231.60		63.70	
		Purchase of Investment Property	0.15		241.80	
		Purchase of Investment (Net)	1,836.90	2,068.65	2,374.05	2,679.55
		NET CASH FLOW FROM INVESTING ACTIVITIES (a-b)		**(1,975.44)**		**(228.93)**
		CASH FLOW FROM FINANCING ACTIVITIES				
a)	Add:	Increase in Long Term Borrowings (Net)	-		1,021.84	
		Increase in Short Term Borrowings (Net)	5,727.37	5,727.37	780.01	1,801.86
b)	Less:	Repayment of Long Term Borrowings	261.90		-	
		Repayment of principal portion of lease liabilities	48.91		30.83	
		Dividend Paid	107.44		-	
		Interest Expense	985.64	1,403.90	722.76	753.59
		NET CASH FLOW FROM FINANCING ACTIVITIES (a-b)		**4,323.47**		**1,048.27**
		NET INCREASE / (DECREASE) IN CASH		**1,699.82**		**97.33**
	Add:	**Cash & Cash Equivalent at the beginning of the year**				
		Cash on Hand	5.28		6.63	
		Bank Balance	133.05	**138.33**	34.37	**41.00**
	Less:	**Cash & Cash Equivalent at the end of the year**				
		Cash on Hand	2.15		5.28	
		Bank Balance	1,836.01	**1,838.15**	133.05	**138.33**
		Reconciliation of Cash and Cash Equivalents with the Balance Sheet				
		Cash & Cash Equivalent at the end of the year (as per Note 12)		1,838.15		138.33
	Less:	Bank Balances held as margin money against gurantees not considered as Cash and Cash Equivalents		-		-
		Cash & Cash Equivalent at the end of the year		**1,838.15**		**138.33**

Note:

The above cash flow statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (IND AS - 7) "Statement of Cash Flow

As per our report of even date
For V J SHAH & CO.
Chartered Accountants
FRN. : 109823W

FOR AND ON BEHALF OF THE BOARD

NIRAV MALDE
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MEMBERSHIP NO. : 152425

MANGESH CHAUHAN
MANAGING DIRECTOR & CFO
DIN: 02138048

MAHENDRA CHAUHAN
WHOLE-TIME DIRECTOR
DIN: 02138084

POOJA SHAH
COMPANY SECRETARY
ICSI M. No.: A62639

PLACE : MUMBAI
DATE : 18th May, 2023

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2023

(A) Equity Share Capital **(Amount ₹ in Lakhs)**

	Particulars	Refer Note No.	₹
1	As at 1st April 2021	-	537.19
2	Changes in equity share capital during the year 2021-22	17.1	-
3	As at 31 March 2022	-	537.19
4	Changes in equity share capital during the year 2022-23	17.1	537.19
5	As at 31 March 2023	-	1,074.39

(B) Other Equity **(Amount ₹ in Lakhs)**

	PARTICULARS	Reserves and Surplus		Other Comprehensive Income		Total
		Securities Premium	Retained Earning	Equity instruments through OCI	Actuarial Gain/(Loss)	
	As on 31st March 2022					
1	Balance as at 1st April 2021	2,635.80	2,048.97	677.41	1.60	5,363.79
2	Additions to Reserve net of expense and taxes	-	1,695.12	85.98	(8.37)	1,772.72
3	Dividends	-		-	-	-
4	Income tax on dividends	-		-	-	-
5	Balance as at 31st March 2022	2,635.80	3,744.09	763.39	(6.77)	7,136.51

	PARTICULARS	Reserves and Surplus		Other Comprehensive Income		Total
		Securities Premium	Retained Earning	Equity instruments through OCI	Actuarial Gain/(Loss)	
	As on 31st March 2023					
1	Balance as at 1st April 2022	2,635.80	3,744.09	763.39	(6.77)	7,136.51
2	Additions to Reserve net of expense and taxes	-	1,860.88	387.24	(0.94)	2,247.19
3	Dividends	-	(107.44)	-	-	(107.44)
4	Bonus Issue	(537.19)		-	-	(537.19)
5	Income tax on dividends	-		-	-	-
6	**Balance as at 31st March 2023**	**2,098.61**	**5,497.53**	**1,150.63**	**(7.71)**	**8,739.06**

Refer Note No 18.1 for nature and purpose of Reserve.

The accompanying notes form an integral part of the Consolidated INDAS Financial Statements.

As per our report of even date
For V J SHAH & CO.
Chartered Accountants
FRN. : 109823W

FOR AND ON BEHALF OF THE BOARD

NIRAV MALDE
(PARTNER)
MEMBERSHIP NO. : 152425

MANGESH CHAUHAN
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POOJA SHAH
COMPANY SECRETARY
ICSI M. No.: A62639

PLACE : MUMBAI
DATE : 18th May, 2023

Notes forming part of Consolidated Financial Statements

NOTE: 1

Group Information

Sky Gold Limited ("The Company") and its Wholly Owned Subsidiary 'Sky Gold Global Inc' (collectively together referred to as "the Group") is engaged in the business of designing, manufacturing and marketing of Gold jewelries since 2008. They mainly deal in 22 Karat gold jewellery, offering a wide variety of designs to suit the preferences of the end customer. They provide an extensive range of designs and use studded American diamonds and/or colored stones in many of their jewellery products.

The Board of Directors approved the consolidated financial statements for the year ended March 31, 2023 and authorised for issue on May 18th, 2023.

a) The Holding Company and its subsidiary (collectively together referred to as "the Group") considered in these consolidated financial statements are:

NAME OF THE COMPANY	COUNTRY OF INCORPORATION	PRINCIPAL ACTIVITIES	PROPORTION (%) OF OWNERSHIP INTEREST	
			As at 31st March 2023	As at 31st March 2022
Sky Gold Global Inc	The United States of America	Manufacturing and marketing of gold jewelleries	100%	-

The Group has complied with the requirements of the number of layers prescribed under clause (87) of section 2 of the Companies Act, 2013 read with Companies (Restriction on number of Layers) Rules, 2017.

b) Share of Entities in Group **(Amount Rs. In lakhs)**

Name of Entity	Net Assets (Total assets - Total Liabilities)		Share in profit / (loss)		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As a % of consolidated net assets	Amount	As a % of consolidated net assets	Amount	As a % of consolidated net assets	Amount	As a % of consolidated net assets	Amount
Parent:								
Sky Gold Limited								
31st March 2023	100%	9,813.45	100%	2,503.22	100%	386.30	100%	1,142.92
Foreign Subsidiary								
Sky Gold Global Inc								
31st March 2023	-%	-	-%	-	-%	-	-%	-

NOTE: 2

Significant accounting policies

Statement of compliance

Consolidated Financial Statements have been prepared in accordance with the accounting principles generally accepted in India including Indian Accounting Standards (Ind AS) prescribed under the Section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and relevant provisions of the Companies Act, 2013.

Accordingly, the Company has prepared these Consolidated Financial Statements which comprise the Balance Sheet as at 31 March, 2023, the Statement of Profit and Loss for the year ended 31 March 2023, the Statement of Cash Flows for the year ended 31 March 2023 and the Statement of Changes in Equity for the year ended as on that date, and accounting policies and other explanatory information (together hereinafter referred to as 'Consolidated Financial Statements' or 'financial statements').

2.1 Basis of preparation of financial statements and consolidation

The Consolidated financial statements of the company are prepared in accordance with Indian Accounting Standards (Ind AS), under the historical cost convention on the accrual basis as per the provisions of the Companies Act, 2013 ("the Act"), except for:

- Financial instruments – measured at fair value;
- Plan assets under defined benefit plans – measured at fair value;
- In addition, the carrying values of recognised assets and liabilities, designated as hedged items in fair value hedges that would otherwise be carried at cost, are adjusted to record changes in the fair values attributable to the risks that are being hedged in effective hedge relationship.
- The functional currency of the company is Indian Rupee. The functional currency of the Subsidiary is USD. Foreign currency transactions are recorded at exchange rates prevailing on the date of transaction. Foreign Currency denominated monetary assets and liabilities are retranslated at the exchange rate prevailing on the balance sheet dates and exchange gains and losses arising on settlement and restatement are recognised in the statement of profit

and loss. Non-monetary assets and liabilities that are measured in terms of historical cost in foreign currencies are not retranslated.

- The company consolidates its only Wholly owned Subsidiary. The Group and its results are consolidated from the date of control commences until the control ceases. The financial statements of the Group companies are consolidated on a line-by-line basis and all inter-company transactions, balances, income and expenses are eliminated in full on consolidation.

2.2 Current and non-current classification

The Company presents assets and liabilities in the balance sheet based on current / non-current classification.

An asset is classified as current when it satisfies any of the following criteria:

- It is expected to be realised in, or is intended for sale or consumption in, the Company's normal operating cycle.
- It is held primarily for the purpose of being traded;
- It is expected to be realised within 12 months after the reporting date; or
- It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.
- All other assets are classified as non-current.

A liability is classified as current when it satisfies any of the following criteria:

- It is expected to be settled in the Company's normal operating cycle;
- It is held primarily for the purpose of being traded
- It is due to be settled within 12 months after the reporting date; or the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.
- All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current only.

The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

The statement of cash flows have been prepared under indirect method, whereby profit or loss is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and items of income or expense associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated. The Company considers all highly liquid investments that are readily convertible to known amounts of cash and are subject to an insignificant risk of changes in value to be cash equivalents.

The Consolidated Financial Statements have been presented in Indian Rupees (INR), which is the Company's functional currency. All financial information presented in INR has been rounded off to the nearest rupee in lakhs, unless otherwise stated.

2.3 Use of estimates and judgments

The preparation of the financial statements in conformity with Ind AS requires the Management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Actual results could differ from those estimates.

This note provides an overview of the areas where there is a higher degree of judgment or complexity. Detailed information about each of these estimates and judgments is included in relevant notes together with information about the basis of calculation.

Estimates and judgments are regularly revisited. Estimates are based on historical experience and other factors, including futuristic reasonable information that may have a financial impact on the company.

Following are the areas involving critical estimates and judgements:

- Measurement of defined benefit obligations - Note 43
- Recognition of Deferred tax assets/liabilities - Note 22 and Note 41
- Current Tax Expenses and Current Tax Payable - Note 39, Note 41 and Note 29
- Measurement and Valuation of Inventory – Note 10

2.4 Significant accounting policies

A summary of the significant accounting policies applied in the preparation of the financial statements is as given below. These accounting policies have been applied consistently to all the periods presented in the financial statements.

(A) Property, Plant and Equipment

The cost of property, plant and equipment comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use, including relevant borrowing costs for qualifying assets and any expected costs of decommissioning. Expenditure incurred after the property, plant and equipment have been put into operation, such as repairs and maintenance, are charged to the Statement of Profit and Loss in the year in which the costs are incurred. Major shut-down and overhaul expenditure is capitalized as the activities undertaken improves the economic benefits expected to arise from the asset.

It includes professional fees and, for qualifying assets, borrowing costs capitalized in accordance with the Company's accounting policy based on Ind AS 23 – Borrowing costs. Such properties are classified to the appropriate categories of PPE when completed and ready for intended use.

Property, plant and equipment except freehold land held for use in the production, supply or administrative purposes, are stated in the balance sheet at cost less accumulated depreciation and accumulated impairment losses, if any.

Property, plant and equipment which are not ready for intended use as on the date of Balance Sheet are disclosed as "Capital work-in-progress"

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under "Other Non-Current Assets"

Subsequent expenditure and component accounting

Parts of an item of PPE having different useful lives and significant value and subsequent expenditure on Property, Plant and Equipment arising on account of capital improvement or other factors are accounted for as separate components only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Depreciation and useful life

Depreciation is provided on a pro-rata basis on the WDV method based on estimated useful life prescribed under Schedule II to the Companies Act, 2013 Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.

Freehold land is not depreciated.

The Company reviews the residual value, useful lives and depreciation method annually and, if expectations differ from previous estimates, the change is accounted for as a change in accounting estimate on a prospective basis.

Leasehold improvements are depreciated over the period of the lease agreement.

The Company has elected to continue with the carrying value for all of its property, plant and equipment as recognized in the financial statements on transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Derecognition

An item of PPE is de-recognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in Statement of Profit and Loss.

(B) Intangible assets

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

Directly attributable costs that are capitalized as part of the intangible asset include employee costs and an appropriate portion of relevant overheads. Capitalized development costs are recorded as intangible assets and amortized from the point at which the asset is available for use.

Useful life and amortization

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortization and impairment losses. Intangible assets are amortized on a WDV basis over the period of estimated useful Lives of 10 years. The estimated useful life is reviewed at the end of each reporting period and the effect of any changes in estimate is accounted for prospectively.

Derecognition

Intangible assets are derecognized on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount.

The Company has elected to continue with carrying value of all its intangible assets recognised as on transition date, measured as per the previous GAAP and use that carrying value as its deemed cost as of transition date.

(C) Capital Work in progress ('CWIP') and Intangible assets under development

Projects under commissioning and other CWIP/ intangible assets under development are carried at cost, comprising direct cost, related incidental expenses and attributable borrowing cost.

Subsequent expenditures relating to property, plant and equipment/intangible Assets are capitalised only when it is probable that future economic benefit associated with these will flow to the Company and the cost of the item can be measured reliably.

Advances given to acquire property, plant and equipment are recorded as non-current assets and subsequently transferred to CWIP on acquisition of related assets.

(D) Investment property

Investment properties are land and buildings that are held for long term lease rental yields and/ or for capital appreciation. Investment properties are initially recognised at cost including transaction costs. Subsequently investment properties comprising buildings are carried at cost less accumulated depreciation and accumulated impairment losses, if any.

An investment property is de-recognised when either the investment property has been disposed of or do not meet the criteria of investment property i.e. when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in the Consolidated Statement of Profit and Loss in the period of de-recognition.

(E) Impairment

At the end of each reporting year, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication, the asset may be impaired.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognized immediately in the Statement of Profit and Loss.

Goodwill and intangible assets that do not have definite useful life are not amortized and are tested at least annually for impairment. If events or changes in circumstances indicate that they might be impaired, they are tested for impairment once again.

When there is indication that an impairment loss recognized for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognized in the statement of profit and loss, to the extent the amount was previously charged to the statement of profit and loss.

(F) Inventories

Raw materials

Raw materials and stores, work in progress, traded stock and finished goods are stated at the lower of cost and net realizable value. Cost of raw materials and traded goods comprises cost of purchases.

Work in progress and finished goods

Cost of work-in-progress and finished goods comprises direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure. Fixed overheads are allocated on the basis of production of finished goods. Cost of inventories also include all other costs incurred in bringing the inventories to their present location and condition. Costs of purchased inventory are determined after deducting rebates and discounts. Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

Costs of inventories are valued at lower of cost or net realizable. Net realizable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

Stores and spares

Inventory of stores and spare parts is valued at cost or net realizable value, whichever is lower. Provisions are made for obsolete and non-moving inventories. Unserviceable and scrap items, when determined, are valued at estimated net realizable value.

(G) Revenue recognition

Sale of goods

Revenue from sale of goods is recognized when control of the products being sold is transferred to our customer and when there are no longer any unfulfilled obligations. The Company recognizes revenues on sale of products, net of discounts, sales incentives, rebates granted, returns, sales taxes/GST and duties. Export incentives are recognized as income as per the terms of the scheme in respect of the exports made and included as part of other operating revenue.

Revenue from sales is recognized when control of the products has transferred, being when the products are delivered to the customer, the customer has full discretion over the channel and price to sell / consume the products, and there is no unfulfilled obligation that could affect the customer's acceptance of the products. Delivery occurs when the products have been shipped to the specific location, the risks of obsolescence and loss have been transferred to the customer, and either the customer has accepted the products in accordance with the sales contract or the acceptance provisions have lapsed.

Sale of services

Income from services rendered is recognized based on agreements/arrangements with the customers as the service is performed and there are no unfulfilled obligations.

Dividend and interest income

Dividend income from investments is recognized when the shareholder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably). Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

Foreign exchange translation

The functional currency of the Company is Indian Rupees which represents the currency of the primary economic environment in which it operates.

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions are generally recognized in profit or loss. Monetary balances arising from the transactions denominated in foreign currency are translated to functional currency using the exchange rate as on the reporting date. Any gains or loss on such translation, are generally recognized in profit or loss.

Exchange differences on monetary items are recognized in Statement of Profit and Loss in the year in which they arise.

(H) Income taxes

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses. The company has decided to opt for lower income tax rate u/s 115BAA. Accordingly, tax expenses have been calculated considering provisions of section 115BAA of the Income Tax Act, 1961.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates and laws that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such deferred tax assets and liabilities are not recognized if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognized if the temporary difference arises from the initial recognition of goodwill.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are reassessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in Other Comprehensive Income or directly in equity.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

(I) Borrowing costs

Borrowing costs, general or specific, that are directly attributable to the acquisition or construction of qualifying assets is capitalized as part of such assets. A qualifying asset is one that necessarily takes substantial period to get ready for intended use. All other borrowing costs are charged to the Statement of Profit and Loss.

The Company determines the amount of borrowing costs eligible for capitalization as the actual borrowing costs incurred on that borrowing during the year less any interest income earned on temporary investment of specific borrowings pending their expenditure on qualifying assets, to the extent that an entity borrows funds specifically for the purpose of obtaining a qualifying asset. In case if the Company borrows generally and uses the funds for obtaining a qualifying asset, borrowing costs eligible for capitalization are determined by applying a capitalization rate to the expenditures on that asset.

Borrowing cost includes exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the finance cost.

(J) Leases

As a Lessee

Leases of property, plant and equipment where the company, as lessee, has substantially all the risks and rewards of ownership been classified as finance leases. Finance leases are capitalized at the lease's inception at the fair value of the leased asset or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the statement of profit and loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

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

(K) Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

Provisions for restructuring are recognized by the Company when it has developed a detailed formal plan for restructuring and has raised a valid expectation in those affected that the Company will carry out the restructuring by starting to implement the plan or announcing its main features to those affected by it.

Provisions are measured at the 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. When a provision is measured using the cash flows estimated to settle the present obligation, it's carrying amount is the present value of those cash flows (when the effect of the time value of money is material). The measurement of provision for restructuring includes only direct expenditures arising from the restructuring, which are both necessarily entailed by the restructuring and not associated with the ongoing activities of the Company.

Contingent liabilities are disclosed by way of a note to the financial statements when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or nonoccurrence 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.

A contingent asset is not recognized but disclosed in the financial statements where an inflow of economic benefit is probable.

(L) Employee benefits

Employee benefits include salaries, wages, contribution to provident fund, gratuity, leave encashment towards un-availed leave, compensated absences, post-retirement medical benefits and other terminal benefits.

Short-term employee benefits

Wages and salaries, including non-monetary benefits that are expected to be settled within 12 months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

Post-employment benefits Defined contribution plan

Employee Benefit under defined contribution plans comprises of Contributory provident fund etc. is recognized based on the undiscounted amount of obligations of the Company to contribute to the plan. The same is paid to a fund administered through a separate trust.

Defined benefit plan

Defined benefit plans comprising of gratuity is recognized based on the present value of defined benefit obligations which is computed using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. These are accounted either as current employee cost or included in cost of assets as permitted.

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

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in profit or loss as past service cost.

Short term employee benefits

Liabilities recognized in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service. Liabilities recognized in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

(M) Financial instruments

Financial assets and financial liabilities are recognized when an entity becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through Statement of Profit and Loss (FVTPL)) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit and loss are recognized immediately in Statement of Profit and Loss.

(N) Financial assets

Recognition and initial measurement

The Company initially recognizes loans and advances, deposits and debt securities purchased on the date on which they originate. Purchases and sale of financial assets are recognized on the trade date, which is the date on which the Company becomes a party to the contractual provisions of the instrument.

All financial assets are recognized initially at fair value. In the case of financial assets not recorded at FVTPL, transaction costs that are directly attributable to its acquisition of financial assets are included therein.

Classification of financial assets and Subsequent Measurement

On initial recognition, a financial asset is classified to be measured at –

- Amortized cost; or
- Fair Value through Other Comprehensive Income (FVTOCI) – debt investment; or
- Fair Value through Other Comprehensive Income (FVTOCI) – equity investment; or
- Fair Value through Profit or Loss (FVTPL)

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

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

A debt instrument is classified as FVTOCI only if it meets both of the following conditions and is not recognised at FVTPL:

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

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the Other Comprehensive Income (OCI). However, the Company recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the Statement of Profit and Loss. On derecognition of the asset, cumulative gain or loss previously recognized in OCI is reclassified from the equity to Statement of Profit and Loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

All equity investments in scope of IND AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognized by an acquirer in a business combination to which IND AS 103 applies are classified as at FVTOCI. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable. The non-current investment has been recorded at Fair Value through Other Comprehensive Income (FVTOCI).

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to Statement of Profit and Loss, even on sale of investment. However, on sale/disposal the Company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTOCI category are measured at fair value with all changes recognized in the Other Comprehensive Income.

All other financial assets are classified as measured at FVTPL.

In addition, on initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVTOCI as at FVTPL if doing so eliminates or significantly reduces and accounting mismatch that would otherwise arise.

Financial assets at FVTOCI are measured at fair value at the end of each reporting period, with any gains and losses arising on remeasurement recognized in Other Comprehensive Income. The net gain or loss recognized in Other Comprehensive Income incorporates any dividend or interest earned on the financial asset and is included in the 'other income' line item. Dividend on financial assets at FVTPL is recognised when:

- The Company's right to receive the dividends is established,
- It is probable that the economic benefits associated with the dividends will flow to the entity,
- The dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

Derecognition of financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

Impairment

The Company applies the expected credit loss model for recognizing impairment loss on financial assets measured at amortized cost, trade receivables, other contractual rights to receive cash or other financial asset.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. 12-month expected credit losses are portion of the life-time expected credit losses and represent the lifetime cash shortfalls that will result if default occurs within the 12 months after the reporting date and thus, are not cash shortfalls that are predicted over the next 12 months.

If the Company measured loss allowance for a financial instrument at lifetime expected credit loss model in the previous year but determines at the end of a reporting year that the credit risk has not increased significantly since initial recognition due to improvement in credit quality as compared to the previous year, the Company again measures the loss allowance based on 12-month expected credit losses.

When making the assessment of whether there has been a significant increase in credit risk since initial recognition, the Company uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses. To make that assessment, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

(O) Financial liabilities and equity instruments

Classification as debt or equity

Debt and equity instruments issued by a company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognized at the proceeds received, net of directly attributable transaction costs.

Financial liabilities

Financial liabilities are classified as measured at amortized cost or 'FVTPL'.

A Financial Liability is classified as at FVTPL if it is classified as held-for-trading or it is a derivative (that does not meet hedge accounting requirements) or it is designated as such on initial recognition.

A financial liability is classified as held for trading if:

- It has been incurred principally for the purpose of repurchasing it in the near term; or
- On initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- It is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading may be designated as at FVTPL upon initial recognition if:

- Such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise.
- The financial liability forms part of a group of financial assets or financial liabilities or both, which is managed, and its performance is evaluated on a fair value basis, in accordance with the Company's documented risk management or investment strategy, and information about the grouping is provided internally on that contract basis; or
- It forms part of a containing one or more embedded derivatives, and IND AS 109 permits the entire combined contract to be designated as at FVTPL in accordance with IND AS 109.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognized in the Statement of Profit and Loss. The net gain or loss recognized in the Statement of Profit and Loss incorporates any interest paid on the financial liability and is included in the 'other gains and losses' line item in the Statement of Profit and Loss.

Other financial liabilities

Other financial liabilities (including borrowings and trade and other payables) are subsequently measured at amortized cost using the effective interest method.

Derecognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled, or have expired. An exchange with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in profit or loss.

Offsetting financial instruments

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

(P) Cash and cash equivalents

Cash and cash equivalent in the Balance Sheet comprise cash at banks and on hand and short - term deposits with an original maturity of three months or less, which are subject to insignificant risk of changes in value. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

(Q) Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares and share options and buyback of ordinary shares are recognized as a deduction from Share Premium, net of any tax effects.

(R) Segments reporting

The Company's only identifiable reportable segment is Gold jewelry and hence disclosure of Segment wise information is not applicable under IND-AS 108 "Operating Segments". Details of geographical segments are disclosed.

(S) Earnings per share

Basic earnings per share

Basic earnings per share is computed by dividing the net profit after tax by weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the year is adjusted for treasury shares, bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

Diluted earnings per share

Diluted earnings per share is computed by dividing the profit after tax after considering the effect of interest and other financing costs or income (net of attributable taxes) associated with dilutive potential equity shares by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares including the treasury shares held by the Company to satisfy the exercise of the share options by the employees.

(T) Proposed Dividends

The Company recognizes a liability to make distributions to equity holders when the distribution is authorised, and the distribution is no longer at the discretion of the Company. As per the Corporate laws in India, a distribution is authorised when it is approved by the shareholders.

(U) Standards notified but not yet effective

The amendments to standards that are issued, but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Company intends to adopt these standards, if applicable, as and when they become effective. The Ministry of Corporate affairs (MCA) has notified certain amendments to Ind AS, through Companies (Indian Accounting Standards) Amendment Rules, 2023 on 31st March, 2023. The amendments have been made in the following standards:

i. Ind AS 1: Presentation of Financial Statements is amended to replace the term "significant accounting policies" with "material accounting policy information" and providing guidance relating to immaterial transactions, disclosure of entity specific transactions and more

ii. Ind AS 8: Accounting Policies, Changes in Accounting Estimates and Errors to include the definition of accounting estimates as "monetary amounts in financial statements that are subject to measurement uncertainty."

iii. Ind AS 12: Income Taxes relating to initial recognition exemption of deferred tax related to assets and liabilities arising from a single transaction.

iv. Other Amendments in Ind AS 102 – Share based Payments, Ind AS 103 – Business Combinations, Ind AS 109 – Financial Instruments, Ind AS 115 – Revenue from Contracts with Customers which are mainly editorial in nature in order to provide better clarification of the respective Ind AS's.

v. These amendments shall come into force with effect from April 01, 2023. The Company is assessing the potential effect of the amendments on its financial statements. The Company will adopt these amendments, if applicable, from applicability date.

1. First Time Adoption of IND-AS

(A) Explanation of transition to Ind AS

These are the Company's first financial statements prepared in accordance with Ind AS. The accounting policies have been applied consistently in preparing the financial statements for the year ended 31 March 2023, the comparative information presented in these financial statements for the year ended 31 March 2022 and in the preparation of an opening Notes to the Consolidated Financial Statements (Contd.) Ind AS balance sheet at 1 April 2021 (the Company's date of transition). An explanation of how the transition from financial statements prepared in accordance with accounting standards notified under the Section 133 of the Act, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Previous GAAP) to Ind AS has affected the Company's financial position, financial performance and cash flows is set-out in the following tables and notes:

Refer Note 52 and Note 53 for:

Reconciliation of total equity as at 31 March 2022 and 1 April 2021.

Reconciliation of total comprehensive income for the year ended 31 March 2022.

(B) Ind AS optional exemptions

1. Deemed cost for property, plant and equipment, investment property and intangible assets:

Ind AS 101 permits a first-time adopter to elect to continue with the carrying value for all of its property, plant and equipment as recognized in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition. This exemption can also be used for intangible assets covered by Ind AS 38 Intangible Assets. Accordingly, the Company has elected to measure all of its property, plant and equipment and intangible assets and investment properties at their previous GAAP carrying value.

(C) Ind AS mandatory exceptions

1. Estimates

An entity's estimates in accordance with Ind AS at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error.

Ind AS estimates as at 1 April 2021 are consistent with the estimates as at the same date made in conformity with previous GAAP. The Company made estimates for following items in accordance with Ind AS at the date of transition as these were not required under previous GAAP:

a) Investment in equity instruments carried at FVOCI

b) Impairment of financial assets based on expected credit loss model.

2. Classification and measurement of financial assets and liabilities

Classification of financial assets is required to be made on the basis of the facts and circumstances that exist at the date of transition to Ind AS. Further, if it is impracticable for the Company to apply retrospectively the effective interest method in Ind AS 109, the fair value of the financial asset or the financial liability at the date of transition to Ind AS shall be the new gross carrying amount of that financial asset or the new amortized cost of that financial liability at the date of transition to Ind AS.

NOTE 3.1

Property, Plant and Equipment

(Amount ₹ in Lakhs)

Particulars	Office Premises	Industrial Estate	Computer	Cycle	Furniture & Fixtures	Plant & Machinery	Motor Car	Office Equipment	Scooter	Total
Original Cost As On 01-04-2021	156.84	99.11	16.72	0.18	129.51	304.18	4.00	67.86	-	778.39
Additions	-	-	7.18	-	3.29	43.41	-	8.01	-	61.90
Deductions	-	-	-	-	-	-	-	-	-	-
Original Cost As On 31-03-2022	156.84	99.11	23.90	0.18	132.80	347.59	4.00	75.87	-	840.29
Additions	-	-	8.68	-	5.38	160.78	30.03	12.57	0.83	218.28
Deductions	-	-	-	-					-	-
Original Cost As On 31-03-2023	156.84	99.11	32.58	0.18	138.18	508.37	34.03	88.44	0.83	1,058.57
Depreciation Fund As On 01-04-2021	22.27	0.78	13.60	0.14	72.67	109.04	3.80	50.69	-	272.99
Charged During The Year	6.55	4.79	2.81	0.01	14.86	38.78	-	8.44	-	76.24
Deductions/Transfer	-	-	-	-	-	-	-	-	-	-
Depreciation Fund As On 31-03-2022	28.83	5.57	16.41	0.15	87.53	147.82	3.80	59.13	-	349.23
Charged During The Year	6.23	4.56	6.94	0.01	12.27	52.69	1.54	9.39	0.21	93.84
Deductions/Transfer	-	-	-	-	-	-	-	-	-	-
Depreciation Fund As On 31-03-2023	35.06	10.12	23.35	0.16	99.80	200.51	5.34	68.52	0.21	443.08
Wdv As On 01-04-2021	134.57	98.33	3.12	0.04	56.84	195.14	0.20	17.16	-	505.40
Wdv As On 31-03-2022	128.01	93.54	7.49	0.03	45.27	199.77	0.20	16.74	-	491.06
Wdv As On 31-03-2023	121.78	88.98	9.23	0.02	38.37	307.86	28.69	19.92	0.63	615.49

NOTE 3.2

Capital Work-in-Progress

(Amount ₹ in Lakhs)

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Opening carrying value as at April 1	-	-
Additions / adjustments	7.36	-
Transfer to property, plant and equipment	-	-
Closing carrying value as at March 31,	7.36	-

(a) Refer Note 2.6 (B) - First Time adoption for options availed by the company on the transition to IND AS.

(b) ^ Certain property, plant and equipment are mortgaged against borrowings, the details relating to which have been described in Note 19 and Note 23.

Capital Work-in-Progress Ageing Schedule as at 31 March 2023

(Amount ₹ in Lakhs)

CWIP	Amount in CWIP for a period of				
	Less than 1 year	1 -2 Years	2-3 Years	More than 3 Years	Total
Projects in progress	7.36	-	-	-	7.36

Capital Work-in-Progress Ageing Schedule as at 31 March 2022

(Amount ₹ in Lakhs)

CWIP	Amount in CWIP for a period of				
	Less than 1 year	1 -2 Years	2-3 Years	More than 3 Years	Total
Projects in progress	-	-	-	-	-

NOTE 4

Right -of- use Assets

Particulars	ROU Asset	Total
Original Cost As On 31-03-2021	-	-
Additions	117.23	117.23
Deductions	-	-
Original Cost As On 31-03-22	117.23	117.23
Additions	13.78	13.78
Deductions	-	-
Original Cost As On 31-03-23	131.01	131.01
Accumulated amortisation As On 31-03-2021	-	-
Charged During The Year	35.33	35.33
Deductions/Transfer	-	-
Accumulated amortisation As On 31-03-2022	35.33	35.33
Charged During The Year	47.28	47.28
Deductions/Transfer	-	-
Accumulated amortisation As On 31-03-2023	82.61	82.61
Wdv As On 31-03-2021	-	-
Wdv As On 31-03-2022	81.89	81.89
Wdv As On 31-03-2023	48.39	48.39

Note: Refer Note 51

Leasehold Property:

The Company adopted Ind AS 116 "Leases" and applied the standard to all lease contracts. All the lease contracts were entered into on or after April 1, 2021, except those which are exempted under this standard. Accordingly, comparatives for the year ended March 31, 2021 were not required to be retrospectively adjusted. The Company has elected to measure the leasehold property equal to the lease liability, with the result of net impact on retained earnings and restatement of prior period comparatives.

Leasehold Property and lease liabilities consists of buildings of ₹ 117.23 Lakhs have been recognised as on the transition date i.e. April 1, 2021. In the statement of profit and loss for the current year, operating lease expenses which were recognised as other expenses in previous periods is now recognised as depreciation expense for the leasehold property and finance cost for interest accrued on lease liability.

The weighted average incremental borrowing rate of 9% has been applied to lease liabilities recognised in the Balance Sheet at the date of initial application. Interest on lease liabilities is ₹ 6.48 Lakhs for the year.

NOTE 5

Investment Properties

(Amount ₹ in Lakhs)

PARTICULARS	31.03.2023 ₹	31.03.2022 ₹	31.03.2021 ₹
At amortised cost			
Investment in Immovable Property	245.05	244.90	3.10
TOTAL	245.05	244.90	3.10

^ Certain investment properties are morgaged against secured long term and short term borrowings details relating to which have been described in Note 19 and 23.

NOTE 6

Other Intangible Assets

(Amount ₹ in Lakhs)

Particulars	Computer Software	Trademark	Total
Original Cost As On 01-04-2021	-	-	-
Additions	1.80	-	1.80
Deductions	-	-	-
Original Cost As On 31-03-2022	1.80	-	1.80
Additions	2.08	3.89	5.97
Deductions	-	-	-

Original Cost As On 31-03-2023	**3.88**	**3.89**	**7.77**
Depreciation Fund As On 01-04-2021	-	-	-
Charged During The Year	0.02	-	0.02
Deductions/Transfer	-	-	-
Depreciation Fund As On 31-03-2022	**0.02**	**-**	**0.02**
Charged During The Year	0.78	0.58	1.36
Deductions/Transfer	-	-	-
Depreciation Fund As On 31-03-2023	**0.80**	**0.58**	**1.38**
Wdv As On 31-03-2023	**3.07**	**3.31**	**6.38**
Wdv As On 31-03-2022	**1.78**	**-**	**1.78**

Notes:

(a) Refer Note 2.6 (B) - First Time adoption for options availed by the company on the transition to IND AS.

(b) All intangible assets held by the Company are purchased and not internally generated.

NOTE 7

Non Current Investments^

Shares in number and Amount ₹ in Lakhs

PARTICULARS	31.03.2023		31.03.2022		01.04.2021	
	No of Shares	₹	No of Shares	₹	No of Shares	₹
Non-Trade Investment in Equity instrument						
Quoted - Other (at fair value through OCI)						
Non Trade Investments, Equity Shares of HDFC Bank Ltd. Face Value Rs. 2 each, Fully Paid	3,12,775	5,034.27	1,86,842	2,747.23	1,34,142	1,878.46
Non Trade Investments, Equity Shares of TCS Ltd. Face Value Rs. 1 each, Fully Paid	24,550	787.05	24,550	918.16	24,550	762.04
Non Trade Investments, Equity Shares of HDFC Ltd. Face Value Rs. 2 each, Fully Paid	-	-	-	-	31,239	785.02
Non Trade Investments, Equity Shares of ICICI bank Ltd. Face Value Rs. 2 each, Fully Paid	1,14,501	1,004.46	1,14,501	836.20	-	-
TOTAL	**4,51,826**	**6,825.78**	**3,25,893**	**4,501.59**	**1,89,931**	**3,425.52**
Aggregate Amount of Quoted Investments and market value thereof		6,825.78		4,501.59		3,425.52

^ All the Non-Current Investments are pledged against secured long term and short term borrowings details relating to which have been described in Note 19 and 23

NOTE 8

Non Current - Other Financial Assets

(Amount ₹ in Lakhs)

PARTICULARS	31.03.2023 ₹	31.03.2022 ₹	01.04.2021 ₹
Unsecured, considered good			
Security Deposits (at amortised cost)			
Security Deposit against rental premises	78.41	6.75	0.47
Others	1.05	0.59	-
TOTAL	**79.47**	**7.34**	**0.47**

NOTE 9

Other Non-Current Assets

(Amount ₹ in Lakhs)

PARTICULARS	31.03.2023 ₹	31.03.2022 ₹	01.04.2021 ₹
Prepaid Expenses	16.69	0.26	0.31
Capital advance	10.00	-	-
TOTAL	**26.69**	**0.26**	**0.31**

NOTE 10

Inventories

(Amount ₹ in Lakhs)

PARTICULARS	31.03.2023 ₹	31.03.2022 ₹	01.04.2021 ₹
Raw Materials	-	-	1,083.58
Work in Progress	588.39	149.99	-
Finished Goods	7,934.13	7,287.51	5,747.47
TOTAL	**8,522.52**	**7,437.50**	**6,831.05**

Valued at Cost or Net Realisable Value whichever is lower.

NOTE 11

Current Financial Assets - Trade Receivables

(Amount ₹ in Lakhs)

PARTICULARS	31.03.2023 ₹	31.03.2022 ₹	01.04.2021 ₹
Trade Receivables considered good-Unsecured			
From Others	6,710.43	4,356.48	2,343.85
Less: Allowance for Expected Credit Loss	(7.02)	(7.25)	(4.47)
Trade Receivables credit Impaired			
From Others	20.08	20.70	-
Less: Allowance for Expected Credit Loss	(20.08)	(20.70)	-
TOTAL	**6,703.41**	**4,349.23**	**2,339.39**

NOTE 11.1

Trade Receivables Ageing schedule

As on 31.03.2023

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months-1 year	1-2 yrs.	2-3 yrs.	More than 3 yrs.	
Undisputed Trade receivables-considered good	**1,997.18**	1.24	-	-	-	1,998.42
Undisputed Trade Receivables-considered doubtful	-	-	1.38	4.00	14.70	20.08
Disputed Trade Receivables considered good	-	-	-	-	-	-
Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
Total Due						**2,018.50**
Undue - considered good						4,712.01
Undue - considered doubtful						-
Provision for doubtful debts						-27.10
Total Trade Receivable						**6,703.41**

Trade Receivables Ageing schedule

As on 31.03.2022

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months-1 year	1-2 yrs.	2-3 yrs.	More than 3 yrs.	
Undisputed Trade receivables-considered good	**1,539.17**	-	-	-	-	1,539.17
Undisputed Trade Receivables-considered doubtful	-	-	6.00	14.70	-	20.70
Disputed Trade Receivables considered good	-	-	-	-	-	-
Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
Total Due						**1,559.87**
Undue - considered good						2,817.31
Undue - considered doubtful						-
Provision for doubtful debts						(27.95)
Total Trade Receivable						**4,349.23**

Trade Receivables Ageing schedule

As on 01.04.2021

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months-1 year	1-2 yrs.	2-3 yrs.	More than 3 yrs.	
Undisputed Trade receivables-considered good	181.11	7.60	-	-	-	188.71
Undisputed Trade Receivables-considered doubtful	-	-	15.70	-	-	15.70
Disputed Trade Receivables considered good	-	-	-	-	-	-
Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
Total Due						**204.42**
Undue - considered good						2,139.44
Undue - considered doubtful						-
Provision for doubtful debts						(4.47)
Total Trade Receivable						2,339.39

NOTE 12

Current Financial Assets - Cash & Cash Equivalents (Amount ₹ in Lakhs)

PARTICULARS	31.03.2023 ₹	31.03.2022 ₹	01.04.2021 ₹
Cash on Hand			
-Cash	2.15	5.28	6.63
Balances With Bank			
-In Current Accounts	1,836.01	133.05	6.79
Others			
-Fixed Deposits	-	-	27.59
TOTAL	1,838.15	138.33	41.00

NOTE 13

Current Financial Assets - Loans (Amount ₹ in Lakhs)

PARTICULARS	31.03.2023 ₹	31.03.2022 ₹	01.04.2021 ₹
Current Assets (at amortised cost)			
Unsecured, considered good			
-Loan to Staff	15.61	17.43	14.30
TOTAL	15.61	17.43	14.30

NOTE 14

Other Current Financial Assets (Amount ₹ in Lakhs)

PARTICULARS	31.03.2023 ₹	31.03.2022 ₹	01.04.2021 ₹
Security Deposits (at amortised cost)			
Security Deposit against rental premises*	8.50	-	8.40
Others	23.59	15.31	-
TOTAL	32.09	15.31	8.40

NOTE 15

Current Tax Assets (Net) (Amount ₹ in Lakhs)

PARTICULARS	31.03.2023 ₹	31.03.2022 ₹	01.04.2021 ₹
Taxes paid (net off provision for tax)	-	-	13.45
TOTAL	-	-	13.45

NOTE 16

Other Current Assets (Amount ₹ in Lakhs)

PARTICULARS	31.03.2023 ₹	31.03.2022 ₹	01.04.2021 ₹
Advance To Creditors	2.91	92.96	0.94
Cenvat Credit/GST Credit Receivable	179.61	115.42	187.12
GST Refund Receivable on Exports under LUT	6.33	10.71	15.39
Margin Account Balance	-	-	58.87
Prepaid Expenses	51.03	0.34	52.20
ITC of GST on RCM	0.14	0.06	-
Advance Brokerage On Shares	4.60	1.38	-
Other Receivables	7.89	7.89	6.74
TOTAL	252.51	228.76	321.26

NOTE 17

Equity Share capital (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023 ₹	31.03.2022 ₹	01.04.2021 ₹
(A)	Authorised Share Capital			
1	1,10,00,000 Equity Shares of Rs 10/- each (60,00,000 Equity Shares of Rs 10/- each as at 31.03.2022 & 60,00,000 Equity Shares of Rs 10/- each as at 01.04.2021)	1,100.00	600.00	600.00
		1,100.00	600.00	600.00
(B)	Issued,Subscribed and Paid-up Share Capital			
1	1,07,43,880 Equity Shares of Rs 10/- each fully paid - up (53,71,940 Equity Shares of Rs 10/- each fully paid - up as at 31.03.2022 & 53,71,940 Equity Shares of Rs 10/- each fully paid - up as at 01.04.2021)	1,074.39	537.19	537.19
		1,074.39	537.19	537.19

NOTE 17.1

Reconciliation Of Shares Outstanding At The Beginning And At The End Of The Year

(Shares in Numbers & Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023		31.03.2022		01.04.2021	
		Nos.	₹	Nos.	₹	Nos.	₹
(A)	Equity Shares						
1	Shares Outstanding at the beginning of the year	5,371,940	537.19	5,371,940	537.19	5,371,940	537.19
2	Additions during the year						
i)	Bonus Shares issued during the year	5,371,940	537.19	-	-	-	-
ii)	Fresh Issue during the year	-	-	-	-	-	-
3	Deductions during the year	-	-	-	-	-	-
4	Shares Outstanding at the end of the year	10,743,880	1,074.39	5,371,940	537.19	5,371,940	537.19

NOTE 17.2

Share Capital

(A)	The company has only 1 class of Equity shares.
(B)	Each holder of Equity shares is entitled to one vote per share.
(C)	The dividend proposed by the Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting, except in the case of interim dividend.
(D)	In the event of Liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion of their shareholding

NOTE 17.3

Details Of Shareholders Holding More Than 5% Shares In The Company (Shares in Numbers)

	PARTICULARS	31.03.2023 ₹		31.03.2022 ₹		01.04.2021 ₹	
		No. of Shares	% of Holding	No. of Shares	% of Holding	No. of Shares	% of Holding
(A)	Equity Shares						
1	Darshan Chauhan	2,308,000	21.48	1,154,000	21.48	1,154,000	21.48
2	Mahendra Chauhan	2,308,000	21.48	1,154,000	21.48	1,154,000	21.48
3	Mangesh Chauhan	2,324,000	21.63	1,162,000	21.63	1,162,000	21.63
	Total	6,940,000	64.59	3,470,000	64.59	3,470,000	64.59

NOTE 17.4

Aggregate number of bonus shares issued, shares issued for consideration other then cash during the period of five years immediately preceding the reporting date

	PARTICULARS	(Aggregate No. of Shares) for the year ended				
		31.03.2023	31.03.2022	31.03.2021	31.03.2020	31.03.2019
1	Fully Paid up Equity Shares by way of Bonus (Shares in Numbers)	5,371,940	-	-	-	-

NOTE 17.5

Shares held by promoters as at 31st March 2023

Sn	Shares held by promoters at the end of the year Promoter Name	No of Shares	% of Total Shares	% Change during the Year
1	Mangesh Ramesh Chauhan	2,324,000	21.63%	0.00%
2	Mahendra Champalal Chauhan	2,308,000	21.48%	0.00%
3	Darshan Ramesh Chauhan	2,308,000	21.48%	0.00%
4	Mahendra C Chauhan Huf	320,552	2.98%	0.00%
5	Mangesh R Chauhan Huf	320,552	2.98%	0.00%
6	Darshan R Chauhan Huf	320,552	2.98%	0.00%
	TOTAL	7,901,656	73.55%	

Shares held by promoters as at 31st March 2022

Sn	Shares held by promoters at the end of the year Promoter Name	No of Shares	% of Total Shares	% Change during the Year
1	Mangesh Ramesh Chauhan	1,162,000	21.63%	0.00%
2	Mahendra Champalal Chauhan	1,154,000	21.48%	0.00%
3	Darshan Ramesh Chauhan	1,154,000	21.48%	0.00%
4	Mahendra C Chauhan Huf	160,276	2.98%	0.00%
5	Mangesh R Chauhan Huf	160,276	2.98%	0.00%
6	Darshan R Chauhan Huf	160,276	2.98%	0.00%
	TOTAL	3,950,828	73.55%	

Shares held by promoters as at 01st April 2021

Sn	Shares held by promoters at the end of the year Promoter Name	No of Shares	% of Total Shares	% Change during the Year
1	Mangesh Ramesh Chauhan	1,162,000	21.63%	0.00%
2	Mahendra Champalal Chauhan	1,154,000	21.48%	0.00%
3	Darshan Ramesh Chauhan	1,154,000	21.48%	0.00%
4	Mahendra C Chauhan Huf	160,276	2.98%	0.00%
5	Mangesh R Chauhan Huf	160,276	2.98%	0.00%
6	Darshan R Chauhan Huf	160,276	2.98%	0.00%
	TOTAL	3,950,828	73.55%	

NOTE 17.6

During the period of five years immediately preceeding the date as at which the Balance Sheet is prepared:

(a) No Class of Shares were alloted as fully paid up pursuant to contract without payment being received in cash. (Refer Note 17.4 for issue of bonus shares)

(b) No Class of Shares were bought back by the company.

NOTE 17.7

(a) There are no calls unpaid

(b) There are no forfeited shares

NOTE 18

Other Equity (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023 ₹	31.03.2022 ₹	01.04.2021 ₹
(I)	Securities Premium			
	Balance as the beginning of the year	2,635.80	2,635.80	2,635.80
	Add: Additions during the year	-	-	-
	Less : Utilised for issue of Bonus Shares & Issue expenses	(537.19)	-	-
	Balance at the end of the year	2,098.61	2,635.80	2,635.80
(II)	Other Comprehensive Income			
	Balance at the beginning of the year	756.62	679.02	-
	Add: Remeasurements of Net Defined Benefit Plans	(0.94)	(8.37)	1.60
	Add: Fair valuation of Investments	387.23	85.98	677.41
	Balance at the end of the year	1,142.92	756.62	679.02
(III)	Retained Earnings			
	Balance as the beginning of the year	3,744.09	2,048.97	1,572.67
	Add:/Less: Profits attributable to owners of the company	1,860.88	1,695.12	476.30
	Add:/Less: Dividend	(107.44)	-	-
	Balance at the end of the year	5,497.53	3,744.09	2,048.97
	TOTAL	8,739.06	7,136.51	5,363.79

NOTE 18.1

Nature & Purpose of each Reserves under Other Equity

(a) **Securities premium reserve :** Securities premium reserve is created due to premium on issue of shares. These reserve is utilized in accordance with the provisions of the Companies Act, 2013. In current year it is utilised for issue of bonus shares.

(b) **Items of Other Comprehensive Income**

Remeasurements of Net Defined Benefit Plans : Differences between the interest income on plan assets and the return actually achieved, and any changes in the liabilities over the year due to changes in actuarial assumptions or experience adjustments within the plans, are recognised in other comprehensive income and are adjusted to retained earnings.

Fair valuation of investment : Non - current investments made by the company in quoted shares is recorded at fair value and the Gain/(loss) on revaluation is recognised in other comprehensive income

(c) **Retained Earnings**

Statement of Profit and Loss are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders.

NOTE 18.2

	PARTICULARS	31.03.2023 ₹	31.03.2022 ₹	01.04.2021 ₹
(A)	Dividends on Equity shares declared and paid			
	Interim dividend paid for the year ended on 31st March 2023 Re. 1 per Share	107.44	-	-
	TOTAL	107.44	-	-

NOTE 19

Non-Current Financial Liabilities - Borrowings **(Amount ₹ in Lakhs)**

	PARTICULARS	31.03.2023	31.03.2022	01.04.2021
(A)	*Secured Loans :- (At Amortised cost)			
1	Term Loan Facilities from Banks	1,478.14	1,740.04	718.20
	Total Secured Borrowings	1,478.14	1,740.04	718.20
	TOTAL	1,478.14	1,740.04	718.20
	Current maturity of long term borrowing disclosed under 'short term borrowings' (Refer Note 23)	261.90	182.44	56.70
	Total non-current borrowings	1,740.04	1,922.48	774.90

Refer Note No - 46 for Interest rate Risk and Liquidity Risk.

Details of Security and Repayment Terms :

i The Company has availed Guaranteed Emergency Credit Line (GECL) Term Loan facility of ₹ 377.90 Lakhs (31 March 2022: ₹ 377.90 Lakhs). The Facility is secured by (a) Second hypothecation charge on current assets financed through the additional WCTL. (b) Second hypothecation charge on current assets of the company. (c) Second charge by way of pledge on shares already pledged for existing facilities. (d) 100% credit guarantee by National Credit Guarantee Trust Company Limited (NCGTC). The borrowing carries interest rate between 9% - 9.25% p.a. payable at monthly rest. Outstanding balance for this borrowing is ₹ 267.68 Lakhs. Repayments till 2027.

ii The Company has availed Guaranteed Emergency Credit Line (GECL) Term Loan facility of ₹ 890.20 Lakhs (31 March 2022: ₹ 890.20 Lakhs).

The Facility is secured by (a) Second charge on current assets financed through the additional WCTL.

(b) Second charge on all current assets of the company already charged for existing facilities. (c) Second charge by way of pledge on shares already pledged for existing facilities. (d) 100% credit guarantee by National Credit Guarantee Trust Company Limited (NCGTC).The borrowing carries interest rate between 8% - 9.25% p.a. payable at monthly rest.

Outstanding balance for this borrowing is ₹ 890.20 Lakhs. Repayments till 2027.

iii The Company has availed Guaranteed Emergency Credit Line (GECL) Term Loan facility of ₹ 397.00 Lakhs (31 March 2022: ₹ 397.00 Lakhs). The Facility is secured by (a) First and Pari-passu charge on stock and debtors and extension of charge on entire current assets of the company. (b) First and Pari-passu charge on Book Debts (c) Documents of title to goods under export.

(d) Exclusive charge by way of pledge on equity shares of TCS and HDFC Bank with at least a value of Rs.15 Crore (e) Security interest/charge on all movable/immovable assets created out of the WCTL. The borrowing carries interest rate between 9% - 9.25% p.a. payable at monthly rest.

Outstanding balance for this borrowing is ₹ 288.16 Lakhs. Repayments till 2025.

iv The Company has availed Guaranteed Emergency Credit Line (GECL) Term Loan facility of ₹ 294.00 Lakhs (31 March 2022: ₹ 294.00 Lakhs).

The Facility is secured by (a) First and Pari-passu charge on stock and debtors and extension of charge on entire current assets of the company.

(b) First and Pari-passu charge on Book Debts (c) Documents of title to goods under export. (d) Exclusive charge by way of pledge on equity shares of TCS and HDFC Bank with at least a value of Rs.15 Crore (e) Security interest/charge on all movable/immovable assets created out of the WCTL. The borrowing carries interest rate between 9% - 9.25% p.a. payable at monthly rest.

Outstanding balance for this borrowing is ₹ 294.00 Lakhs. Repayments till 2027.

NOTE 19.1

Maturity Profile

Maturity of Secured Long term loan are as set below : **(Amount ₹ in Lakhs)**

	Maturity Period	31.03.2023 ₹	31.03.2022 ₹	01.04.2021 ₹
1	Within 1 year	261.90	182.44	56.70
2	1-2 years	487.92	261.90	182.44
3	2-3 years	458.70	487.92	190.88
4	Beyond 3 year	531.52	990.22	344.88
	Total	1,740.04	1,922.48	774.90

NOTE 20

Non Current - Financial Liabilities - Borrowings - Lease Liabilities **(Amount ₹ in Lakhs)**

	PARTICULARS	31.03.2023	31.03.2022	01.04.2021
1	Present Value of Lease Obligations (at amortised cost) (Refer Note No 51)	3.74	40.64	-
	TOTAL	**3.74**	**40.64**	**-**

NOTE 21

Non current - Long Term Provisions **(Amount ₹ in Lakhs)**

	PARTICULARS	31.03.2023	31.03.2022	01.04.2021
1	Provision for Gratuity payable	78.07	64.52	45.34
	TOTAL	**78.07**	**64.52**	**45.34**

NOTE 22

Non current - Deferred Tax Liabilities (Net) **(Amount ₹ in Lakhs)**

	PARTICULARS	31.03.2023	31.03.2022	01.04.2021
1	**Deferred Tax Liabilities in relation to**			
(i)	Gain on fair valuation of investment	386.99	256.75	227.83
(ii)	Effect of deviation from ICDS and Valuation method u/s 145A	1.40	-	-
		388.39	256.75	227.83
2	**Deferred Tax Assets in relation to**			
(i)	Property, Plant and Equipment	6.45	6.00	5.08
(ii)	Provision for Employee Benefits	23.47	18.93	13.20
(iii)	Provision for Expected Credit Loss	6.82	7.03	1.12
(iv)	Effect of deviation from ICDS and Valuation method u/s 145A	-	-	7.92
(v)	Lease rentals	0.72	1.13	-
(vi)	Others	0.02	-	-
		37.48	**33.10**	**27.32**
	Net Deferred Tax Liabilities	**350.91**	**223.65**	**200.51**

NOTE 23

Current - Financial Liabilities - Borrowings **(Amount ₹ in Lakhs)**

	PARTICULARS	31.03.2023	31.03.2022	01.04.2021
(A)	***Secured Borrowings :- (at amortised cost)**			
1	Loans Repayable on Demand From Banks			
	Bank Overdraft	12,412.48	6,844.69	6,550.41
	Packing Credit	440.12	360.00	-
(B)	Current maturities of long term debt	261.90	182.44	56.70
	TOTAL	**13,114.50**	**7,387.13**	**6,607.11**

The Company has availed Cash credit, packing credit and working capital demand loans from Yes Bank Ltd, Federal Bank Limited, Axis Bank Limited and Indusind Bank Limited in Multi Banking Arrangement.

These loans are secured by first pari passu charge by way of mortgage of Ofifce Premises and Factory premises of the Company, Director's residential property situated at Mumbai and Plot at Pali. First paripassu charge on all current assets of the company, Charge by way of pledge of shares with a minimum collateral cover of 0.5x, personal gurantee of directors and directors relatives.

NOTE 24

Current - Financial Liabilities - Borrowings - Lease Liabilities **(Amount ₹ in Lakhs)**

	PARTICULARS	31.03.2023	31.03.2022	01.04.2021
1	Present Value of Lease Obligations (at amortised cost) (Refer Note No 51)	47.52	45.75	-
	TOTAL	**47.52**	**45.75**	**-**

NOTE 25

Current - Financial Liabilities - Trade payables (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022	01.04.2021
(A)	Micro and Small Enterprises			
1	Trade Payables for Goods	138.26	136.87	0.15
2	Trade Payables for Expenses	0.61	0.61	0.65
		138.87	**137.48**	**0.80**
(B)	Others			
1	Trade Payables for Goods	-	0.01	-
2	Trade Payables for Expenses	8.94	3.28	5.32
		8.94	**3.29**	**5.32**
	TOTAL	**147.80**	**140.77**	**6.12**

NOTE 25.1

MICRO, SMALL AND MEDIUM ENTERPRISES HAVE BEEN IDENTIFIED BY THE COMPANY ON THE BASIS OF THE INFORMATION AVAILABLE.

(Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022	01.04.2021
(A)	Dues remaining unpaid as at 31st March			
	Principal	138.87	137.48	0.80
	Interest on the above	-	-	-
(B)	Interest paid in terms of Section16 of the act along with amount of payment made to the supplier beyond the appointed day during the year.	-	-	-
	Principal paid beyond the appointed date	-	-	-
	Interest paid in terms of Section 16 of the act	-	-	-
(C)	Amount of interest due and payable for the period of delay on payments made beyond the appointed day during the year	-	-	-
(D)	Further interest due and payable even in the succeeding years, until such date when the interest due as above are actually paid to the small enterprises.	-	-	-
(E)	Amount of interest accrued and remaining unpaid as at 31st March	-	-	-

NOTE 25.2

Trade Payables ageing schedule

As on 31.03.2023

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 yr.	1-2 yrs.	2-3 yrs.	More than 3 yrs.	
(i) MSME	-	-	-	-	-
(ii) Others	8.10	-	-	-	8.10
(iii) Disputed dues- MSME	-	-	-	-	-
(iv) Disputed dues- Others	-	-	-	-	-
Total Due					**8.10**
MSME - Undue					138.87
Others - Undue					0.83
Total					**147.80**

Trade Payables ageing schedule

As on 31.03.2022

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 yr.	1-2 yrs.	2-3 yrs.	More than 3 yrs.	
(i) MSME	0.61	-	-	-	0.61
(ii) Others	1.35	1.94	-	-	3.29
(iii) Disputed dues- MSME	-	-	-	-	-
(iv) Disputed dues- Others	-	-	-	-	-
Total Due					**3.90**
MSME - Undue					136.86
Others - Undue					0.01
Total					**140.77**

Trade Payables ageing schedule

As on 31.03.20221

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 yr.	1-2 yrs.	2-3 yrs.	More than 3 yrs.	
(i) MSME	0.59	-	-	-	0.59
(ii) Others	0.97	-	-	-	0.97
(iii) Disputed dues- MSME	-	-	-	-	-
(iv) Disputed dues- Others	-	-	-	-	-
Total Due					**1.57**
MSME - Undue					0.21
Others - Undue					4.35
Total					**6.12**

NOTE 26

Current - Financial Liabilities - Other Financial Liabilities (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022	01.04.2021
1	Interest Payable	**44.80**	**37.84**	**2.97**
	TOTAL	44.80	37.84	2.97

NOTE 27

Current - Other Current Liabilities (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022	01.04.2021
1	Margin Account Balance	4.37	-	-
2	Outstanding Expenses	4.43	2.68	8.57
3	Rental Deposit	-	-	2.00
4	Statutory Dues Payable	6.15	3.72	3.12
5	Advance from Debtors	0.01	0.01	-
	TOTAL	**14.96**	**6.41**	**13.69**

NOTE 28

Current - Short Term Provisions (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022	01.04.2021
(A)	Provision for employee benefits			
1	- Provision for Gratuity	15.19	10.69	7.10
2	- Salaries & Wages Payable	5.75	3.07	-
(B)	Others			
1	- Audit fees	2.43	1.58	1.62
2	- Professional fees	2.25	-	-
	TOTAL	**25.62**	**15.33**	**8.72**

NOTE 29

Current Tax Liabilities (Net) (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022	01.04.2021
(A)	Provision for Statutory Liabilities			
1	- Provision for Tax (Net of Taxes paid)	99.39	139.57	-
	TOTAL	**99.39**	**139.57**	-

NOTE 30

Revenue From Operation

(Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
(A)	Revenue From Sale of Products		
1	Local Sales	1,11,396.32	77,527.56
2	Export Sales	3,533.26	943.26
		1,14,929.58	78,470.82
(B)	**Revenue From Sale of Services**		
1	**Labour Charges**	450.49	99.38
		450.49	99.38
	TOTAL	1,15,380.07	78,570.20

NOTE 31

Other Income

(Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
1	Dividend Income	62.43	21.08
2	Foreign Exchange Revaluation Gain/Loss	31.61	18.37
3	Gains on sale of Investments	0.00	1,015.54
4	Interest Income	0.66	1.10
5	Reversal of Expected Credit Loss	0.85	-
	TOTAL	95.56	1,056.09

NOTE 32

Cost of Material Consumed

(Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
(A)	Raw Materials		
1	Opening Stock	-	1,083.58
2	Add : Purchased during the year	1,10,855.16	75,702.22
3	Add : Consumables	236.84	146.51
4	Add : Labour Charges Paid	396.79	470.67
5	Less : Closing Stock	-	-
	TOTAL	1,11,488.78	77,402.98

NOTE 33

Changes In Inventories Of Finished Goods, Work In Progress And Stock In Trade

(Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
(A)	Finised Goods		
1	Opening Stock	7,287.51	5,747.47
2	Closing Stock	7,934.13	7,287.51
		(646.62)	(1,540.04)
(B)	Work in Progress		
1	Opening Stock	149.99	-
2	Closing Stock	588.39	149.99
		(438.40)	(149.99)
	TOTAL	(1,085.02)	(1,690.03)

NOTE 34

Employee Benefits Expenses

(Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
(A)	Salaries and wages		
1	-Directors Remuneration	87.75	56.25
2	-Salaries, Wages & Bonus	395.79	198.30
(B)	Contribution to provident and other funds		
1	-Contribution to PF, ESIC and MLWF	25.80	15.81
2	-Provision for gratuity	17.02	11.58
(C)	Staff welfare expenses		
1	-Staff Welfare	14.42	9.23
	TOTAL	540.78	291.17

NOTE 35

Finance Cost

(Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
(A)	Interest expense		
1	-Bank Interest on Overdraft	775.94	604.41
2	-Interest on Loans	167.91	96.87
3	-Interest on Packing Credit	35.32	13.77
		979.16	**715.04**
(B)	Other borrowing costs		
1	-Bank charges and Processing Fees	94.93	79.04
2	-Other Expenses	0.63	0.16
		95.56	**79.20**
(C)	Interest on Lease Finance	6.48	7.72
		6.48	7.72
	TOTAL	1,081.20	801.96

NOTE 36

Depreciation And Amortisation Expenses

(Amount ₹ in Lakhs)

(A)	PARTICULARS	31.03.2023	31.03.2022
1	Depreciation on plant, property and equipment	93.84	76.24
2	Amortisation on Intangible assets	1.36	0.02
3	Depreciation on Right -of- use Asset	47.28	35.33
	TOTAL	142.48	111.60

NOTE 37

Other Expenses

(Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
1	Audit fees	7.20	4.00
2	Advertisement expense	7.90	0.35
3	Business Promotion expenses	27.74	6.24
4	Bonus Issue expense	19.19	-
5	Commission Expense	-	0.56
6	CSR Expenses	15.50	10.20
7	Designing Expenses	128.52	124.74
8	Exhibition Expenses	89.58	29.90
9	Factory Expenses	**54.70**	**39.60**
10	GST paid including interest and penalty	-	**12.23**
11	GST Written off	4.27	-
12	Hallmarking Charges	123.49	133.20
13	Insurance Expenses	4.16	3.57
14	Keyman Insurance Premium	10.56	28.99
15	Listing Fees	11.63	1.43
16	Motorcar Expenses	11.58	9.49
17	Other Expenses	49.26	20.99
18	Packing Materials	10.29	6.28
19	Power & Fuel	56.51	35.66
20	Professional Fees	84.50	13.75
21	Provision for bad and doubtful debts	-	23.48
22	Rent Expense	4.23	-
23	Repairs & Maintainence	20.67	24.86
24	Security Charges	11.61	3.20
25	Transport expenses	15.71	2.21
26	Travelling expenses	5.88	2.54
27	Interest on Income Tax liability	29.46	-
28	Loss on Sale of Shares	0.06	-
	TOTAL	804.19	537.47

NOTE 37.1

Payments to Auditors (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
(A)	As an Auditor		
1	Statutory Audit Fees	7.20	4.00
2	Other Certification Charges	0.08	-
3	Others	4.05	-
	TOTAL	11.33	4.00
	(Excluding GST)		

NOTE 37.2

Corporate Social Responsibility

The Company has spent Rs.15.50 lakhs during the financial year (Previous Year: Rs.10.20 lakhs) as per the provisions of Section 135 of The Companies Act, 2013 towards Corporate Social Responsibility (CSR) activities.

(a) Gross amount required to be spent during the year Rs.15.25 lakhs (Previous Year Rs. 10.21 lakhs)

(b) Amount spent during the year: (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
1	On Elderly and Medical Sector	-	10.20
2	On education, Health, Poverty alleviation, others	15.50	-

(c) Excess spent of Rs. 0.25 Lakhs in FY 22-23 is available for set off in succeeding financial years

NOTE 38.1

Other Comprehensive Income – Items That Will Not Be Reclassified To Profit And Loss (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
1	Remeasurement of Defined Benefit Plan	(1.25)	(11.19)
	TOTAL	(1.25)	(11.19)

NOTE 38.2

Other Comprehensive Income – Items That Will Not Be Reclassified To Profit And Loss (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
1	Fair Value of Investment in equity shares	517.47	114.89
	TOTAL	517.47	114.89

NOTE 39

Income Tax Expenses (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
1	Current Tax	645.00	479.00
2	Deferred Tax	(2.66)	(2.97)
	Total Tax Expenses	**642.34**	**476.03**

NOTE 40

Earning Per Equity Shares (EPS) (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
(A)	**Face Value per Equity Share**	10.00	10.00
(B)	**Basic Earning Per Share (Rs.)**		
1	Net Profit after Tax as per Statement of Profit and Loss Attributable to Equity Shareholders (Rs.)	1,860.88	1,695.12
2	Adjusted weighted average number of equity shares outstanding (No.) for calculating Basic EPS	107.44	107.44
3	**Basic EPS (Rs.)**	17.32	15.78
(C)	**Diluted Earning Per Share (Rs.)**		
1	Net Profit after Tax as per Statement of Profit and Loss Attributable to Equity Shareholders (Rs.)	1,860.88	1,695.12
2	Adjusted weighted average number of equity shares outstanding (No.) for calculating Diluted EPS	107.44	107.44
3	**Diluted EPS (Rs.)**	17.32	15.78

NOTE 41

Income Tax

(A) Current Tax Laibilities (Net) (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022	01.04.2021
1	Opening Balance	139.57	(13.45)	47.89
2	Add : Current Tax Provision for the year	645.00	479.00	132.01
3	Add/Less : Interest on Income Tax liability	29.47	-	-
4	Less : Taxes Paid	(714.64)	(325.98)	(193.34)
5	Closing Balance	**99.39**	**139.57**	**(13.45)**

The closing balance of current tax liability is net of advance tax and tax deducted at source.

(B) Deferred Tax Liabilities (Net) (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022	01.04.2021
1	Opening Balance	223.65	200.51	(18.68)
2	Add/Less : Deferred Tax Charge/(Credit) to Statement of P&L	(2.66)	(2.96)	(9.18)
3	Add/Less : Deferred Tax Charge/(Credit) to Statement of OCI	129.92	26.10	228.37
4	Closing Balance	**350.91**	**223.65**	**200.51**

(C) Summary of Income Tax Expenses (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022	01.04.2021
1	Current Tax	645.00	479.00	132.01
2	Deferred Tax	(2.66)	(2.96)	(9.18)
	Total Tax Expenses	**642.34**	**476.04**	**122.83**

(D) Movement in Deferred Tax Assets & Liabilities (Amount ₹ in Lakhs)

	PARTICULARS	Charge/(Credit) to Statement of P&L			Charge/(Credit) to OCI		
		31.03.2023	31.03.2022	01.04.2021	31.03.2023	31.03.2022	01.04.2021
1	Property Plant & Equipments and Intangible Assets	(0.45)	(0.92)	2.25	-	-	-
2	Fair Value of Non Current Investments - Financial Assets	-	-	-	130.24	28.92	227.83
3	Provision for Employee Benefits	(4.23)	(2.92)	(2.38)	(0.31)	(2.82)	0.54
4	Provision for Expected Credit Loss	0.21	(5.91)	(1.12)	-	-	-
5	Lease Rental	0.41	(1.13)	-	-	-	-
6	Interest unwinding on security deposit	(0.02)	-	-	-	-	-
7	Effect of deviation from ICDS and Valuation method u/s 145A	1.40	7.92	(7.92)	-	-	-
	Total	**(2.66)**	**(2.96)**	**(9.18)**	**129.92**	**26.10**	**228.37**

(E) Taxation

	PARTICULARS	31.03.2023	31.03.2022	01.04.2021
	The income tax expenses for the year can be reconciled to the accounting profit as follows:			
1	Profit Before Tax (Before Exceptional Items)	2,503.22	2,171.16	599.14
	applicable Tax Rate (in %)	25.17%	25.17%	25.17%
2	Computed Tax Expenses	630.01	546.44	150.79
3	Add/(Less) Tax Effect of:			
	Expenses Disallowed	53.38	32.94	24.71
	Additional Allowances (net)	(39.18)	(18.33)	(14.21)
	Income taxable at lower rate	0.01	(81.32)	(31.23)
		14.22	(66.72)	(20.73)
	Short/Excess Provision of Earlier years	-	-	-
4	**Current tax Provision**	**644.23**	**479.72**	**130.06**
5	**Effective Tax Rate (in %)**	**25.74%**	**22.10%**	**21.71%**

NOTE 42

Contingent Liabilities & Commitments

(Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
(A)	Contingent Liabilities		
1	GST dispute	21.30	21.30

Note 43

Defined Benefit Plans

(Amount ₹ in Lakhs)

The Company participates in a number of defined contribution plans on behalf of relevant personnel. Any expense recognised in relation to these schemes represents the value of contributions payable during the period by the Company at rates specified by the rules of those plans. The only amounts included in the balance sheet are those relating to the prior months contributions that were not due to be paid until after the end of the reporting period.

The major defined contribution plans operated by the Company are as below:

a) Provident fund

In accordance with the Employee's Provident Fund and Miscellaneous Provisions Act, 1952 eligible employees of the Company are entitled to receive benefits in respect of provident fund, a defined contribution plan, in which both employees and the Company make monthly contributions at a specified percentage of the covered employees' salary. The contributions, as specified under the law, are made to the provident fund administered and managed by Government of India. The Company has no further obligations under the fund managed by the GOI beyond its monthly contributions which are charged to the Statement of Profit and Loss in the period they are incurred. The benefits are paid to employees on their retirement or resignation from the Company.

(Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
(A)	Employers contribution to Provident Fund	23.04	13.61

b) Gratuity

The Company has an obligation towards gratuity, an funded defined benefit retirement plan covering eligible employees. The plan provides for lump sum payment to vested employees at retirement, death while in employment or on termination of the employment of an amount equivalent to 15 days salary, as applicable, payable for each completed year of service, without any payment ceiling. Vesting occurs upon completion of five years of service. The Company accounts for the liability for gratuity benefits payable in the future based on an actuarial valuation. The most recent actuarial valuation of the present value of the defined benefit obligation was carried out at March 31, 2023 by an independent actuary. The present value of the defined benefit obligation, and the related current service cost and past service cost, were measured using the projected unit credit method.

(A) Reconciliation of Opening and Closing balances of Defined Benefit Obligation (DBO)

(Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
1	Defined Benefit obligation at beginning of year	7,521.00	5,244.00
2	Current Service Cost	1,236.00	854.00
3	Past Service Cost	-	-
4	Interest Cost	466.00	304.00
5	Actuarial (Gains)/Losses on Obligations - Due to Change in Financial Assumptions	(465.00)	(172.00)
6	Actuarial (Gains)/Losses on Obligations - Due to Experience	590.00	1,291.00
7	Benefits paid	(22.00)	-
8	Defined Benefit obligation at year end	9,326.00	7,521.00

(B) Reconciliation of Fair Value of Plan Assets (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
1	Fair Value of Plan Assets at start of the year	-	-
2	Contributions by Employer	22.00	-
3	Benefits Paid	(22.00)	-
4	Interest Income on Plan Assets	-	-
	Re-measurements:		-
5	Return on plan assets excluding amount included in net interest on the net defined benefit liability/ (asset)	-	-
6	Fair Value of Plan Assets at end of the year	-	-
7	Actual Return on Plan Assets	-	-
8	Expected Employer Contributions for the coming year	-	-

(C) Amount recognized in Balance Sheet (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
1	Present Value of DBO	9,326.00	7,521.00
2	Fair value of Plan assets	-	-
3	Liability/ (Asset) recognised in the Balance Sheet	9,326.00	9,521.00
4	Funded Status [Surplus/ (Deficit)]	(9,326.00)	(7,521.00)
5	Of which, Short term Liability	1,519.00	1,069.00
6	Experience Adjustment on Plan Liabilities: (Gain)/ Loss	**590.00**	**1,291.00**

(D) Expenses recognised during the year (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
1	Current Service Cost	1,236.00	854.00
2	Past Service Cost	-	-
3	Net Interest Cost	466.00	304.00
4	Expenses recognised in P & L	**1,702.00**	**1,158.00**

(E) Expenses recognised in Other Comprehensive Income (OCI) (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
1	Balance at start of year (Loss)/ Gain	-	-
2	Actuarial (Loss)/ Gain from changes in financial assumptions	465.00	172.00
3	Actuarial (Loss)/ Gain from experience over the past year	(590.00)	(1,291.00)
4	Re-measurements on Plan Assets		-
	Return on Plan assets, excluding amount included in net interest on the net defined benefit liability/ (asset)	-	-
5	Balance at end of year (Loss)/ Gain	**(125.00)**	**(1,119.00)**

(F) Actuarial Assumptions

	PARTICULARS	31.03.2023	31.03.2022
1	Salary Growth Rate	5% p.a.	5% p.a.
2	Discount Rate	7.1% p.a.	6.2% p.a.
3	Net Interest Rate on Net DBO/ (Assets)	6.2% p.a.	5.8% p.a.
4	Withdrawal Rate	15% p.a.	15% p.a.
5	Mortality	IALM 2012-14 (Ult.)	IALM 2012-14 (Ult.)
6	Expected weighted average remaining working life	**5 years**	**5 years**

(G) Percentage Break-down of Total Plan Assets (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
1	Investment Funds with Insurance Company		
	Of which, Unit Linked	0.0%	0.0%
	Of which, Traditional/ Non-Unit Linked	0.0%	0.0%
2	Cash and cash equivalents	**0.0%**	**0.0%**
3	Total	**0.0%**	**0.0%**

Note: None of the assets carry a quoted market price in an active market or represent the entity's own transferable financial instruments or are property occupied by the entity.

(H) Movement in Surplus/ (Deficit) (Amount ₹ in Lakhs)

	PARTICULARS	31.03.2023	31.03.2022
1	Surplus/ (Deficit) at start of year	(7,521.00)	(5,244.00)
2	Current Service Cost	(1,236.00)	(854.00)
3	Past Service Cost	-	-
4	Net Interest on net DBO	(466.00)	(304.00)
5	Re-measurements gain/ (loss)	(125.00)	(1,119.00)
6	Contributions	22.00	-
7	Surplus/ (Deficit) at end of year	**(9,326.00)**	**(7,521.00)**

NOTE 44

Related party transactions

(A) List Of Related Parties Where Control Exists And Relationships:

PARTICULARS		Relationship
1	Darshan Chauhan	Director
2	Mangesh Chauhan	Director
3	Mahendra Chauhan	Director
4	Darshan Chauhan HUF	HUF of Director
5	Mangesh Chauhan HUF	HUF of Director
6	Mahendra Chauhan HUF	HUF of Director
7	Pooja Haresh Shah	Company Secretary

(B) Transactions with related parties **(Amount ₹ in Lakhs)**

	PARTICULARS	31.03.2023	31.03.2022
(i)	**With Key Managerial Personnel**		
1	**Directors Remuneration**		
	- Darshan Chauhan	29.25	20.31
	- Mangesh Chauhan	29.25	20.31
	- Mahendra Chauhan	29.25	20.31
2	**Rent Paid**		
	- Darshan Chauhan	10.40	10.40
	- Mangesh Chauhan	10.40	10.40
	- Mahendra Chauhan	10.40	10.40
3	**Dividend Paid**		
	- Darshan Chauhan	23.08	-
	- Mangesh Chauhan	23.24	-
	- Mahendra Chauhan	23.08	-
(ii)	**With Relatives of Key Managerial Personnel**		
1	**Dividend Paid**		
	- Darshan Chauhan HUF	3.21	-
	- Mangesh Chauhan HUF	3.21	-
	- Mahendra Chauhan HUF	3.21	-
(iii)	**Company Secretary & Compliance Officer**		
1	**Salary & Bonus**		
	- Pooja Haresh Shah	2.40	0.60

Note: The transactions with related parties are made in the normal course of business and on terms equivalent to those that prevail in arm's length transactions.

(C) Balance at the end of year **(Amount ₹ in Lakhs)**

	PARTICULARS	31.03.2023	31.03.2022
(i)	**Payable to Key Managerial Personnel**		
1	**Directors Remuneration**		
	- Darshan Chauhan	1.97	1.04
	- Mangesh Chauhan	1.78	1.04
	- Mahendra Chauhan	2.00	0.98

NOTE: 45

Financial instruments

Fair values

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes in to account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, Level 2 or Level 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurements in its entirety, which are described as follows:

- **Level 1:** inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.
- **Level 2:** inputs are inputs, other than quoted prices included within level 1, that are observable for the asset or liability, either directly or indirectly; and
- **Level 3:** inputs are unobservable inputs for the asset or liability.

The management assessed that cash and cash equivalents, trade receivables, trade payables, bank overdrafts and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

- Long-term fixed-rate and variable-rate receivables/borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, individual creditworthiness of the customer and the risk characteristics of the financed project. Based on this evaluation, allowances are taken into account for the expected credit losses of these receivables.
- The fair values of the quoted notes and bonds are based on price quotations at the reporting date. The fair value of unquoted instruments, loans from banks and other financial liabilities, obligations under finance leases, as well as other non-current financial liabilities is estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities. In addition to being sensitive to a reasonably possible change in the forecast cash flows or the discount rate, the fair value of the equity instruments is also sensitive to a reasonably possible change in the growth rates. Management regularly assesses a range of reasonably possible alternatives for those significant unobservable inputs and determines their impact on the total fair value.
- The fair values of the Company's interest-bearing borrowings and loans are determined by using DCF method using discount rate that reflects the issuer's borrowing rate as at the end of the reporting period.

NOTE: 46

Financial risk management objectives and policies:

The Company's principal financial liabilities comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations and to provide guarantees to support its operations. The Company's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations. The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks providing an assurance that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarized below.

(A) **Financial risk management**

The management of the company is responsible for overseeing the Risk Management Framework for developing and monitoring the Company's risk management policies. The risk management policies are established to ensure timely identification and evaluation of risks, setting acceptable risk thresholds, identifying, and mapping controls against these risks, monitor the risks and their limits, improve risk awareness and transparency. Risk management policies and systems are reviewed regularly to reflect changes in the market conditions and the Company's activities to provide reliable information to the Management and the Board to evaluate the adequacy of the risk management framework in relation to the risk faced by the Company.

The risk management policies aim to mitigate the following risks arising from the financial instruments:

- Market risk
- Credit risk; and
- Liquidity risk

(B) **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 the market prices. The Company is exposed in the ordinary course of its business to risks related to changes in foreign currency exchange rates, commodity prices and interest rates.

The Company seeks to minimize the effects of these risks by using derivative financial instruments to hedge risk exposures. The use of financial derivatives is governed by the Company's policies approved by the Board of Directors, which provide written principles on foreign exchange risk, interest rate risk, credit risk, the use of financial derivatives and non-derivative financial instruments, and the investment of excess liquidity. Compliance with policies and exposure limits is reviewed by the Management and the internal auditors on a continuous basis. The Company does not enter into or trade financial instruments, including derivatives for speculative purposes.

(C) **Foreign currency risk management**

The Company's functional currency is Indian Rupees (INR). The Company undertakes transactions denominated in foreign currencies; consequently, exposure to exchange rate fluctuations arise. Volatility in exchange rates affects the Company's revenue from export markets and the costs of imports, primarily in relation to raw materials. The Company is exposed to exchange rate risk under its trade and debt portfolio.

Adverse movements in the exchange rate between the Rupee and any relevant foreign currency result's in increase in the Company's overall debt position in Rupee terms without the Company having incurred additional debt and favourable movements in the exchange rates will conversely result in reduction in the Company's receivables in foreign currency. In order to hedge exchange rate risk, the Company has a policy to hedge cash flows up to a specific tenure using forward exchange contracts and options. In respect of imports and other payables, the Company hedges its payables as when the exposure arises. Short term exposures are hedged progressively based on their maturity.

All hedging activities are carried out in accordance with the Company's internal risk management policies, as approved by the Board of Directors, and in accordance with the applicable regulations where the Company operates. The company has entered into currency swap transaction during the year.

The carrying amounts of the Company's monetary assets and monetary liabilities at the end of the reporting period are disclosed in Note 46

(D) **Credit risk management:**

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk encompasses both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration risks. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults.

Company's credit risk arises principally from the trade receivables, loans, cash & cash equivalents and financial guarantees.

Trade receivables

Customer credit risk is managed centrally by the Company and subject to established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating scorecard and individual credit limits defined in accordance with the assessment.

Credit risk on receivables is also mitigated by securing the same against letters of credit and guarantees of reputable nationalized and private sector banks. Trade receivables consist of many customers spread across diverse industries and geographical areas with no significant concentration of credit risk. The outstanding trade receivables are regularly monitored, and appropriate action is taken for collection of overdue receivables. The company has also taken insurance cover of trade receivable exposure to mitigate credit risk.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, many minor receivables are grouped into homogenous groups and assessed for impairment collectively. The calculation is based on exchange losses historical data.

The ageing analysis of trade receivables as of the reporting date is as follows:

(Rs. In lakhs)

Ageing of trade receivables	As at March 31, 2023	As at March 31, 2022
Within the credit period	4,712.01	2,817.31
0 - 180 days past due	1,997.18	1,539.17
More than 180 days past due	21.32	20.70
Total Trade Receivables	**6,730.51**	**4,377.18**

Reconciliation of loss allowance provision for Trade Receivables:

(Rs. In lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Balance as at the beginning of the year	27.95	4.47
Impairment losses recognised in the year based on lifetime expected credit losses	-	23.48
Amounts written off during the year as uncollectible	-	-
Amounts reversed during the year	0.85	-
Amounts recovered during the year	-	-
Balance at the end of the year	**27.10**	**27.95**

Cash and cash equivalents

Credit risks from balances with banks and financial institutions are managed in accordance with the Company policy.

In addition, the Company is exposed to credit risk in relation to financial guarantees given to banks and other counter parties. The Company's maximum exposure in this respect is the maximum amount of the Company would have to pay if the guarantee is called upon.

(E) **Liquidity risk management**

Liquidity risk refers to the risk of financial distress or extraordinary high financing costs arising due to shortage of liquid funds in a situation where business conditions unexpectedly deteriorate and requiring financing. The Company requires funds both for short term operational needs as well as for long term capital expenditure growth projects. The Company generates sufficient cash flow for operations, which together with the available cash and cash equivalents and short term investments provide liquidity in the short-term and long- term. The Company has established an appropriate liquidity risk management framework for the management of the Company's short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

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

Year ended 31st March 2023 (Amount ₹ in Lakhs)

Particulars	On Demand	Less than 3 months	3 to 12 months	1 to 5 years	>5 years	Total
Borrowings (Other than Lease Liabilities)	12,852.60	-	261.90	1,478.14	-	14,592.64
Lease Liabilities	-	13.74	33.78	3.74	-	51.26
Trade Payables	-	139.70	8.10	-	-	147.80
Total	**12,852.60**	**153.44**	**303.78**	**1,481.88**	**-**	**14,791.70**

Year ended 31st March 2022 (Amount ₹ in Lakhs)

Particulars	On Demand	Less than 3 months	3 to 12 months	1 to 5 years	>5 years	Total
Borrowings (Other than Lease Liabilities)	7,204.69	-	182.44	1,740.04	-	9,127.17
Lease Liabilities	-	11.03	34.73	40.64	-	86.40
Trade Payables	-	136.87	3.90	-	-	140.77
Total	**7,204.69**	**147.90**	**221.07**	**1,780.68**	**-**	**9,354.34**

Collateral

The Company has pledged part of its trade receivables, short term investments, cash and cash equivalents and all current assets to fulfil certain collateral requirements for the banking facilities extended to the Company. There is obligation to return the securities to the Company once these banking facilities are surrendered.

Capital management

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

The Company manages its capital structure and adjusts in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company's policy is to keep the gearing ratio between 30% and 75%. The Company includes within net debt, interest bearing loans and borrowings, less cash, and cash equivalents, excluding discontinued operations.

The Company monitors its capital using gearing ratio, which is net debt divided to total equity. Net debt includes, interest bearing loans and borrowings less cash and cash equivalents, bank balances other than cash and cash equivalents and current investments. Company's gearing ratio at the end of the reporting period is as follows:

(Amount Rs. in lakhs)

Particulars	31.03.2023	31.03.2022
Long Term Borrowings	1,478.14	1,740.04
Current maturities of long-term debt	261.90	182.44
Short Term Borrowings	12,852.60	7,204.69
Less: Cash and Cash Equivalent	(1838.15)	(138.33)
Less: Bank balances other than cash and cash equivalent	-	-
Net Debt	**12,754.49**	**8,988.84**
Total Equity	9,813.45	7,673.71
Capital and Net Debt	**22,567.94**	**16,662.55**
Gearing Ratio	56.52%	53.95%

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

No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March 2023 and 31 March 2022.

Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

NOTE 47

Ratios

Sr No.	Ratios	Numerator	Denominator	Current Year	Previous Year	% Variance
1	Current ratio (in times)	Total current assets	Total current liabilities	1.29	1.57	-17.93%
2	Debt-equity ratio (in times)	Total Debt (Borrowing + Lease Liability)	Shareholder's Equity	1.49	1.20	24.28%
3	Debt service coverage ratio (in times)	Earning for Debt Service = Net Profit after taxes + Non cash operating expenses	Debt service = Interest & Lease payments + Principal repayments	8.53	19.06	-55.23%
4	Return on equity ratio (in %)	Net Profit After Tax	Average Shareholders Equity	21.28	24.97	-14.78%
5	Inventory turnover ratio (in times)	Cost of Goods Sold	Average Inventory	13.94	10.69	30.39%
6	Trade receivables turnover ratio (in times)	Revenue from operations	Average trade receivables	20.88	23.49	-11.13%
7	Trade payables turnover ratio (in times)	Net Purchases	Average trade payables	768.29	1,030.68	-25.46%
8	Net capital turnover ratio (in times)	Revenue from operations	Average working capital (i.e. Total current assets less Total current liabilities)	29.82	17.80	67.50%
9	Net profit ratio (in %)	Net Profit After Tax	Revenue from operations	1.61	2.16	-25.24%
10	Return on capital employed (in %)	Earnings before Interest and Taxes	Capital employed = Tangible Networth+ Total Debt + Deferred Tax Liability	14.48	17.70	-18.17%
11	Return on investment (in %)					
	(a) On Equity Instruments	Dividend Income + Gain/ Loss on Investments	Average Value of Investments in Equity Instuments	76.79	33.15	131.64%

Remarks:

1 Debt service coverage ratio is decreased due to increase in loan repayment commitments falling due.

2 Inventory Turnover Ratio is increased as company was able to achieve high turnover by maintaining inventory at low level. This implies efficient use of inventory in growing business.

3 Trade payable turnover ratio has decreased due to effective use of working capital.

4 Net capital turnover ratio has increased due to effective use of working capital.

5 Net Profit Ratio is decreased as compared to previous year this is because in previous year company has earned major profit from non-recurring income in form of capital gain on sale of Investments. Net profit from operational activities increased during the year.

6 Return on investment has increased due to Fair value gain on increase in value of investments.

NOTE 48

Financial Instruments

(A) Accounting Classification and Fair Value **(Amount ₹ in Lakhs)**

	Financial Assets / Financial Liabilities	As at 31st March 2023		As at 31st March 2022	
		FVTOCI	Amortised Cost	FVTOCI	Amortised Cost
(i)	**Financial Assets**				
1	Non Current Investments	6,825.78	-	4,501.59	-
2	Trade Receivables	-	6,703.41	-	4,349.23
3	Cash & Cash Equivalents	-	1,838.15	-	138.33
4	Loans	-	15.61	-	17.43
5	Other financial assets	-	111.55	-	22.65
(ii)	**Financial liabilities**				
1	Borrowings	-	14,592.64	-	9,127.17
2	Lease Liabilities	-	51.26	-	86.40
3	Trade Payable	-	147.80	-	140.77
4	Other Financial Laibilities	-	44.80	-	37.84

The Company has disclosed financial instruments such as cash and cash equivalents, other bank balances, trade receivables, loans, Borrowings and trade payables at carrying value because their carrying amounts are a reasonable approximation of the fair values due to their short-term nature.

(B) Fair Value Measurements hierarchy **(Amount ₹ in Lakhs)**

	Financial Assets / Financial Liabilities	As at 31st March 2023			As at 31st March 2022		
		Quoted Price in Active Market (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Quoted Price in Active Market (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
(i)	**Financial Assets**						
1	Non Current Investments	6,825.78	-	-	4,501.59	-	-

NOTE 49

Foreign Currency Exposure **(Amount ₹ in Lakhs)**

	Particulars	As at March 31, 2023	As at March 31, 2022
(A)	**USD Currency:**		
1	**Financial Liabilities**		
	In USD	534,903	-
	Equivalent In ₹ lakhs	440.12	-
2	**Financial Assets**		
	In USD	383,679	-
	Equivalent In ₹ lakhs	315.69	-

NOTE 50

Security of Net Current Assets against borrowings

Reconciliation between Net Current Assets as per Quarterly statement filed with the Bank and Current Assets as per Books of accounts

Particulars	June, 2022	September, 2022	December, 2022	March, 2023
Net Current Assets as per Quarterly Return filed with Bank	**12,183.32**	**12,575.53**	**14,743.38**	**15,091.44**
Add:				
Valuation Difference	-	-	-	2.23
Less:				
Valuation Difference	491.48	33.41	26.47	-
Current Assets as per Books of Account	**11,691.83**	**12,542.12**	**14,716.90**	**15,093.67**

NOTE 51

Leases

The Company has lease contracts for various Factory premises rented in Mulund. They are having lease terms of 2-3 years.

The Company's obligations under its leases are secured by the lessor's title to the leased assets. The Company is restricted from assigning and subleasing "the leased assets and some contracts require the Company to maintain premises in good state. The lease contract include extension and termination options which are further discussed below.

The Company applies the 'short-term lease' recognition exemptions for leases whose term is 12 months or less.

Terms of Cancellation and Escalation

The Leases are cancellable by giving one month notice by either parties and these does not carries any escalation.

(A) Leases as lessee

(i) The movement in Lease liabilities during the year (Amount ₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
Opening Balance	86.40	-
Additions during the year	13.78	117.23
Finance costs incurred during the year	6.48	7.72
Payments of Lease Liabilities	55.40	38.55
Closing Balance	**51.26**	**86.40**

(ii) The carrying value of the Rights-of-use and depreciation charged during the year : (Amount ₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
Opening Balance	81.89	-
Additions during the year	13.78	117.23
Lease Expired/ Retirerd	-	-
Depreciation charged during the year	(47.28)	(35.33)
Closing Balance	**48.39**	**81.89**

(iii) Amount Recognised in Statement of Profit & Loss Account during the Year (Amount ₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
Depreciation expense of right-of-use assets	47.28	35.33
Interest expense on lease liabilities	6.48	7.72
Expense relating to short-term leases (included in other expenses)	4.23	-
TOTAL	58.00	43.05

(iv) Amounts recognised in statement of cash flows (Amount ₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
Total Cash outflow for Leases	48.91	30.83
TOTAL	**48.91**	**30.83**

(v) Maturity analysis of lease liabilities (Amount ₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
Maturity Analysis of contractual undiscounted cash flows		
Less than one year	47.52	45.75
One to five years	3.74	40.64
More than five years	-	-
Total undiscounted Lease Liability	**51.26**	**86.40**

(vi) Balances of Lease Liabilities (Amount ₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
Non Current Lease Liability	3.74	40.64
Current Lease Liability	47.52	45.75
Total Lease Liability	**51.26**	**86.40**

NOTE 52

Reconciliation of total equity as at 31 March 2022 and 1 April 2021 (Amount ₹ in Lakhs)

Particulars	31.03.2022			01.04.2021		
	Previous GAAP	Effect of transition to Ind AS	IND-AS	Previous GAAP	Effect of transition to Ind AS	IND-AS
ASSETS						
NON-CURRENT ASSETS						
(a) Right-of-use asset	-	81.89	81.89	-	-	-
(b) Financial Assets						
(i) Investments	3,481.45	1,020.14	4,501.59	2,520.27	905.25	3,425.52
CURRENT ASSETS						
(a) Financial Assets						
(i) Trade Receivables	4,356.48	(7.25)	4,349.23	2,343.85	(4.47)	2,339.39

Refer note Note 2.6 for explanations on effect of Ind AS transitions.

The previous GAAP figures have been reclassified to confirm to Ind AS presentation requirements for the purpose of this note.

(Amount ₹ in Lakhs)

EQUITY AND LIABILITIES	31.03.2022			01.04.2021		
	Previous GAAP	Effect of transition to Ind AS	IND-AS	Previous GAAP	Effect of transition to Ind AS	IND-AS
EQUITY						
(a) Other Equity						
Reserves and surplus	6,381.91	754.61	7,136.51	4,689.71	674.07	5,363.79
LIABILITIES						
NON-CURRENT LIABILITIES						
(a) Financial Liabilities						
(i) Borrowings						
(ia) Lease Liability	-	40.64	40.64	-	-	-
(b) Deferred tax liabilities (Net)	(30.14)	253.79	223.65	(26.20)	226.71	200.51
CURRENT LIABILITIES						
(a) Financial Liabilities						
(i) Borrowings						
(ia) Lease Liability	-	45.75	45.75	-	-	-

Refer note Note 2.6 for explanations on effect of Ind AS transitions.

The previous GAAP figures have been reclassified to confirm to Ind AS presentation requirements for the purpose of this note.

NOTE 53

A. Reconciliation of total comprehensive income for the year ended 31st March, 2022: (Amount ₹ in Lakhs)

Partiuclars	Notes	For the year ended 31st March, 2022
Net Profit as per Previous GAAP		1,692.19
Non-current investments measured at Fair value	1	114.89
Depreciation on leasehold land	2	(35.33)
Interest Impact due to Lease Obligations	2	(7.72)
Rental Impact due to Lease Obligations	2	38.55
Allowance for expected credit loss	3	(2.78)
Tax Impact on above adjustments	4	(27.07)
Total Comprehensive Income under IND AS		**1,772.73**

Note: Total Comprehensive Income was not reported under previous GAAP. Therefore the reconciliation starts with profit under previous GAAP.

B. Reconciliation of Total Equity as at 31st March, 2022 and 1st April, 2021: **(Amount ₹ in Lakhs)**

Particulars	Notes	As at 31.03.2022	As at 01.04.2021
Equity reported as per previous GAAP		6,919.10	5,226.91
Non-current investments measured at Fair value	1	1,020.14	905.25
Depreciation on leasehold land	2	(35.33)	-
Interest Impact due to Lease Obligations	2	(7.72)	-
Rental Impact due to Lease Obligations	2	38.55	-
Allowance for expected credit loss	3	(7.25)	(4.47)
Tax Impact on above adjustments	4	(253.78)	(226.71)
Total Equity under IND AS		**7,673.71**	**5,900.98**

C. There are no material adjustments to the Statement of Cash Flows presented under IND AS and the previous GAAP.

The following explanatory notes describe:

Note 1 - Non-current investments measured at Fair value - through FVTOCI

Under previous GAAP, non-current Investments were stated at cost. Under Ind AS, financial assets in equity instruments have been classified as Fair Value through FVTOCI through an irrevocable election at the date of transition.

Note 2- Impact of Lease Obligations

Under Ind AS 116, a lessee measures right-of-use assets and lease liabilities . As a consequence, a lessee recognizes depreciation of the right-of-use asset and interest on the lease liability.

Note 3 - Expected credit loss on financial assets

Under previous GAAP, provision for financial asset is recognized on specific identification method based on management assessment of recoverability of assets. Under Ind AS 109, the Company is required to apply expected credit loss model for recognizing the allowance for assets.

Note 4 -Tax impact on adjustments

Retained earnings and statement of profit and loss has been adjusted consequent to the Ind AS transition adjustments with corresponding impact to deferred tax, wherever applicable.

NOTE 54

The Company is primarily engaged in the business of manufacture of gold jewellery which in the context of Indian Accounting Standard (Ind AS) 108 on Operating Segments constitutes a single reportable segment. The relevant information regarding secondary segment reporting (by geographical segment) is presented as follows:

(Amount ₹ in Lakhs)

PARTICULARS	31.03.2023	31.03.2022
Local Sales	1,11,396.32	77,527.56
Export Sales	3,533.26	943.26
	1,14,929.58	**78,470.82**

NOTE 55

The Company has a process whereby periodically all long term contracts (including derivative contracts) are assessed for material foreseeable losses. At the year end, the Company has reviewed and there are no long term contracts for which there are any material foreseeable losses. The Company has ensured that adequate provision as required under any law/accounting standards for material foreseeable losses on derivative contracts has been made in the books of accounts.

NOTE 56

Disclosure Of Transactions With Struck Off Companies

The Company did not have any material transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956 during the financial year.

NOTE 57

No transactions to report against the following disclosure requirments as notified by MCA pursuant to amended schedule III :

(a) Crypto Currency or Virtual Currency

(b) Benami Property held under Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder

(c) Registration of charges or satisfaction with Registrar of Companies

(d) Relating to borrowed funds:

i. Wilful defaulter

ii. Utilisation of borrowed funds & share premium

iii. Discrepancy in utilisation of borrowings

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

(i) 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

(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(f) 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 Group shall:

(i) 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

(ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(g) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961

NOTE 58

The figures for the comparative periods have been regrouped wherever necessary, to conform to the current year's classification.

As per our report of even date
For V J SHAH & CO.
Chartered Accountants
FRN. : 109823W

FOR AND ON BEHALF OF THE BOARD

NIRAV MALDE
(PARTNER)
MEMBERSHIP NO. : 152425

MANGESH CHAUHAN
MANAGING DIRECTOR & CFO
DIN: 02138048

MAHENDRA CHAUHAN
WHOLE-TIME DIRECTOR
DIN: 02138084

POOJA SHAH
COMPANY SECRETARY
ICSI M. No.: A62639

PLACE : MUMBAI
DATE : 18th May, 2023

Notes